2024 Resolutions

February 10, 2024

1) Resolution accepting fiscal year 2023 audited financial statements
2) Resolution authorizing negotiations of collective bargaining agreements with United Academics Full-Time Faculty and with UVM Staff United
3) Resolution approving the creation of 8 new Micro-Certificates of Graduate Study in the Graduate College in conjunction with the Larner College of Medicine
4) Resolution approving revisions to the credit ranges for the Certificate of Graduate Study and the Micro-Certificate of Graduate Study in the Graduate College
5) Resolution approving the creation of a B.A. in Geosciences in the College of Arts & Sciences
6) Resolution approving the creation of a B.S. in Geosciences in the College of Arts & Sciences
7) Resolution approving the creation of a minor in Geosciences in the College of Arts and Sciences
8) Resolution approving the creation of a minor in Childhood Studies in the College of Education & Social Services
9) Resolution approving the creation of a minor in Sustainable Energy Engineering in the College of Engineering & Mathematical Sciences
10) Resolution approving the creation of a Direct Entry into the Master of Science in Nursing Program in the Graduate College
11) Resolution approving the creation of minor in Military Leadership in the College of Education & Social Services
12) Resolution endorsing Eclipse Day proposal
13) Resolution Reaffirming Equal Opportunity Policy Statements
14) Resolution approving Mercy Hall Curtain Wall System Replacement
15) Resolution approving revisions to the Debt Policy
16) Resolution approving contract extension with American Chemical Society
17) Resolution approving contract with Presidio Networked Solutions
18) Resolution approving contract with The Yuba Group, LLC
19) Resolution authorizing negotiation and execution of real estate contract
20) Resolution approving the Sustainable Innovation Masters in Business Administration (SI-MBA) graduate tuition for fiscal year 2025
21) Resolution disbanding the Investment Subcommittee
22) Retiring Trustee resolution: Kenny Nguyen (2022-2024)
23) Retiring Trustee resolution: Otto Berkes (2018-2024)
24) Retiring Trustee resolution: Robert Brennan (2012-2024)

March 1, 2024

1) Resolution approving appointment of board chair
2) Resolution approving committee and chair appointments
3) Resolution approving contract extension with Aventri, Incorporated
4) Resolution approving contract extension with Ellucian, Incorporated
5) Resolution approving contracts for marketing services job order contracts

6) Resolution approving contract amendment with Academic Analytics, LLC
7) Resolution approving continued Affiliated Organization Status and Affiliation Agreement with University Medical Education Associates, Incorporated ("UMEA")
8) Resolution approving licenses with American Society of Composers, Authors, and Publishers (ASCAP), Broadcast Music, Incorporated (BMI), and Society of European Stage Authors and Composers (SESAC)
9) Resolution approving Benedict Auditorium Renovation Project

April 11, 2024

1) Resolution authorizing retention of external audit firm for fiscal year (FY) 2024 mandatory annual audits

April 15, 2024

1) Resolution approving an additional meal plan rate for fiscal year 2025
2) Resolution approving contract with ResourceFull Consulting, LLC
3) Resolution approving contract with University Health Plans

May 18, 2024

1) Resolution Disbanding the *ad hoc* Presidential Comprehensive Review Committee
2) Resolution Adopting Revisions to the University and University Officers' Manual
3) Resolution approving the creation of a Certificate of Graduate Study in Semiconductor Engineering & Physics in the Graduate College in conjunction with the College of Engineering & Mathematical Sciences
4) Resolution approving the creation of a micro-Certificate of Graduate Study in Scientific Computing in the Graduate College in conjunction with the College of Engineering & Mathematical Sciences
5) Resolution approving the creation of a micro-Certificate of Graduate Study in Integrative Health and Wellness Coaching in the Graduate College in conjunction with the College of Nursing & Health Sciences
6) Resolution approving the creation of a Certificate of Graduate Study in Computer Science Education in the Graduate College in conjunction with the College of Education & Social Services
7) Resolution approving the creation of micro-Certificates of Graduate Study in Collaborative & Resiliency-Oriented Approaches; Community Schools; and Trauma-Response & Evidence-Based Practices in the Graduate College in conjunction with the College of Education & Social Services
8) Resolution approving the creation of a Minor in Education Studies in the College of Education & Social Services
9) Resolution approving the termination of the Master of Educational Studies in the College of Education and Social Services in conjunction with the Graduate College
10) Resolution approving the establishment of the Water Resources Institute
11) Resolution approving amendments to the Budget, Finance & Investment Committee charge

12) Resolution to reaffirm the Investment of Endowment Cash Policy
13) Resolution approving revision to the Energy Efficiency (Green) Revolving Loan Fund
14) Resolution approving the Wilbur Trust Fund annual report

June 10, 2024

1) Resolution adopting amendments to the Larner College of Medicine Faculty Handbook
2) Resolution setting the graduate student senate fee for fiscal year 2025
3) Resolution approving contract with All Cycle Waste, Incorporated
4) Resolution approving contract extension with Environmental Hazards Management, Incorporated
5) Resolution approving contract with Safety Systems of Vermont, LLC
6) Resolution approving contract renewal with Rave Mobile Safety
7) Resolution approving contract amendment with Riskonnect, Incorporated
8) Resolution approving contract renewal with StarRez, Incorporated
9) Resolution approving contract renewals for software
10) Resolution authorizing a lease with Hale Resources, LLC
11) Resolution approving revisions to signatory authority for the establishment of bank accounts
12) Resolution approving revisions to signatory authority for the maintenance of bank accounts
13) Resolution approving revisions to signatory authority for transfers between corporate accounts
14) Resolution approving revisions to signatory authority for treasury management
15) Resolution approving revisions to signatory authority for the establishment of brokerage accounts
16) Resolution approving revisions to signatory authority for sale of securities
17) Resolution approving revisions to signatory authority for endowment funds and other invested funds
18) Resolution approving revisions to signatory authority for UVM pooled income fund
19) Resolution approving purchase or long-term lease

June 25, 2024

1) Resolution approving fiscal year 2025 budget planning assumptions: general fund
2) Revised Resolution Regarding Delegation and Retention of Board Authority

August 12, 2024

1) Resolution approving continued recognition of the University of Vermont and State Agricultural College 4-H Program, Inc. ("UVM Extension Community Partners") as an affiliated organization

August 19, 2024

1) Resolution regarding appointment of an interim president
2) Resolution regarding presidential compensation

September 16, 2024

1) Appreciation resolution for Suresh Garimella
2) Resolution approving continued affiliated organization status and affiliation agreement with University of Vermont Nursing and Health Sciences Practice Group, Inc. ("UVM-NHSPG")
3) Resolution approving contract with REMI Group, LLC
4) Resolution approving contract extension with Standard Insurance Company
5) Resolution approving contracts for retirement plan recordkeeper
6) Resolution approving contract for administration of retiree medical plans
7) Resolution approving acting provost appointment
8) Resolution approving appointment of Suresh Garimella as President Emeritus

September 25, 2024

1) Resolution approving appointments to and charge of the Presidential Search Advisory Committee

CONSENT AGENDA

February 10, 2024

AUDIT COMMITTEE

1. **Resolution accepting fiscal year 2023 audited financial statements**

WHEREAS, the financial statements of the University of Vermont and State Agricultural College for the fiscal year ended June 30, 2023, have been audited by KPMG LLP, Certified Public Accountants, in accordance with 16 V.S.A. Section 2281(a);

WHEREAS, the audited financial statements for the fiscal year 2023 were presented to the Audit Committee of the Board of Trustees at the Audit Committee's November 6, 2023 meeting;

WHEREAS, the Audit Committee approved a resolution recommending acceptance of the FY 2023 audited financial statements;

BE IT RESOLVED, that the Board of Trustees hereby accepts the fiscal year 2023 audited financial statements as recommended by the Audit Committee.

COMMITTEE FO THE WHOLE

2. **Resolution authorizing negotiations of collective bargaining agreements with United Academics Full-Time Faculty and with UVM Staff United**

BE IT RESOLVED, that the Board of Trustees authorizes the administration to proceed with collective bargaining agreement negotiations with United Academics Full-Time Faculty and UVM Staff United on the material terms reported on this date.

EDUCATIONAL POLICY AND INSTITUTIONAL RESOURCES COMMITTEE

3. **Resolution approving the creation of 8 new Micro-Certificates of Graduate Study in the Graduate College in conjunction with the Larner College of Medicine**

BE IT RESOLVED, that the Board of Trustees approves the creation of eight (8) new Micro-Certificates of Graduate Study related to existing Certificates of Graduate Study in Epidemiology, Climate Change and Human Health, Global Health, Health Equity, Health Policy and Law, Health Services Administration, Public Health, and Public Health Informatics in the Graduate College in conjunction with the Larner College of Medicine, as approved and advanced by the Provost and President on October 24, 2023.

4. **Resolution approving revisions to the credit ranges for the Certificate of Graduate Study and the Micro-Certificate of Graduate Study in the Graduate College**

BE IT RESOLVED, that the Board of Trustees approves revising the credential requirements for the Certificate of Graduate Study to a minimum of 10 credits and the maximum credit cap for Micro-Certificate of Graduate Study to 9 credits, in the Graduate College, as approved and advanced by the Provost on January 22, 2024 and President on January 23, 2024.

5. **Resolution approving the creation of a B.A. in Geosciences in the College of Arts & Sciences**

BE IT RESOLVED, that the Board of Trustees approves the creation of a B.A. in Geosciences in the College of Arts & Sciences, as approved and advanced by the Provost on January 22, 2024 and President on January 23, 2024.

6. **Resolution approving the creation of a B.S. in Geosciences in the College of Arts & Sciences**

BE IT RESOLVED, that the Board of Trustees approves the creation of a B.S. in Geosciences in the College of Arts & Sciences, as approved and advanced by the Provost on January 22, 2024 and President on January 23, 2024.

7. **Resolution approving the creation of a minor in Geosciences in the College of Arts & Sciences**

BE IT RESOLVED, that the Board of Trustees approves the creation of a minor in Geosciences in the College of Arts & Sciences, as approved and advanced by the Provost on January 22, 2024 and President on January 23, 2024.

8. **Resolution approving the creation of a minor in Childhood Studies in the College of Education & Social Services**

BE IT RESOLVED, that the Board of Trustees approves the creation of a minor in Childhood Studies in the College of Education & Social Services, as approved and advanced by the Provost on January 22, 2024 and President on January 23, 2024.

9. **Resolution approving the creation of a minor in Sustainable Energy Engineering in the College of Engineering & Mathematical Sciences**

BE IT RESOLVED, that the Board of Trustees approves the creation of a minor in Sustainable Energy Engineering in the College of Engineering & Mathematical Sciences, as approved and advanced by the Provost on January 22, 2024 and President on January 23, 2024.

10. **Resolution approving the creation of a Direct Entry into the Master of Science in Nursing program in the Graduate College**

BE IT RESOLVED, that the Board of Trustees approves the creation of a direct entry into the Master of Science in Nursing program in the Graduate College in conjunction with College of Nursing and Health Sciences, as approved and advanced by the Provost on January 22, 2024 and President on January 23, 2024.

11. **Resolution approving the creation of a minor in Military Leadership in the College of Education & Social Services**

BE IT RESOLVED, that the Board of Trustees approves the creation of a minor in Military Leadership in the College of Education & Social Services, as approved and advanced by the Provost on January 22, 2024 and President on January 23, 2024.

12. **Resolution endorsing Eclipse Day proposal**

WHEREAS, on April 8, 2024, Vermont will experience its only full solar eclipse of this century offering a unique opportunity for integrative learning experiences across disciplines and campus units; and

WHEREAS, the eclipse falls on a Monday when classes are in session for the spring semester, and scheduled classes may limit the opportunities for engagement with this integrative learning opportunity; and

WHEREAS, the Student Government Association, Graduate Student Senate, Senior Leaders, Faculty, Faculty Senate, and the Registrar have discussed the educational impact of and support necessary for designating a day of alternative instruction;

BE IT RESOLVED, that the Board of Trustees supports this designation, as approved and advanced by the Provost and President on October 24, 2023, with the understanding that the day will be dedicated to learning through events and activities associated with the eclipse.

13. **Resolution Reaffirming Equal Opportunity Policy Statements**

BE IT RESOLVED, that the Board of Trustees reaffirms the Equal Opportunity in Educational Programs and Activities and Non-Harassment Policy Statement with no changes, attached here as Appendix A; and

BE IT FURTHER RESOLVED, that the Board of Trustees reaffirms the Equal Employment Opportunity/Affirmative Action Policy Statement with no changes, attached here as Appendix B, both effective as of February 4, 2017.

14. **Resolution approving Mercy Hall Curtain Wall System Replacement**

WHEREAS, the administration today reported on the strategic and operational need for the Mercy Hall Curtain Wall System replacement and the associated project scope;

THEREFORE, BE IT RESOLVED, that the Educational Policy & Institutional Resources Committee hereby approves the project scope that the administration presented on this date and refers the project to the Budget, Finance & Investment Committee for financial review and approval at a future meeting.

BUDGET, FINANCE & INVESTMENT COMMITTEE

15. **Resolution approving revisions to the Debt Policy**

WHEREAS, in September 2004, the Board of Trustees adopted a Debt Policy to guide the portfolio management of debt, to be reviewed annually; and

WHEREAS, since its creation in 2006, the Budget, Finance, and Investment Committee has been charged with the annual review of the Debt Policy, which it most recently revised in February 2023;

BE IT RESOLVED, that the Board of Trustees hereby accepts revisions to the policy, appearing as Appendix C to this document.

16. **Resolution approving contract extension with American Chemical Society**

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into a contract extension with American Chemical Society for subscription fees beginning January 1, 2024 through December 31, 2026, for an amount not to exceed $325,000.

17. **Resolution approving contract with Presidio Networked Solutions**

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into contract with Presidio Networked Solutions for telephony licensing and support beginning March 2, 2024 through March 1, 2029, for an amount not to exceed $1,200,000.

18. **Resolution approving contract with The Yuba Group, LLC**

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into a contract with The Yuba Group, LLC for debt advisory consulting services beginning March 1, 2024 through February 28, 2027, with two one-year renewal options, for an amount not to exceed $465,000 in aggregate.

19. **Resolution authorizing negotiation and execution of real estate contract**

BE IT RESOLVED, that the Board of Trustees hereby authorizes the Vice President for Finance and Administration, or his successor or designee, to negotiate, finalize, and execute agreements

regarding the leasing of real estate, located at 1068 Williston Road, South Burlington, VT, on the material terms and conditions reported on this date.

20. **Resolution approving the Sustainable Innovation Masters in Business Administration (SI-MBA) graduate tuition for fiscal year 2025**

BE IT RESOLVED, that the Board of Trustees hereby approves a uniform rate of $975 per credit for both in-state and out-of-state students in the Sustainable Innovation Masters in Business Administration Program effective with the 2025-2026 and 2026-2027 academic years.

21. **Resolution disbanding the Investment Subcommittee**

WHEREAS, on November 11, 2006, the Investment Subcommittee ("ISC") was established by the Board of Trustees as a Subcommittee of the Budget, Finance and Investment ("BFI") Committee and charged with oversight of investment strategy, and the hiring, and termination of managers and advisors engaged in the investment of the University's Long-Term Investment Pool, including the Endowment Fund; and

WHEREAS, the ISC was assigned the responsibility for adjusting individual investment allocations to conform to the University's asset allocation policy, and regular review of investment related policies and directed to make recommendations on such to the BFI Committee for its consideration and referral to the Board for action; and

WHEREAS, the ISC was authorized to make decisions relating to investment managers and investments that are necessary in the best interests of the University with a report of such to the BFI Committee; and

WHEREAS, in February 2013, the ISC charge was amended to include responsibilities assigned to it under an Investment Management Agreement between the University and the University of Vermont Foundation under which Foundation assets are co-invested with the assets of the University; and

WHEREAS, in 2022, an advisory committee comprised primarily of current and former university trustees carefully studied mechanisms for the University and the University of Vermont Foundation to combine endowment assets and establish a nonprofit investment management subsidiary of the Foundation to oversee and manage the combined endowment assets in order to best meet the fiduciary responsibilities of the University and the Foundation; and

WHEREAS, on February 11, 2023, the Board of Trustees authorized the creation of an investment subsidiary company, the University of Vermont Investment Management Company ("UVIMCO"), to oversee and manage the combined endowment assets of the University and the Foundation; and

WHEREAS, the Operating Agreement for UVIMCO requires a nine-member Board of Managers, four classified members appointed by the Foundation's Board of Directors, three

classified members appointed by the University of Vermont Board of Trustees, and the University's President and the Foundation's President and CEO as *ex officio* members; and

WHEREAS, on April 17, 2023, the Foundation Board of Directors authorized the creation of UVIMCO and approved the appointments of Robert Brennan, Robert Cioffi, Meg Guzewicz, and H. Whitney Wagner as members of the Board of Managers; and

WHEREAS, on May 20, 2023, the University of Vermont Board of Trustees approved the appointments of Susan Brengle, David Daigle, and Don McCree as members of the Board of Managers; and

WHEREAS, on January 30, 2024, an Investment Management Agreement was executed between UVIMCO and the University that protects the University's interests, including without limitation, the University's interests in receiving information about the activities, affairs and financial condition of UVIMCO and the funds it manages for the benefit of the University;

THEREFORE, BE IT RESOLVED, that the Board of Trustees hereby disbands the Investment Subcommittee, with thanks to its current and former members for their service, including: Chairs Rob Brennan, Rob Cioffi, David Daigle, and Sam Bain; and members, Briar Alpert, David Aronoff, Susan Brengle, Jeff Davis, Susan Hudson-Wilson, Don McCree, John Snow, and Jeannette White; and

BE IT FURTHER RESOLVED, that any responsibility and authority previously delegated to the Investment Subcommittee, which has not otherwise been assigned to UVIMCO by contract shall be the responsibility and authority of the BFI Committee, which shall have the authority delegated to it by Article VII of the University Bylaws.

FULL BOARD

22-24 Retiring Trustee Resolutions

Kenny Nguyen (2022–2024)

WHEREAS, Kenny Nguyen is nearing the completion of his term as Trustee of the University of Vermont and State Agricultural College; and

WHEREAS, Kenny Nguyen has served as a thoughtful, dedicated, and creative member of the Board, providing constructive participation, incisive perspectives, and sound advice during his membership on Board committees, including the Audit Committee; the Budget, Finance and Investment Committee; the Committee on Board Governance; and the Educational Policy and Institutional Resources Committee; and through his service on the Multipurpose Center Work Group, all while pursuing his medical degree;

WHEREAS, Kenny Nguyen has further served the University as student ambassador for the Larner College of Medicine and conducted research with the UVM Division of Otolaryngology

on radiation use for salivary gland cancers, for which he was awarded the Summer Research Fellowship Merit Award;

THEREFORE, BE IT RESOLVED, that the Board of Trustees of the University of Vermont and State Agricultural College expresses its appreciation, affection, and heartfelt best wishes to Trustee Kenny Nguyen.

Otto G. Berkes (2018–2024)

WHEREAS, Otto G. Berkes is nearing the completion of his term as Trustee of the University of Vermont and State Agricultural College; and

WHEREAS, Otto Berkes has provided constructive advice, insightful viewpoints and an abiding sense of respect and loyalty to the University during his service as Vice Chair of the UVM Board, and in his membership on Board committees, including the Audit Committee and the Educational Policy and Institutional Resources Committee; and through his service on the Multipurpose Center Work Group; and

WHEREAS, Otto Berkes has further assisted the University as a member of the National Campaign Council, the STEM Leadership Council, and the UVM Foundation Leadership Council, and through his active participation at alumni events; and

WHEREAS, Otto Berkes has meaningfully supported the University through his generous philanthropy designed to enhance the planning design, construction and renovations of facilities supporting Science, Technology, Engineering and Mathematics and to support scholarship funds for education and research; and through his support of the Catamount Innovation Program, a student led initiative to foster cross-disciplinary entrepreneurship on UVM's campus by helping students and alumni launch successful businesses and provide an extracurricular learning environment;

THEREFORE, BE IT RESOLVED, that the Board of Trustees of the University of Vermont and State Agricultural College expresses its appreciation, affection, and heartfelt best wishes to Trustee Otto G. Berkes.

Robert P. Brennan, Jr. (2012–2024)

WHEREAS, Robert P. Brennan, Jr., is nearing the completion of his second consecutive term as Trustee of the University of Vermont and State Agricultural College; and

WHEREAS, Rob Brennan has served the University as a thoughtful, energetic, and dedicated member of the Board of Trustees, always discharging his responsibilities with extraordinary dedication to his alma mater;

WHEREAS, Rob Brennan enriched the Board through his service as Vice Chair and Chair of the Investment Subcommittee, Vice Chair of the Budget, Finance & Investment Committee, and leader of the Bond Work Group; and in his membership on the Budget, Finance and Investment

Committee, the Committee on Board Governance and the UVM Board, and through his service on the Sustainability Work Group and the 2018 Presidential Search Committee; and

WHEREAS, Rob Brennan has further assisted the University as a member of the 2017 Search Committee to select the UVM Foundation President, the UVM Foundation Leadership Council and Board of Directors, and through his current service as Vice Chair of the UVM Foundation Board of Directors; and member of the University of Vermont Investment Management Company; and

WHEREAS, Rob Brennan and his wife Carolyn have greatly supported the University through their generous philanthropy designed to attract the best students from throughout our state, nation and world while making UVM more affordable for students from all backgrounds; to prepare students for successful career and life outcomes; and to support crucial facility expansions and renovations;

THEREFORE, BE IT RESOLVED, that the Board of Trustees of the University of Vermont and State Agricultural College expresses its appreciation, affection, and heartfelt best wishes to Trustee Robert P. Brennan, Jr.

OFFICE OF COMPLIANCE SERVICES
UVM.EDU/POLICIES

POLICY

Title: Equal Employment Opportunity/Affirmative Action Policy Statement – Interim

Policy Statement

The University of Vermont and State Agricultural College is committed to a policy of equal employment opportunity and to a program of affirmative action in order to fulfill that policy. The President of the University fully supports the University's equal employment opportunity policy and the University's affirmative action program.

The University will accordingly recruit, hire, train, and promote persons in all positions and ensure that all other personnel actions are administered without regard to unlawful criteria including race, color, religion, national origin, including shared ancestry or ethnic characteristics,[1] place of birth, sex, sexual orientation, disability, age, positive HIV-related blood test results, genetic information, gender identity or expression, or status as a disabled veteran, recently separated veteran, active duty wartime or campaign badge veteran, or Armed Forces service medal veteran (collectively "protected veterans"), or crime victim status, as these terms are defined under applicable law, or any other factor or characteristic protected by law, and ensure that all employment decisions are based only on valid job requirements.

In addition, the University of Vermont recognizes that discriminatory harassment and sexual harassment are forms of unlawful discrimination, and it is, therefore, the policy of the University that discriminatory harassment and sexual harassment will not be tolerated. The University also prohibits unlawful harassment on the basis of other characteristics protected by law. The University will reasonably, timely, and effectively respond to all reports of discrimination and discriminatory harassment of which the University has notice, based on the protected categories referenced herein.

Further, employees and applicants will not be subjected to harassment, intimidation, threats, coercion, or retaliation because they have engaged in or may engage in the following: filing a complaint or assisting or participating in an investigation regarding alleged discrimination or harassment as prohibited in the policy statement above; filing a complaint or assisting or participating in an investigation, compliance evaluation, hearing, or any other activity related to the administration of the Vietnam Era Veterans' Readjustment Assistance Act of 1974 ("VEVRAA"), Section 503 of the Rehabilitation Act of 1973 ("Rehabilitation Act"), or the Affirmative Action provisions of any other federal, state or local law; opposing any act or practice made unlawful by VEVRAA or any other federal, state, or local law requiring equal employment opportunities for individuals with disabilities or protected veterans; or exercising any other rights protected by VEVRAA or the Rehabilitation Act. Additionally, the University will not discharge or in any other manner discriminate against

[1] The University recognizes that discrimination based on shared ancestry or ethnic characteristics can include antisemitic discrimination, anti-Arab discrimination, anti-Asian discrimination, or similar forms of discriminatory conduct.

employees or applicants because they have inquired about, discussed, or disclosed their own pay or the pay of another employee or applicant.

The University of Vermont maintains an audit and reporting system that: measures the effectiveness of the University's affirmative action program; indicates any need for remedial action; determines the degree to which the University's objectives have been attained; measures the University's compliance with its affirmative action obligations; and determines whether individuals with disabilities and veterans have had the opportunity to participate in all University sponsored educational, training, recreational and social activities.

Sources: Titles VI and VII of the Civil Rights Act of 1964; the Immigration Reform and Control Act of 1986; Title IX of the Education Amendments of 1972; the Equal Pay Act of 1963; the Age Discrimination in Employment Act of 1967; the Age Discrimination Act of 1975; Sections 503 and 504 of the Rehabilitation Act of 1973; the Americans with Disabilities Act of 1990; Section 402 of the Vietnam-Era Veterans Readjustment Assistance Act of 1974; Executive Order 11246; the Genetic Information Nondiscrimination Act of 2008; U.S. Department of Homeland Security regulation 6 C.F.R Part 19; and the Vermont Fair Employment Practices Act, all as amended; and such other federal, state and local non-discrimination laws as may apply.

Note: This Statement of Policy is the official University of Vermont Equal Educational Opportunity Policy Statement and supersedes all prior policy statements regarding its subject matter. It may be modified only by written statement issued by the President as Chief Executive Officer of the University or by formal action by the University of Vermont and State Agricultural College Board of Trustees. This Policy Statement is designed to express the University's intent and commitment to comply with the requirements of federal, state, and local non-discrimination laws. It shall be applied co extensively with those non-discrimination laws and shall not be interpreted as creating any rights, contractual or otherwise, that are greater than exist under those laws.

Contacts

Questions concerning the daily operational interpretation of this policy should be directed to the following (in accordance with the policy elaboration and procedures):	
Title(s)/Department(s):	**Contact Information:**
Director, Office of Equal Opportunity	Nick Stanton 428 Waterman Building (802) 656-3368
Questions about policies related to Title IX, including sex discrimination, sexual harassment, and all forms of sexual violence	
Title IX Coordinator Office of Equal Opportunity	Emily McCarthy 428 Waterman Building (802) 656-3368
Questions about disability related issues	
ADA/Section 504 Coordinator Office of Equal Opportunity	Amber Fulcher 428 Waterman Building (802) 656-0945
Questions may also be directed to government agencies having oversight and enforcement authority with respect to the referenced laws. A complete listing of such agencies may be obtained from the Office of Equal Opportunity.	
The University has developed an Affirmative Action Plan. The portions of the plan required for disclosure are available for inspection during normal business hours; contact the University's Public Records Officer at (802) 656-8937.	

Related Documents/Policies

- Accessibility Policy
- Discrimination, Harassment, and Sexual Misconduct Policy
- Equal Opportunity in Educational Programs and Activities and Non-Harassment
- Handling and Resolving Discrimination, Harassment, and Sexual Misconduct Complaints

Regulatory References/Citations

- Titles VI and VII of the Civil Rights Act of 1964
- Immigration Reform and Control Act of 1986
- Title IX of the Education Amendments of 1972
- Equal Pay Act of 1963
- Age Discrimination in Employment Act of 1967
- Age Discrimination Act of 1975
- Sections 503 and 504 of the Rehabilitation Act of 1973
- Americans with Disabilities Act of 1990
- Section 402 of the Vietnam-Era Veterans Readjustment Assistance Act of 1974
- Executive Order 11246
- Genetic Information Nondiscrimination Act of 2008
- Vermont Fair Employment Practices Act

About This Policy

Responsible Official:	Chief Human Resource Officer	**Approval Authority:**	President and the Chair of the Board of Trustees
Policy Number:	V. 7.3.12	**Effective Date:**	February 4, 2017
Revision History:	• V. 7.0.1.1 effective April 7, 2006 • V. 7.0.1.2 effective September 5, 2008 • V. 7.0.1.3 effective April 13, 2009 • V. 7.0.1.4 effective March 8, 2010 • V. 7.0.1.5 effective May 22, 2011 • V. 7.0.1.6 effective May 19, 2012 • V. 7.3.7/V. 7.0.1.7 effective February 9, 2013 • V. 7.3.8 effective February 8, 2014 • V. 7.3.9 effective February 7, 2015 • V. 7.3.10 effective February 6, 2016 • V. 7.3.11/V. 4.23.11 Reaffirmed as revised by the President and the Chair of the Board of Trustees: February 3, 2018, March 6, 2019, February 27, 2023 • Reaffirmed by the President February 3, 2020, February 9, 2021, March 7, 2022 and the Chair of the Board of Trustees January 30, 2020, February 8, 2021, March 10, 2022 • Responsible official officially changed from the Vice President for Human Resources, Diversity and Multicultural Affairs and Vice President for Finance and Administration on May 1, 2020 • Responsible official officially changed from the Vice President for Finance and Administration to the Chief Human Resource Officer October 3, 2022 • V. 7.3.12 approved as interim August 25, 2023		

University of Vermont Policies and Operating Procedures are subject to amendment. For the official, approved, and most recent version, please visit UVM's Institutional Policies Website.

OFFICE OF COMPLIANCE SERVICES
UVM.EDU/POLICIES

POLICY

Title: Equal Opportunity in Educational Programs and Activities and Non-Harassment - Interim

Policy Statement

The University of Vermont and State Agricultural College is committed to a policy of equal educational opportunity. The University therefore prohibits discrimination on the basis of unlawful criteria such as race, color, religion, national origin, including shared ancestry or ethnic characteristics[1], age, sex, sexual orientation, marital status, disability, or gender identity or expression, as those terms are defined under applicable law, in admitting students to its programs and facilities and in administering its admissions policies, educational policies, scholarship and loan programs, athletic programs, and other institutionally administered programs or activities made available to students at the University. The University also prohibits harassment, as defined in the Vermont Statutes at Title 16, section 11(a)(26). Unlawful harassment is a form of discrimination and is therefore prohibited. Sources: Title VI of the Civil Rights Act of 1964; Title IX of the Education Amendments of 1972; the Age Discrimination Act of 1975; Section 504 of the Rehabilitation Act of 1973; the Americans with Disabilities Act of 1990; the Vermont Public Accommodations Act; and such other federal, state, and local non-discrimination laws as may apply. The University will reasonably, timely, and effectively respond to all reports of discrimination and discriminatory harassment of which the University has notice, based on the protected categories referenced herein.

Note: This Statement of Policy is the official University of Vermont Equal Educational Opportunity Policy Statement and supersedes all prior statements regarding its subject matter. It may be modified only by written statement issued by the President as Chief Executive Officer of the University or by formal action by the University of Vermont and State Agricultural College Board of Trustees. This Policy Statement is designed to express the University's intent and commitment to comply with the requirements of federal, state, and local non-discrimination laws. It shall be applied co-extensively with those non-discrimination laws and shall not be interpreted as creating any rights, contractual or otherwise, that are greater than exist under those laws.

Contacts

Questions concerning the daily operational interpretation of this policy should be directed to the following (in accordance with the policy elaboration and procedures):	
Title(s)/Department(s):	**Contact Information:**
Questions regarding this policy statement or compliance with its provisions may be directed to:	
Dean of Students	41-43 South Prospect Street Burlington, VT 05405 (802) 656-3380

[1] The University recognizes that discrimination based on shared ancestry or ethnic characteristics can include antisemitic discrimination, anti-Arab discrimination, anti-Asian discrimination, or similar forms of discriminatory conduct.

Or	
Director, Office of Equal Opportunity	Nick Stanton 428 Waterman Building Burlington VT, 05405 (802) 656-3368
Questions may also be directed to government agencies having oversight and enforcement authority with respect to the referenced laws. A complete listing of those agencies may be obtained from the Office of Equal Opportunity.	
Questions about policies related to Title IX, including sex discrimination, sexual harassment, and all forms of sexual violence	
Title IX Coordinator Office of Equal Opportunity	Emily McCarthy 428 Waterman Building Burlington VT, 05405 (802) 656-3368
Questions about disability related issues	
Student Accessibility Services	Sharon Mone A-170, Living/Learning Center 633 Main Street Burlington VT, 05405 (802) 656-4075
ADA/Section 504 Coordinator Office of Equal Opportunity	Amber Fulcher 428 Waterman Building Burlington VT, 05405 (802) 656-0945

Related Documents/Policies

- Discrimination, Harassment, and Sexual Misconduct Policy
- Equal Employment Opportunity/Affirmative Action Policy Statement
- Handling and Resolving Discrimination, Harassment, and Sexual Misconduct Complaints Procedure

Regulatory References/Citations

- Age Discrimination Act of 1975
- Americans with Disabilities Act of 1990
- Section 504 of the Rehabilitation Act of 1973
- Title VI of the Civil Rights Act of 1964
- Title IX of the Education Amendments of 1972
- Vermont Public Accommodations Act
- Vermont Statutes at Title 16, section 11(a)(26)

About This Policy

Responsible Official:	Chief Human Resource Officer	**Approval Authority:**	President and the Chair of the Board of Trustees
Policy Number:	V. 7.4.12	**Effective Date:**	February 4, 2017
Revision History:	• V. 7.0.5.1 effective April 7, 2006 • V. 7.0.5.2 effective September 5, 2008		

	• V. 7.0.5.3 effective April 13, 2009 • V. 7.0.5.4 effective March 8, 2010 • V. 7.0.5.5 effective May 22, 2011 • V. 7.0.5.6 effective May 19, 2012 • V. 7.4.7/V. 7.0.5.7 effective February 9, 2013 • V. 7.4.8 effective February 8, 2014 • V. 7.4.9 effective February 7, 2015 • V. 7.4.10 effective February 6, 2016 • V. 7.4.11 Reaffirmed as revised by the President and the Chair of the Board of Trustees: February 3, 2018 and March 6, 2019, February 27, 2023 • V. 7.4.11/V. 4.24.11 Reaffirmed by the President February 3, 2020, February 9, 2021, April 4, 2022 and the Chair of the Board of Trustees January 30, 202, February 8, 2021, April 5, 2022 • Responsible official officially changed from the Vice President for Human Resources, Diversity and Multicultural Affairs to the Vice President for Finance and Administration on May 1, 2020 • Responsible official officially changed from the Vice President for Finance and Administration to the Chief Human Resource Officer October 3, 2022 • V. 7.4.12 approved as interim August 25, 2023

University of Vermont Policies and Operating Procedures are subject to amendment. For the official, approved, and most recent version, please visit UVM's Institutional Policies Website.

University of Vermont
Debt Policy

As Adopted by the Board of Trustees
September 2004
Revised, November 2005
Revised, November 2006
Revised, December 2007
Reaffirmed, December 2008
Revised, October 2009
Revised, October 2010
Reaffirmed, October 2011
Revised, May 2013
Revised, February 2014
Revised, February 2015
Reaffirmed, February 2016
Revised, February 2017
Reaffirmed, February 2018
Revised, February 2019
Reaffirmed, January 2020
Reaffirmed, February 2021
Revised, February 2022
Revised, February 2023
Revised, February 2024

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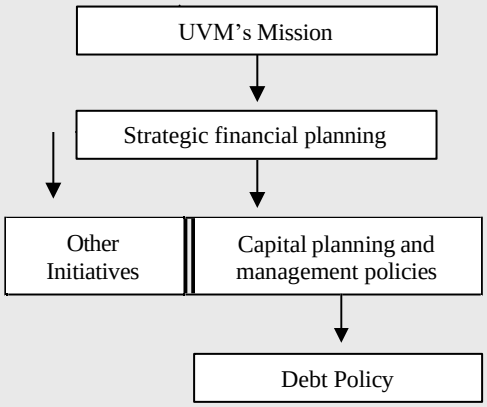
OVERVIEW

Purpose

1. Articulate the role of UVM's debt policy within the strategic planning process.



The University of Vermont's strategic planning is a long-term process that establishes University-wide priorities as well as University and divisional programmatic objectives. The University's strategic plan identifies specific goals and initiatives, including capital plans, that identify necessary and desired University facility investments. To fund its plan, the University will continue to utilize a mix of financing sources including State and Federal sources, philanthropy, internal reserves, public-private partnerships, and external University-supported debt, including leases.

This policy, in conjunction with the strategic and capital planning, will aid management in ensuring that an appropriate mix and types of funding sources are utilized and that the University's debt capacity is allocated strategically. A UVM-specific debt policy is appropriate to ensure adequate financial strength to service existing and proposed debt, maintain leverage within an acceptable risk tolerance while investing in priority capital projects, maintain a strong financial profile to ensure a competitive position relative to its peers, and maintain the budgetary capacity to invest in other initiatives.

Management and the Board of Trustees, acting through the appropriate Board of Trustee committee, will assess this policy on an ongoing basis to ensure that it remains responsive to UVM's evolving academic, research and strategic priorities and financial position.

The University believes that financial discipline is a critical component of long-term debt management and that the Board and management, operating through the appropriate Board of Trustee committee, should establish a limited number of financial ratios and limits in order to manage debt within acceptable ranges consistent with UVM's objectives. These measures will be monitored and reported on in light of UVM's evolving strategic initiatives and capital needs.

INTRODUCTION AND OBJECTIVES

Purpose

1. Articulate UVM's philosophy regarding debt.
2. Establish objectives for debt policy.
3. Provide for regular review and potential update of policy to reflect evolving needs.

Just as investments represent an integral component of assets, debt is viewed to be a long-term component of liabilities that, therefore, should be managed on a long-term portfolio-basis consistent with the institution's policy objectives, with an overarching objective of managing the balance sheet. The objectives of the policy are to:

(i) Maintain the University's access to capital. Management will utilize and issue debt in order to provide timely access to capital to fund project priorities that have been approved by the Board;

(ii) Manage the University's credit to meet its long-term strategic objectives while maintaining creditworthiness consistent with the most favorable relative cost of capital and borrowing terms.

(iii) Manage risk of the University's debt portfolio within acceptable limits. Debt will be managed on a portfolio, rather than a transactional or project-specific, basis. Management's continuing objective of incurring the lowest achievable long-term risk-adjusted cost of capital will be balanced with the goal of appropriately limiting exposure to market shifts within acceptable budgetary parameters. Various types of debt structures and financial instruments will be considered, monitored, and managed within the framework established in this policy and according to internal management procedures; and

(iv) Permit the optimization of the investment of the University's working capital and cash balances. Management will explore various options and alternatives to internal cash holdings regarding the optimal funding mechanism for short-term equipment needs, bridge financing and cash requirements. Management recognizes that working capital requirements, debt management, and the investment of cash/net assets should be viewed comprehensively in order to optimize overall funding and investment return strategies.

In addition to establishing a framework relating to the administration of debt, the policy provides for periodic updates pertaining to UVM's debt capacity and financial management to both internal and external parties.

OVERSIGHT

Purpose

1. Provide mechanism for oversight and review on periodic basis.
2. Provide management flexibility to make ongoing financing decisions within the framework of the policy.

By adopting this policy and regularly reviewing it with the appropriate Board of Trustee committee, management will follow and report on guidelines and requirements regarding debt utilization. With appropriate authorizations consistent with the policy, management will have flexibility to implement specific financial transactions and utilize approved financing vehicles in accordance with stated procedures.

The Office of the Vice President for Finance and Administration will manage all funding sources, including debt, for capital projects authorized by the Board. The structure of any individual transaction (e.g., maturity, interest rate mode, use of derivative products, other financing structures) will be based upon overall University needs to ensure that (i) long-term costs to the University and its operating units are minimized consistent within the context of other strategic objectives and (ii) overall risk does not exceed acceptable levels as defined in this policy.

Because this debt policy is a living document, the appropriate Board of Trustee committee will review this policy on an annual basis and report any recommended changes or revisions to the Board of Trustees. This review process is necessary to ensure that the policy remains consistent with the University's objectives and responsive to evolving practices, competitive pressures in the external environment, and financial indicators.

POLICY RATIOS

Purpose

1. Identify core ratios.
   a. Operating Statement—Debt Burden Ratio.
   b. Balance Sheet Leverage—Leverage Ratio.
2. Clearly communicate with key parties such as rating agencies the University's philosophy regarding debt and management's ongoing assessment of debt capacity and affordability.

This policy establishes limits to measure the total amount of outstanding debt and leases compared to University balance-sheet resources and the annual operating budget.

These ratios can be derived from the financial statements and other information and are subject to review periodically. The ratios are to be calculated using annual audited financial statements of the University and should not include "Discretely Presented Component Units" of the University such as the University's associated fundraising foundation.

The policy identifies ratios that (i) are based on current GAAP requirements and (ii) are consistent with ratios utilized in the higher education industry to permit benchmarking.

In addition to the two primary policy ratios below, the University may consider tracking other ratios in addition to the policy ratios. Listed below are the policy ratios and limits that will be followed.

Ratio 1 – Debt Burden Ratio

This ratio measures the University's ability to repay debt service associated with all outstanding debt and leases and the impact on the overall budget and includes all activities of the University. The defined limit for this ratio is intended to maintain the University's long-term operating flexibility to fund existing requirements and new initiatives, although the University may target a desired ratio below this limit.

$$\frac{\text{ANNUAL DEBT SERVICE}}{\text{TOTAL EXPENSES}} < 5.75\%$$

The measure is based on aggregate operating expenses as opposed to operating revenues because expenses typically are more stable (e.g., no one-

time operating gifts, investment return, variability of State funding) and better reflect the operating base of the University. Management recognizes that a growing expense base would make this ratio appear more attractive. The limit for this ratio is not to be greater than 5.75%. This ratio will be adjusted to include the impact of non-amortizing or non-traditional debt structures that could result in significant single year fluctuations, as well as an assumption of an appropriate variable rate.

Ratio 2 - Leverage Ratio (calculated as Total Cash and Investments to Debt)

This ratio indicates one of the most basic determinants of financial health by measuring ~~the availability of~~ University resources compared to aggregate debt. The ratio measures the medium to long-term health of the University's balance sheet and debt capacity and is a critical component of universities with the highest credit quality.

Many factors influence the leverage ratio, affecting both the assets (e.g., investment performance, philanthropy) and liabilities (e.g., timing of bond issues), and therefore the ratio is best examined in the context of changing market conditions so that it accurately reflects relative financial strength. For example, a leverage ratio that is acceptable and entirely appropriate in one market condition may be relatively stronger or weaker in other market environments.

This policy establishes a debt policy limit (floor) for this ratio of 1.25 to ensure that sufficient balance sheet strength is maintained at all times.

$$\frac{\text{TOTAL CASH \& INVESTMENTS}}{\text{AGGREGATE DEBT}} \geq 1.25x$$

This ratio will include any financings that impact the University credit, including guarantees of third-party debt.

The 1.25x limit is recognized as a limit, and not a long-term objective. Over time, to remain competitive and retain the flexibility to invest in future strategic initiatives, UVM will want to target and maintain a ratio above 1.25x.

Annually, based on the results of the audited financial statements, the Vice President for Finance and Administration will report to the appropriate Board of Trustee committee on the actual ratio results and any existing conditions that put the University out of compliance with this policy. In the event that the University is out of compliance with the policy, the appropriate Board of Trustee committee will take up the matter for consideration and make recommendations it deems appropriate to the Board of Trustees.

Ratios as a Credit Factor

The University has established its ratios and associated ratio limits based on internally established guidelines. The ratios and limits are not intended to provide a long-term target or track a specific rating, but rather will enable the maintenance of the University's competitive financial profile and complement the capital planning process.

The debt policy will be shared with external credit analysts and other third parties in order to provide them with the context regarding UVM's assessment of self-determined debt capacity and affordability, which is subject to ongoing review.

TYPES OF FINANCINGS

Purpose

1. Review of all potential funding sources for projects.
2. Maximize tax-exempt University-issued debt.
3. Commercial Paper program.
   a. Provide bridge funding.
   b. Provide continual access to capital.
   c. Issuance on a taxable or tax-exempt basis.
4. Manage derivative products, including swaps.
5. Consider other financing sources.
   a. Management will explore securitizations, joint ventures and other financial structures to provide for the optimal funding for any project.

The University recognizes that there are numerous types of financing structures and funding sources available, each with specific benefits, risks, and costs. All potential funding sources will be reviewed by management within the context of the debt policy and the overall portfolio to ensure that any financial product or structure is consistent with UVM's objectives. Regardless of what financing structure(s) is(are) utilized, a full understanding of the transaction, including (i) quantification of potential risks and benefits, and (ii) analysis of the impact on University creditworthiness and debt capacity, will be required. Any financial transaction which, in management's opinion, utilizes the University's credit, will be subject to the limits set forth in this policy regardless of source.

Tax-Exempt Debt

The University recognizes that debt will remain a long-term component of the University's capitalization over the foreseeable future due in part to its continued need for capital and the substantial economic benefits associated with tax-exempt debt. Therefore, financial transactions will be managed on a portfolio basis with a long-term perspective. (In all circumstances, however, individual projects must continue to be identified and tracked to ensure compliance with all tax and reimbursement requirements).

Debt will be structured to meet the University's comprehensive long-term objectives, and each project being financed will be required to provide a sound business plan, including the source of repayment for the debt and appropriate and realistic repayment terms. Among other things, the repayment terms will require that the loan term is no greater than the expected componentized useful life of the asset financed. Additionally, the financed project will be required to budget and fund principal payments on a fully amortized basis.

Taxable Debt

While all of the University's capital projects may not qualify for tax-exempt debt, taxable debt should only be used in appropriate cases as it generally

represents a more expensive source of capital relative to tax-exempt issuance. Examples of appropriate cases to utilize taxable debt include timing, fees and rates relative to tax-exempt rates, the nature of the project being funded, and private use, among others.

Commercial Paper (CP) & Lines of Credit (LOCs)

The CP program and lines of credit can provide substantial financial flexibility to the University including the ability to manage and optimize cash balances and provide an alternative to lease transactions and other purposes. CP and LOCs can offer the University interim financing for capital projects in anticipation of the receipt of funding either in the form of future philanthropy or the issuance of long-term debt for permanent financing, as well as offer greater flexibility regarding the timing and structuring of individual bond transactions.

Derivative Products

Management recognizes that derivative products may enable more opportunistic and flexible management of the debt portfolio. Derivative products, including interest rate swaps, may be employed primarily to manage or hedge the University's interest rate exposure for a specific period of time. The University will utilize a framework to evaluate potential derivative instruments through consideration of (i) its variable rate allocation, (ii) market and interest rate conditions, (iii) impact on future financing flexibility, and (iv) the compensation for assuming risks, or the costs for eliminating certain risks and exposure. In addition, the University will analyze and quantify the cost/benefit of any derivative instrument relative to achieving desirable long-term capital structure objectives. Under no circumstances will a derivative transaction be utilized that is not understood fully by management or that imposes inappropriate risk on the University. Risks include but are not limited to tax risk, interest rate risk, liquidity risk, counterparty credit risk, basis risk, and any other potential risks either imposed or removed through the execution of any transaction. In addition, management will consider and disclose the potential impact of any derivative product on the University's financial statements and the appropriate treatment in calculating the debt policy ratios. The University will regularly report on the status and performance of its derivative products, if any, to the appropriate Board of Trustee committee. Given the risks and complexity associated with derivative products, they will be considered more seriously only when: (i) conventional financing sources are relatively more expensive (e.g. exceed the portfolio blended interest rate), and (ii) can achieve desired financial objectives more efficiently or at a significantly lower risk-adjusted cost than traditional structures. Management is required to present any recommended derivative product to the appropriate Board of Trustee committee and must receive Board approval prior to execution.

Other Financing Sources

The University recognizes that a variety of transactions, not limited to debt insured directly by UVM, may impact the University's credit while the University's limited debt capacity and substantial capital needs require the consideration of various financing alternatives, including possible opportunities for alternative and non-traditional transaction structures. The University recognizes these types of transactions may also impact the University's credit and also often can be more expensive than traditional University debt structures.

Therefore, all non-traditional financing structures including guarantees and third-party debt can only be considered once the economic benefit and the likely impact on the University's debt capacity and credit has been determined. Specifically, for any third-party or developer-based financing, management will ensure the full credit impact of the structure is evaluated and quantified to the extent possible prior to execution and the analysis must be presented to the appropriate Board of Trustee committees and must receive Board approval prior to execution.

PORTFOLIO MANAGEMENT OF DEBT

Purpose

1. Permit decisions regarding debt issuance and structure to be made on a portfolio basis, rather than on a per-project basis.
2. Manage variable rate exposure of the debt portfolio.
   a. Limit variable rate exposure.
   b. Manage the overall liquidity requirements associated with outstanding debt.
   c. Target overall variable rate debt exposure.
3. Evaluate exposure to other financing vehicles and third parties on a portfolio-wide basis.

The University considers its debt portfolio holistically; that is, it optimizes the portfolio of debt for the entire University rather than on a project-by-project basis and takes into account the University's cash and investments.

Variable Rate Debt

It is recognized that a degree of exposure to variable interest rates within the University's debt portfolio may be desirable in order to:

(i) take advantage of repayment/restructuring flexibility;

(ii) benefit from historically lower average interest costs;

(iii) diversify the debt portfolio; and,

(iv) provide a hedge to short-term working capital balances

Management will monitor overall interest rate exposure, analyze and quantify potential risks, and coordinate appropriate fixed/variable allocation strategies. The portfolio allocation to variable rate debt may be managed or adjusted through (i) the issuance of debt (potentially new issues and refunding), (ii) and the use of interest rate swaps and other derivative products. While the utilization of commercial paper impacts the University's variable rate exposure, outstanding CP will not be included in the ratio, given the expected interim financing purpose.

Recognizing the desire to manage interest rate risk, the amount of variable rate debt outstanding shall not exceed 35% of the University's outstanding debt. This limit is based on the University's desire to (i) limit annual variances in its debt service, (ii) provide sufficient structuring flexibility to management, (iii) keep the University's variable rate allocation within acceptable external parameters, (iv) utilize variable rate debt (and/or swaps) to optimize debt portfolio allocation and minimize costs, and (v) take into account liquidity needs and exposures for the portfolio, including consideration of the commercial paper program.

$$\frac{\text{VARIABLE RATE AND LIQUIDITY EXPOSURE}}{\text{TOTAL LONG-TERM DEBT OUTSTANDING}} > 35\%$$

The University will exclude from this calculation project-related commercial paper used in advance of expected long-term financing since this commercial paper is used for interim purposes and should not be included in the University's desired long-term variable rate allocation calculation. The numerator, *Variable Rate and Liquidity Exposure*, is defined as including all variable rate debt, not adjusted for any floating to fixed swaps, if any, and plus any fixed to floating swaps, if any. Thus, any variable rate debt that is affected by floating-to-fixed interest rate swaps will be considered variable rate debt for the purposes of this calculation since it impacts the University's liquidity requirements and exposes the institution to counterparty credit exposure. Note that this ratio measures interest rate exposure and liquidity exposure/requirements directly.

GLOSSARY

Annual Debt Service – refers to the planned principal and interest paid on long-term debt in a fiscal year.

Bridge Financing – refers to any type of financing used to "bridge" a period of time. For universities, it generally refers to financings that provide funding in advance of a long-term bond issue or the receipt of gift funding.

Capital Project – refers to physical facilities or equipment or software that may be capitalized.

Commercial Paper – an alternative to bank lines for stronger rated borrowers, commercial paper is short-term promissory notes issued on the open market as an obligation of the borrower. The maturity of commercial paper is less than 270 days, and for most universities, the average maturity of all paper is between 30-50 days. Registration and disclosure for commercial paper is significantly less than traditional university bonds.

Derivative Products – generally referred to transactions which are an exchange of specified cash flows for a period of time. The most common types of derivatives are floating-rate-to-fixed-rate or fixed-rate-to-floating-rate swaps.

GAAP – refers to Generally Accepted Accounting Principles.

Leverage – long-term debt as a component of the total assets of the University. "High leverage" indicates an institution that has a considerable portion of its assets that are debt financed.

BOARD OF TRUSTEES

March 1, 2024

Resolution approving appointment of board chair

BE IT RESOLVED, that the Board of Trustees hereby accepts the recommendation of the Nominating Committee and approves the re-appointment of Ron E. Lumbra as chair, effective immediately.

Resolution approving committee and chair appointments

BE IT RESOLVED, that the Board of Trustees approves the committee and chair appointments for 2024 as presented today and appearing as appendices A and B to this document.

Resolution approving contract extension with Aventri, Incorporated

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successors or designee, is authorized to enter into a contract extension with Aventri, Incorporated for an event management software platform beginning March 15, 2024 through March 14, 2025, for an amount not to exceed $24,125.

Resolution approving contract extension with Ellucian, Incorporated

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successors or designee, is authorized to enter into a contract with Ellucian, Incorporated for a non-credit registration software beginning May 1, 2024 through April 30, 2025, for an amount not to exceed $96,000.

Resolution approving contracts for marketing services job order contracts

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to execute contracts with Pivot Marketing, Perfect Day Media, Fuse, Urban Rhino, JunaPR, Duback Photography, Erica Houskeeper, Red Barn Writer, Carnegie, and VisionPoint for marketing services job order contracts beginning July 1, 2024 through June 30, 2026, with three one-year renewal options, for an amount not to exceed $8,000,000 in aggregate.

Resolution approving contract amendment with Academic Analytics, LLC

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into a contract amendment with Academic Analytics, LLC for database licenses and services beginning January 1, 2022 through December 31, 2025, for an amount not to exceed $983,000.

This resolution replaces and supersedes the Executive Committee approval at the April 21, 2021 meeting.

Resolution approving continued Affiliated Organization Status and Affiliation Agreement with University Medical Education Associates, Incorporated ("UMEA")

BE IT RESOLVED, that affiliated organization status with UMEA is hereby extended through April 12, 2027, subject to the execution of an Affiliation Agreement between UVM and UMEA, and;

BE IT FURTHER RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to negotiate and execute an Affiliation Agreement with UMEA, for a term through April 12, 2027.

Resolution approving licenses with American Society of Composers, Authors, and Publishers (ASCAP), Broadcast Music, Incorporated (BMI), and Society of European Stage Authors and Composers (SESAC)

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to maintain continuous licenses with ASCAP, BMI, and SESAC, each with an estimated cost of less than $10,000 annually.

Resolution approving Benedict Auditorium Renovation Project

WHEREAS, the administration today reported on the strategic and operational need for the Benedict Auditorium Renovation Project and the associated project scope:

THEREFORE, BE IT RESOLVED, that the Board of Trustees hereby approves the project scope and funding the project with money from the Hills Project and Deferred Maintenance Improvement accounts for a total of $4,200,000.

Appendix A

The University of Vermont and State Agriculture College Board of Trustees
Standing Committees
Proposed Assignments – for approved 3/1/2024

	Audit (7)	**Board Governance (7)**	**Budget, Finance & Investment (12)**	**Educational Policies & Institutional Resources (12)**	**Executive (8)**	**University of Vermont Board* (9)**	**Vermont Agricultural College Board* (9)**
President, *ex-officio*		X	X	X	X		
Barnhart-26 (VC)				X	VC	X	
Brengle-28			X			X	
Christie-25			X				X
Cioffi-29		C	X		X		
Devost-30	X			X		X	
Dineen-26			VC			S	
Dodge-30			X			X	
Dwyer-25		VC		C	X		
Giroux-25	X	X	X				
Goldstein-30	VC	X		VC		C	
Ha-26				X			
Jerome-27		X		X			X
Lumbra-28 (C)					C	X	
McCree-26			C		X	X	
Ode-25				X			C
Pagano-27	X		X				
Pisanelli-28	X	X		X		X	
Priestley -29				X			X
Rogers-27				X			X
Scott, *ex officio*							
Smith-29	C		X		X		VC
Toleno-29			X				X
Toll-27 (S)	X		X		S		S
Young-25				X			X

C = chair; VC = vice chair; S = secretary

*annual election of officers in May

Appendix B

The University of Vermont and State Agriculture College Board of Trustees
Other Committees & Work Groups
Proposed 2024 Assignments – for approval 3/1/2024

	Ad Hoc Labor Advisory Group (5)	**Annual Review Sub-Cmte (5)**	**ad hoc Presidential Comprehensive Review Cmte (6)**	**Bond Work Group (3)**	**Board Governance Work Group (4)**	**Multipurpose Center Work Group (8)**
President	X					
Barnhart-26 (VC)	Leader	X	X			
Brengle-28						
Christie-25						
Cioffi-29					Leader	X
Devost-30						
Dineen-26	X			Leader		
Dodge-30						
Dwyer-25					X	X
Giroux-25			X			X
Goldstein-30		VC	X			
Ha-26						
Jerome-27	X					
Lumbra-28 (C)		C	Leader		Ex-officio	
McCree-26				X		X
Ode-25						
Pagano-27						Leader
Pisanelli-28		X	X			X
Priestley-29						
Rogers-27						
Scott, *ex officio*						
Smith-29	X				X	X
Toleno-29						
Toll-27 (S)			X	X		X
Young-25		X				

C = chair; VC = vice chair; S = secretary

AUDIT COMMITTEE

April 11, 2024

Resolution authorizing retention of external audit firm for the fiscal year (FY) 2024 mandatory annual audits

WHEREAS, on April 11, 2022 the Audit Committee recommended, and the Board of Trustees approved, authorizing the Vice President for Finance and Administration to enter into a contract with KPMG, LLP to obtain external audit services to conduct the annual financial statement audit and other related audits of the university for five consecutive years during the period April 1, 2022, through March 31, 2027, at a total contract price not to exceed $2,160,000, with continuation of said contract subject to an annual performance review by the Audit Committee; and

WHEREAS, the Audit Committee recommends retention of KPMG, LLP for the FY 2024 mandatory audits;

BE IT RESOLVED, that the annual audit shall be conducted in compliance with the requirements of the University Bylaws and state and federal law.

EXECUTIVE COMMITTEE

April 15, 2024

Resolution approving an additional meal plan rate for fiscal year 2025

BE IT RESOLVED, that the Executive Committee hereby approves an additional meal plan rate for the 2024-2025 academic year as follows:

All Access Plus Plan $4,972

Resolution approving contract with ResourceFull Consulting, LLC

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to execute a contract with ResourceFull Consulting, LLC for professional consulting services beginning April 15, 2024, through February 28, 2027, for an amount not to exceed $275,000 in aggregate.

Resolution approving contract with University Health Plans

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into a contract with University Health Plans, Incorporated for student health insurance beginning August 1, 2024 through July 31, 2025, for an amount not to exceed $7,400,000.

CONSENT AGENDA

May 18, 2024

COMMITTEE OF THE WHOLE

1. **Resolution Disbanding the *ad hoc* Presidential Comprehensive Review Committee**

   WHEREAS, in October 2023, the Board of Trustees approved appointments to an *ad hoc* Presidential Comprehensive Review Committee to coordinate the review of the first five-year period of President Suresh Garimella's presidency; and

   WHEREAS, the *ad hoc* Committee was assisted by Dr. Carol Cartwright, an experienced consultant affiliated with the Association of Governing Boards, and the process has concluded;

   THEREFORE, BE IT RESOLVED, that the Board of Trustees hereby disbands the *ad hoc* Presidential Comprehensive Review Committee, with thanks to its members for their service, including: Chair Ron Lumbra, Cynthia Barnhart, Katelynn Giroux, Jodi Goldstein, Kristina Pisanelli, and Catherine Toll.

2. **Resolution Adopting Revisions to the University and University Officers' Manual**

   WHEREAS, Section 020 of the University and University Officers' Manual ("University Manual") calls for the Provost and Senior Vice President to periodically review the status of the University Manual; and

   WHEREAS, a comprehensive review of the University Manual has not been undertaken since its adoption in 2008; and

   WHEREAS, the University Manual was reviewed during the 2023-24 academic year in consultation with the Executive Council of the Faculty Senate and by persons or bodies having jurisdiction over particular matters in the University Manual; and

   WHEREAS, the comprehensive review revealed necessary revisions throughout the Manual including (1) minor updates to basic information that

has changed over time, (2) the need for the addition of weblinks to provide the most current information, and (3) material changes involving the introduction of new information or substantial changes to existing information; and

WHEREAS, the material changes to the University Manual are summarized in Appendix A;

BE IT RESOLVED, that the Board of Trustees hereby authorizes the revisions to the University Manual as reflected in Appendix B to this document.

BE IT FURTHER RESOLVED, that the administration and, in particular, the President, Provost, Treasurer, General Counsel and Chief Internal Auditor have an ongoing professional obligation to inform and update the Board of Trustees on all proposed and ongoing strategic initiatives, including planned real estate acquisitions and disposition, and any material threatened or pending risks.

EDUCATIONAL POLICY AND INSTITUTIONAL RESOURCES COMMITTEE

3. **Resolution approving the creation of a Certificate of Graduate Study in Semiconductor Engineering & Physics in the Graduate College in conjunction with the College of Engineering & Mathematical Sciences**

   BE IT RESOLVED, that the Board of Trustees approves the creation of a Certificate of Graduate Study in Semiconductor Engineering & Physics in the Graduate College in conjunction with the College of Engineering & Mathematical Sciences, as approved and advanced by the Provost and President on March 26, 2024.

4. **Resolution approving the creation of a micro-Certificate of Graduate Study in Scientific Computing in the Graduate College in conjunction with the College of Engineering & Mathematical Sciences**

   BE IT RESOLVED, that the Board of Trustees approves the creation of a micro-Certificate of Graduate Study in Scientific Computing in the Graduate College in conjunction with the College of Engineering & Mathematical Sciences, as approved and advanced by the Provost and President on March 26, 2024.

5. **Resolution approving the creation of a micro-Certificate of Graduate Study in Integrative Health and Wellness Coaching in the Graduate College in conjunction with the College of Nursing & Health Sciences**

   BE IT RESOLVED, that the Board of Trustees approves the creation of a micro-Certificate of Graduate Study in Integrative Health and Wellness Coaching in the Graduate College in conjunction with the College of Nursing & Health Sciences, as approved and advanced by the Provost on April 29, 2024 and President on April 30, 2024.

6. **Resolution approving the creation of a Certificate of Graduate Study in Computer Science Education in the Graduate College in conjunction with the College of Education & Social Services**

   BE IT RESOLVED, that the Board of Trustees approves the creation of a Certificate of Graduate Study in Computer Science Education in the Graduate College in conjunction with the College of Education & Social Services, as approved and advanced by the Provost on April 29, 2024 and President on April 30, 2024.

7. **Resolution approving the creation of micro-Certificates of Graduate Study in Collaborative & Resiliency-Oriented Approaches; Community Schools; and Trauma-Response & Evidence-Based Practices in the Graduate College in conjunction with the College of Education & Social Services**

   BE IT RESOLVED, that the Board of Trustees approves the creation of a micro-Certificates of Graduate Study in Collaborative & Resiliency-Oriented Approaches; Community Schools; and Trauma-Response & Evidence-Based Practices in the Graduate College in conjunction with the College of Education & Social Services, as approved and advanced by the Provost and President on May 16, 2024.

8. **Resolution approving the creation of a Minor in Education Studies in the College of Education & Social Services**

   BE IT RESOLVED, that the Board of Trustees approves the creation of a minor in Education Studies in the College of Education & Social Services, as approved and advanced by the Provost and President on May 16, 2024.

9. **Resolution approving the termination of the Master of Educational Studies in the College of Education and Social Services in conjunction with the Graduate College**

   BE IT RESOLVED, that the Board of Trustees approves the termination of the Master of Educational Studies in the College of Education and Social Services in conjunction with the Graduate College, as approved and advanced by the Provost and President on May 16, 2024.

10. **Resolution approving the establishment of the Water Resources Institute**

    WHEREAS, in 2021 the Office of the Vice President for Research sought to identify transformative research ideas at the University of Vermont and a Water Resources proposal emerged as a transformative research idea; and

    WHEREAS, over the last year the project leaders have socialized the idea of a Water Resources Institute within the UVM community, gathered strong momentum, secured funds, established a leadership team, and developed a proposal to establish a university-wide Institute; and

    WHEREAS, the Water Resources Institute will facilitate an innovative network of programs, researchers, partners, facilities, and services to build a nationally-recognized center at the forefront of interdisciplinary water-related research, innovation, education and community outreach; and

    WHEREAS, the Water Resources Institute will offer opportunities to enhance student success through engagement in research and career training, aligns with our land-grant mission to serve society, and positions UVM to contribute nationally and globally to society's pressing water management and water justice challenges; and

    WHEREAS, the Faculty Senate; Provost Prelock; and President Garimella have endorsed the creation of the Water Resources Institute;

    BE IT RESOLVED, that the Board of Trustees approves the establishment of the Water Resources Institute at the University of Vermont.

BUDGET, FINANCE & INVESTMENT COMMITTEE

11. **Resolution approving amendments to the Budget, Finance & Investment Committee charge**

    BE IT RESOLVED, that the Board of Trustees hereby approves amendments to the Budget, Finance & Investment Committee charge appearing as Appendix C to this document.

12. **Resolution to reaffirm the Investment of Endowment Cash Policy**

    WHEREAS, on May 18, 2019, the Board of Trustees adopted the *Investment of Endowment Cash Policy* as follows:

    > BE IT RESOLVED, that the Vice President for Finance and Treasurer be authorized to invest and withdraw Endowment cash in a money market or a short-term bond fund to maximize investment return and meet Endowment needs; and

    BE IT RESOLVED, that the Budget, Finance & Investment Committee hereby recommends that the Board of Trustees reaffirms the Investment of Endowment Cash Policy.

Adopted by:	*Board of Trustees – May 18, 2019*
Reaffirmed by:	*Board of Trustees – May 15, 2020*
Reaffirmed by:	*Board of Trustees – June 4, 2021*
Reaffirmed by:	*Board of Trustees – May 21, 2022*
Reaffirmed by:	*Board of Trustees – May 20, 2023*
Reaffirmed by:	*Board of Trustees – May 18, 2024*

13. **Resolution approving revision to the Energy Efficiency (Green) Revolving Loan Fund**

    WHEREAS, on February 3, 2012, the Board authorized the administration to create an energy efficiency revolving loan fund in order to reduce energy costs and UVM's carbon output, and authorized the Vice President for Finance to draw from existing liquid assets up to $13 million to create an energy efficiency revolving loan fund;

    WHEREAS, on October 17, 2014, the Board approved revisions to the energy efficiency loan fund to eliminate the requirement that project savings be

used to return 5% interest to the general fund and that loans must be backed by encumbering other University unrestricted net assets:

NOW, THEREFORE BE IT RESOLVED, that the Board hereby approves amendments to the Energy Efficiency (Green) Revolving Loan Fund to extend the maximum payback period from 7 to 15 years to expand the scope of qualifying projects as explained in Appendix D to this document.

UVM BOARD

14. **Resolution approving the Wilbur Trust Fund annual report**

BE IT RESOLVED, that the University of Vermont Board hereby approves the Wilbur Trust Fund annual report, appearing as Appendix E to this document.

Office of the Provost
and Senior Vice President

TO: Suresh Garimella, President

FROM: Patricia A. Prelock, Provost and Senior Vice President

DATE: May 2, 2024

SUBJECT: University Manual Revisions

In 2008, the University of Vermont Board of Trustees approved the retirement of the Officers' Handbook and the establishment of the University and University Officers' Manual ("University Manual"). Section 020 of the University Manual calls on the Provost and Senior Vice President to "…periodically review the status of the University Manual and consult with the Executive Council of the Faculty Senate to ensure that proposed revisions to the University Manual are undertaken by persons or bodies having jurisdiction over such matters under governance requirements."

During the 2023-24 academic year, a working group[1] conducted a comprehensive review of the University Manual. The review process included consultation with (1) subject matter experts for each Manual section, (2) the deans regarding proposed revisions with material academic unit impact, and (3) the Faculty Senate Executive Council which was provided with all proposed line edits. On behalf of the Executive Council, Faculty Senate President Thomas Borchert attended several committee meetings to share valuable feedback that helped refine edits in a number of cases.

The Manual edits can be characterized as follows:

- Minor – updates to titles, office names, other basic information that has changed over time, and modest clarifications and simplifications
- Website Links – to provide the most current and accurate information, a link to a more definitive source was substituted for Manual text in some places; this occurred most often where institutional policies that are housed, updated, and archived on the University Policy website were cited
- Material – the introduction of new information or substantial changes to existing information

Additionally, some changes required adjustments to section numbers.

The purpose of this memo is to provide a summary of proposed material changes to the University Manual.

[1] Working Group membership: Kerry Castano, Provost's Chief of Staff; Richard Cate, Vice President for Finance; Jonathan D'Amore, President's Chief of Staff; Jennifer Dickinson, Vice Provost for Academic Affairs and Student Success; Trent Klingerman, Vice President for Legal Affairs and General Counsel; Jane Okech, Vice Provost for Academic Affairs and Student Success; Patty Prelock, Provost and Senior Vice President.

Material Changes:

Section 020 (Revised Manual Section 020) – Adoption and Revision
Defined the intervals at which the University Manual shall be reviewed; a table (Attachment 1) was created to identify the "…persons or bodies having jurisdiction over each section of the University Manual."

Section 101 (Revised Manual Section 101) – Vision, Mission, and Strategic Goals
Strategic goals dating back to 2008 were replaced with President Garimella's strategic vision, Amplifying our Impact.

Section 202.1 - 202.6.3.2 (New Sections 202 – 206)
Introduced additional section numbers to increase clarity.

Sections 202.5.1, 203.2.2, 203.3.2 (Revised Manual Sections 205.1, 207.1.2, 207.2.2, 207.3.2)
Constitution and Bylaws
Clarified that revisions to governance group and advisory body[2] constitutions and bylaws require approval by the Board of Trustees.

202.6.3.1.d (Revised Manual Section 206.3.1.d) – Sponsored Research
Furthered the discussion of the conditions under which research involving proprietary or classified data/results may be undertaken.

203.1 – University Council
Deleted this section; the University Council no longer exists.

203.4 - Alumni Council
Deleted this section; the Alumni Council is now an advisory body of the University of Vermont Foundation.

New Section 207.2 – Graduate Student Senate
Added the Graduate Student Senate to the Advisory Body section of the University Manual.

204.3.2 (Revised Manual Section 208.3.2) – School
Established the distinction between a freestanding school (e.g., the Rubenstein School) and a school that is established within a college (e.g., the School of the Arts); clarified that schools may not establish departments.

204.4 (Revised Manual Section 208.4) – Academic Programs
Clarified that the term Academic Programs as used in the Manual refers to an organizational unit; not a curriculum, major, concentration, or other academic credential; clarified that primary faculty appointments are granted only in Academic Programs within a Department or School, not those Academic Programs reporting directly to a Dean.

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[2] Faculty Senate, Staff Council, Student Government Association, Graduate Student Senate

204.4.2 – Certificate Programs
Eliminated this section which was not relevant to Section 204: Academic Unit Structure.

204.5 (Revised Manual Section 208.5) – Academic Centers and Institutes
Defined academic centers and institutes; defined the characteristics and governance processes for university-wide academic centers and institutes; defined the characteristics and governance processes for college/school-level academic centers and institutes.

204.7.1 (Revised Manual Section 208.7.1) – UVM Extension Description
Replaced UVM Extension's generic definition as an "enrollment unit" with the clarification that Extension does not offer undergraduate or graduate degree programs, majors, minors or for-credit certificates, and does not independently offer credit-bearing courses.

204.8.1 (Revised Manual Section 208.8.1) Graduate College Description
Replaced the Graduate College's generic definition as an "enrollment unit" with the clarification that the Graduate College offers credit-bearing graduate instruction and graduate certificate and degree programs in cooperation with colleges/schools and as the host unit for cross-college graduate degree programs and certificates.

204.9.1 (Revised Manual Section 208.9.1) Larner College of Medicine Description (LCOM)
Replaced LCOM's generic definition as an "enrollment unit" with the clarification that the Larner College of Medicine offers medical, graduate, and undergraduate credit-bearing instruction as well as undergraduate minors and for-credit certificates, and graduate programs and for-credit certificates in addition to the medical doctor program.

204.10.1 (Revised Manual Section 208.10.1) Professional and Continuing Education Description (PACE)
Replaced PACE's generic definition as an "enrollment unit" with the clarification that PACE has responsibility for the coordination and administration of non-credit courses and certificates and for credit-bearing courses, certificates, and degree programs in consultation and cooperation with the Deans of the academic units.

204.11.1 (Revised Manual Section 208.11.1) Department of Military Studies – Description
Modified the Military Studies definition to allow for the offering of the credit-bearing curriculum in military studies, and military studies-related degree programs or credentials only in cooperation with a college/school.

204.12.1 (Revised Manual Section 208.12.1) University Libraries Description
Updated the description and clarified that the libraries do not offer credit-bearing instruction or offer degree programs or credentials.

204.13 (Revised Manual Section 208.13.1) Fleming Museum Description and Director

Updated the description and clarified that the Fleming does not offer credit-bearing instruction or offer degree programs or credentials; revised the reporting line of the Museum Director to the Director of the School of the Arts in the College of Arts and Sciences.

301.3 (Revised Manual Section 301.3) Authority and Responsibilities of Deans
Clarified that the Dean determines the overall organizational structure of a college or school following the application of appropriate governance protocols in the college/school and Faculty Senate.

301.4.3 (Revised Manual Section 301.4.3) and 303.1.6 (New Section 303.1.6.c) Periodic Comprehensive Review of Deans and Chairs
Removed the provision that the Executive Council of the Faculty Senate shall monitor the Dean and Chair review process every three years (this has not occurred).

301.5 Termination of Decanal Appointments
This section has been eliminated. Its contents are now included in new Section 204 and are consistent with the Board of Trustees amendments approved June 29, 2020.

302.2 (Revised Manual Section 302.2) College and School Self-Governance
Modified the interval and process for the review of College, School, Libraries or Extension bylaws.

New Sections 304, 305, 306, 307, 308
New sections created to define new and/or absent organizational units or leadership roles including School Directors, Academic Program Directors, Center and Institute Directors, Associate Deans, and Academic Vice Provosts.

400 – University Officers; Vice Presidents and Other Officers of Administration
Section 400 has been eliminated. The information on Senior Administrators has been incorporated into Section 204 of the Manual.

UNIVERSITY AND UNIVERSITY OFFICERS' MANUAL

Office of the Provost and Senior Vice President
University of Vermont

Updated May 2, 2024

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PREFACE

UNIVERSITY IDENTITY

University Name and Status
The official name of the institution is The University of Vermont and State Agricultural College. The Latin name, *Universitas Viridis Montis*, is the source of the popular abbreviation "UVM." Pursuant to Charter amendments adopted by the state legislature in 1955, the University of Vermont and State Agricultural College ("University") is a body corporate that shall be "recognized and utilized as an instrumentality of the state for providing public higher education." The University is also a tax-exempt organization under section 501(c)(3) of the Internal Revenue Code and a nonprofit corporation incorporated and registered to do business in the State of Vermont.

University Motto
The motto of the University, "*Studiis et Rebus Honestis*," selected before the University's first graduation in 1804, comes from the *Epistles* (I.ii.36) of Horace and may be freely translated as "Integrity in Theoretical and Practical Pursuits."

University Seal
The University first adopted an official seal in 1807. The seal depicts the sun rising over the Green Mountains with the original "college edifice" (now the remodeled Old Mill) in the upper foreground, and a diagram of the Pythagorean Theorem, a quadrant, and a globe in the lower foreground. The outer ring of the oval includes the motto "Universitas V. Montis. A.D. 1791." "Collegiumque Agriculturae" in an inner ring notes the establishment of the College of Agriculture in 1865. From 1891 until 1975, the original seal was replaced with a round seal developed to include the College of Agriculture. In 1975, the University Board of Trustees approved a return to the original oval seal, modified to include the College of Agriculture representation within the inner ring of the oval.

University Colors
The colors of the University are green and gold.

University Mascot
The mascot of the University is the Catamount.

University Mace
The mace is the symbol of the authority of the Board of Trustees as vested in the President. It resides in the Office of the President and is carried by the Faculty Senate President, who serves *ex officio* as the University Marshal, at the head of official academic processions.

University Registered Marks
Registered trademarks identifying the University and its programs, services, and activities are the property of the University, protected under state and federal trademark law. For information

regarding marks registered to the University and use of University trademarks, see the University Board of Trustees' Policy Manual and the University Trademarks Policy.

PART 000 UNIVERSITY MANUAL

010 Description

The University and University Officers' Manual ("University Manual") compiles certain policies regarding the governance, structure, and administration of the institution. Additional institutional policies appear on the University policies webpage and in catalog statements; college, school and departmental policies, standards, and guidelines; employee handbooks; collective bargaining agreements applicable to represented faculty, staff and graduate students (upon ratification). Questions regarding interpretation and implementation of the University Manual may be directed to the Office of the Provost and Senior Vice President, 85 South Prospect Street, 304 Waterman Building, Burlington, VT 05405-0160, (802) 656-4400, Provost.Office@uvm.edu.

020 Adoption and Revision

The University Manual shall be maintained by the Office of the Provost and Senior Vice President. Its provisions may be revised by persons or bodies having jurisdiction over such matters under governance requirements in accordance with the governance principles and protocols set forth in the University Charter, the University Bylaws, the resolutions of the Board of Trustees, and the Faculty Senate Constitution and Bylaws. For the sake of clarity, this chart *(add link)* reflects the "persons or bodies having jurisdiction over each section of the University Manual.

The Office of the Provost shall review the University Manual annually to ensure its proper functioning and accurate collection of the policies it aggregates. In addition, the Office of the Provost shall convene a comprehensive review of the University Manual every five years in consultation with the Executive Council of the Faculty Senate to ensure that the University Manual reflects best practices and current university governance principles and protocols.

030 Conformance

030.1 Applicable Law
The University Manual shall be interpreted and applied in a manner consistent with federal and state law including, without limitation, state labor relations law.

030.2 Rule of Precedence
Except as otherwise stated in the University Manual or as required by law, the following descending order of precedence shall apply in the event of conflicts between policies, standards, procedures, or guidelines: University Charter; University Bylaws; Board of Trustees' resolutions; University policies, including the provisions of this Manual and legislation of the Faculty Senate; college or school policies; departmental policies. In addition, University faculty and staff may be subject to the provisions of handbooks or collective bargaining agreements, and the provisions of such agreements shall prevail in the event of a conflict with provisions of the University Manual.

PART 100 UNIVERSITY COMMUNITY

Note: The following University community statements are non-exclusive. See section 010 for a listing of other institutional policy statements.

101 Vision, Mission, and Strategic Goals

The University of Vermont's vision and mission were approved by the Faculty Senate on May 15, 2008, and the Board of Trustees on September 5, 2008.

Vision: To be among the nation's premier research universities with a comprehensive commitment to a liberal arts education, environment, health, and public service.

Mission: To create, evaluate, share, and apply knowledge and to prepare students to be accountable leaders who will bring to their work dedication to the global community, a grasp of complexity, effective problem-solving and communication skills, and an enduring commitment to learning and ethical conduct.

Amplifying Our Impact, President Garimella's strategic vision for the University of Vermont, was approved by the Board of Trustees on May 15, 2020.

102 Our Common Ground

The University of Vermont is an educationally purposeful community seeking to prepare students to live in a diverse and changing world.

We who work, live, study, teach, do research, conduct business, or participate in the University of Vermont are members of this community. As members, we believe in the transforming power of education and agree to help create and foster an environment where we can discover and reach our true potential.

We aspire to be a community that values:

RESPECT. We respect each other. We listen to each other, encourage each other and care about each other. We are strengthened by our diverse perspectives.

INTEGRITY. We value fairness, straightforward conduct, adherence to the facts, and sincerity. We acknowledge when things have not turned out the way we had hoped. As stewards of the University of Vermont, we are honest and ethical in all responsibilities entrusted to us.

INNOVATION. We want to be at the forefront of change and believe that the best way to lead is to learn from our successes and mistakes and continue to grow. We are forward-looking and break new ground in addressing important community and societal needs.

OPENNESS. We encourage the open exchange of information and ideas from all quarters of the community. We believe that through collaboration and participation, each of us has an important role in determining the direction and well-being of our community.

JUSTICE. As a just community, we unite against all forms of injustice, including, but not limited to, racism. We reject bigotry, oppression, degradation, and harassment, and we challenge injustice toward any member of our community.

RESPONSIBILITY. We are personally and collectively responsible for our words and deeds. We stand together to uphold our common ground.

103 Academic Freedom

The Faculty Senate first adopted the University's statement on academic freedom on September 23, 1954, and it was approved by the Board of Trustees on October 16, 1954. The statement was revised and adopted by the Faculty Senate on November 20, 2008, and approved by the Board of Trustees on February 7, 2009. This statement was adopted by the Faculty Senate on May 18, 2023, and approved by the Board of Trustees on May 20, 2023.

Academic Freedom and Responsibility
We, the faculty of The University of Vermont and State Agricultural College, in the spirit and tradition of free universities throughout the world, are agreed upon the following statement of principles on academic freedom and responsibility. We believe that incorporation of these principles into the organization of The University of Vermont and State Agricultural College will re-emphasize the importance of academic freedom to the basic health of the University, and also serve as a statement of policy on the rights and responsibilities of faculty members at this institution. It has been our intent to state these principles in terms broad enough so that they may be valid not only in these critical times when academic freedom and personal liberty are in jeopardy both at home and abroad, but also in the future insofar as the future can be foreseen.

The Necessity of Academic Freedom in Higher Education
The main purpose of a university has always been, must always be, to stimulate the thinking and

the creative powers of its students and its faculty. As an institution it deals in ideas, not only old and accepted ones but new ones that may be full of explosive power. If they are explosive, they are bound to be disconcerting, even painful, to some on the campus and to many beyond its borders.

Inevitably they will be called dangerous by the timid and short-sighted, but to those who really believe in the fruitfulness of human thought, the real danger would appear only if the flow of such ideas should cease. For then indeed sterility would have taken over our campus. Our faculty would no longer deserve the name of intellectuals and our students, regardless of degrees attained, could no longer claim to be educated. They would leave our campus accustomed only to the commonplace, satisfied with the mediocre, ignorant or afraid of ideas which catch fire.

Academic freedom is therefore not solely a right or privilege of the faculty but is the fulfillment of the obligation on the part of the university to provide an atmosphere in which intellectual growth may take place.

Academic Freedom and Special Responsibilities of Faculty Members
We subscribe to the 1940 Statement of Principles on Academic Freedom and the 1970 Interpretive Comments of the American Association of University Professors which provides:

a. Faculty are entitled to full freedom in research and in the publication of the results, subject to the adequate performance of their other academic duties; but research for pecuniary return should be based upon an understanding with the authorities of the university.

b. Faculty are entitled to freedom in the classroom in discussing their subject, but they should be careful not to introduce into their teaching controversial matter which has no relation to their subject. The intent of this statement is not to discourage what is "controversial." Controversy is at the heart of the free academic inquiry which the entire statement is designed to foster.

c. Faculty are citizens, members of a learned profession, and officers of the University. When they speak or write as citizens, they should be free from institutional censorship or discipline, but their special position in the community imposes special obligations. As scholars and educational officers, they should remember that the public may judge their profession and their institution by their utterances. Hence, they should at all times be accurate, should exercise appropriate restraint, should show respect for the opinions of others, and should make every effort to indicate that they are not speaking for the University.

We also subscribe to the 2014 report of the American Association of University Professors on Academic Freedom and Electronic Communication which provides:

a. Academic freedom, free inquiry, and freedom of expression within the academic community may be limited to no greater extent in electronic format than they are in print, save for the most unusual situation where the very nature of the medium itself might warrant unusual restrictions.

In addition, there are recognized qualifications which must be attained and maintained before the privilege of being a member of the academic profession can be considered a permanent one: satisfactory performance as a teacher, scholarship, and high moral standards.

Responsibility of the Institution to the Faculty
The University must defend tenaciously the right of its members to think and express their thoughts freely and to make those choices within the law guaranteed to every citizen. This includes the right of dissent since any democratic institution ceases to merit the name democratic when this fundamental right is denied. Never is this duty more imperative than in those times when the public opinion of the community would restrain or curtail the free play of ideas. The universities, whose roots extend back into the centuries, have a tradition and duty to maintain an independence of judgment in the face of public opinion.

Academic Freedom and Tenure
Tenure is an indispensable pre-condition for academic freedom. It is, in fact, a guarantee that the institution subscribes to the principle of academic freedom, and that its members may not be dismissed without adequate cause. Termination of tenure should occur only in cases of *bona fide* financial exigency in the University or when it has been demonstrated that the teacher lacks professional or moral fitness or competence as a teacher.

In the interpretation and the application of these principles we shall expect the University authorities to be quick to protect its heritage of academic freedom, in doubtful cases remembering that an excess of freedom is always less dangerous than an excess of constraint.

104 Equal Employment Opportunity and Affirmative Action

The University is committed to equal employment opportunity and to a program of affirmative action in order to fulfill that commitment. The Chief Human Resources Officer is the Responsible Official for ensuring the University honors this commitment and maintains policies and procedures underlying the commitment in a manner consistent with all applicable laws and consistent with best practices. The University's Equal Employment Opportunity/Affirmative Action Policy is endorsed annually by the University's Board of Trustees. Any amendments to the policy must be approved by the President and the Board of Trustees. The current policy is available here.

105 Equal Opportunity in Educational Programs and Activities

The University is committed to a policy of equal educational opportunity. The Chief Human Resources Officer is the Responsible Official for ensuring the University honors this commitment and maintains policies and procedures underlying the commitment in a manner consistent with all applicable laws and consistent with best practices. The University's Equal Employment Opportunity in Educational Programs and Activities and Non-Harassment Policy is

endorsed annually by the University's Board of Trustees. Any amendments to the policy must be approved by the President and the Board of Trustees. The current policy is available here.

106 Conflict of Interest and Conflict of Commitment Policy

University faculty, staff, and administrators ("employees") are employed by the institution in service to its mission. To this end, employees must avoid ethical, legal, and financial conflicts of interest and conflicts of commitment that may compromise their performance effectiveness in carrying out their University responsibilities.

The President is the Responsible Official for ensuring faculty and covered staff comply with their primary commitments to the University and, with the assistance of the Office of Compliance and Privacy and the Office of the General Counsel, maintains the University's Conflict of Interest and Conflict of Commitment Policy. Any amendments to the policy must be approved by the President. The current policy is available here.

PART 200 UNIVERSITY ORGANIZATION, GOVERNANCE, ADVISORY BODIES, AND STRUCTURE

201 Organization

The current University organizational chart may be found here.

202-206 Governance

202 Board of Trustees

202.1 Authority of the Board of Trustees
Under the 1955 amendments to the Charter of the University, its Board of Trustees is vested with authority over the "entire management and control" of the institution's "property and affairs, and in all things relating thereto." Reservations and delegations of Board of Trustees authority appear in the University Bylaws, Board of Trustees' resolutions, and the Faculty Senate Constitution and Bylaws.

202.2 Composition of the Board of Trustees
The membership of the Board of Trustees is comprised of:

a. The Governor. The Governor of the State (*ex officio*).

b. The President. The President of the University (*ex officio*).

c. The UVM Board. Nine Members elected by the Board of Trustees for the institution founded in 1791 (known as The University of Vermont), with three such Trustees elected each biennium in the even years, these nine Trustees also comprising the Board of Trustees of The University of Vermont.

d. The Agricultural College Board. Nine Members elected by the General Assembly of the State of Vermont, with three such Trustees being elected each biennium in the odd years, these nine Trustees also comprising the Board of Trustees of the Vermont Agricultural College.

e. The Gubernatorial Appointees. Three Members appointed by the Governor with the consent of the Senate of the General Assembly of the State of Vermont, one such Trustee being appointed each biennium in the odd years.

f. The Student Members. Two Members appointed by the Associated Directors for the Appointment of the University of Vermont and State Agricultural College Student Trustees, Inc.

203 Appointment of University Officers

The Board of Trustees has the authority to appoint Officers of the University pursuant to the University Bylaws, including the President, Provost, Treasurer and such other officers as the Board of Trustees may determine.

203.1 President

203.1.1 Appointment and Accountability

The President is appointed by, and accountable to, the Board of Trustees, as further specified in the University Bylaws.

203.1.2 Authority and Responsibilities

The authority and responsibilities of the President are specified in the University Bylaws and generally include:

a. Establishing and overseeing the accomplishment of the basic academic, operational, and developmental objectives of the institution, including planning processes necessary to formulate and execute such objectives, consistent with the strategic direction set by the Board of Trustees;

b. Adopting general University policies, subject to the rights vested in the Faculty Senate as stated in its Constitution and Bylaws;

c. Approving and presenting for approval by the Board of Trustees the University annual budget, including state appropriations requests;

d. Submitting appropriations requests to the Governor and the Legislature of the State of Vermont, and making such reports on institutional operations as may properly be required or requested by the State;

e. Representing the University in the community and the State; before the Vermont Congressional delegation; among government officials and agencies; and before other educational institutions, professional organizations, alumni, parents, friends, and donors;

f. Serving as a formal medium of communication between the Board of Trustees and the University faculty, students, and staff;

g. Deciding jurisdictional questions arising among bodies or programs within the University;

h. Except as specifically reserved to the Board of Trustees, the President may delegate authority to a Provost and Senior Vice President and may appoint and delegate authority to Vice Presidents and Chief Officers ("Senior Administrators") as necessary to efficiently and effectively conduct the administrative and academic affairs of the University; and

i. The President may award the "*emeriti"* honorific to the Provost or to Senior Administrators consistent with the terms and conditions of the University policy on emeriti status.

203.1.3 Search Committee for the President

After an incumbent President announces his or her impending resignation or retirement, or when the office is vacated without prior notice, the Board of Trustees shall promptly establish and appoint a presidential search committee advisory to the Board of Trustees. The committee shall consist of trustees, faculty, students, staff, and such other persons as the Board of the Trustees chooses to appoint. There shall be no fewer than two students on the committee, chosen by the Board Chair following consultation with the Provost from a list proposed by the Student Government Association. There shall be no fewer than four faculty members. The procedure for selecting the faculty appointees begins with the election of a panel, on a representative basis, the faculty of each college or school to elect at least one panel member. A college or school with a faculty numbering over 100 shall elect an additional panel member for each hundred faculty members in excess of 100. The panel shall elect those of its members who are to serve on the search committee, and the other panel members will participate in on-campus interviews with candidates. The student and faculty appointees shall be designated in accordance with the timetable the Board Chair establishes. The Board Chair, or his/her designee, will charge the search committee and oversee the recruitment process. The Board of Trustees shall select and appoint a President following consideration of the recommendations of the search committee.

203.2 Provost

203.2.1 Appointment and Accountability

The Provost is initially appointed and thereafter elected annually by the Board of Trustees

upon recommendation of the President. The Provost serves under the direction of the President, who will appoint the Provost as the Senior Vice President of the University. The Provost shall be subject to annual performance review conducted by the President and the periodic performance review processes applicable to senior administrative officers.

203.2.2 Authority and Responsibilities
The Provost serves as the Chief Academic Officer of the University. The Provost works with the Deans of the academic units in overseeing the implementation and administration of curricular and research programs and related academic and information support services, including their associated budgets; encouraging faculty in their professional development and in promoting and supporting research; and monitoring and certifying the status of students enrolled in academic programs. The Provost assists in recruiting faculty members and, through customary reappointment, promotion, and tenure processes, in effecting changes in faculty status. With the Faculty Senate, the Provost initiates academic program development, implementation, and changes consistent with institutional mission, strategic plans, and accreditation standards. Through the Dean or Director of the University Libraries, the Provost oversees the policies and operations of the Libraries. Except as specifically reserved to the Board of Trustees and subject to the oversight and approval of the President, the Provost may appoint and delegate authority to Academic Vice Provosts, Administrative Vice Provosts, and Deans ("Academic Leaders") as necessary to efficiently and effectively conduct the administrative, student, faculty and academic affairs of the University. The Provost may award the "*emeriti"* honorific to Academic Leaders consistent with the terms and conditions of the University policy on emeriti status.

203.2.3 Search Committee for the Provost
After an incumbent Provost announces his or her impending resignation or retirement, or when the office is vacated without prior notice, the President shall promptly establish a provostial search committee advisory to the President. The committee shall consist of faculty and students nominated in the numbers and manner described in section 203.1.3, and such faculty, students, staff, or other persons as the President chooses to appoint. The student and faculty appointees shall be designated in accordance with the timetable the President establishes. The President, or his/her designee, will charge the search committee and oversee the recruitment process. The Provost shall be appointed by the Board of Trustees upon recommendation of the President and following consideration by the President of the recommendations of the search committee.

204 Senior Administrators and Academic Leaders

Consistent with Sections 203.1.2.h and 203.2.2 of the University Manual, the President may appoint and delegate authority to Senior Administrators (Chief Officers and Vice Presidents) and the Provost & Senior Vice President may appoint and delegate authority to Academic Leaders (Academic Vice Provosts, Administrative Vice Provosts, and Deans).

204.1 Appointment
The President or the Provost & Senior Vice President shall, with respect to each Senior

Administrator or Academic Leader they respectively appoint, set forth in writing the responsibilities of the Senior Administrator and Academic Leader, as well as all material terms and conditions of the appointment, including starting salary and applicable benefits policies and plans and the circumstances under which the appointment may be terminated (for example, at the discretion of the President or Provost & Senior Vice President) at the time of the initial appointment. In cases in which an Academic Leader's appointment or termination thereof is governed by Section 300 of the University Manual, the appointment letter shall make reference to that Section.

The initial appointment letter shall also identify any additional or secondary appointments and any base salary associated with a secondary appointment. A faculty member who serves as a Senior Administrator or Academic Leader shall retain any rank and tenure they have earned at the time of their administrative appointment together with all rights and privileges that attend with their rank and tenure.

Following initial appointment, Senior Administrators and Academic Leaders are subject to annual reappointment consideration.

204.2 Evaluation

The President, the Provost & Senior Vice President, or their respective designees shall conduct an annual performance review of each Senior Administrator or Academic Leader. Senior Administrators and Academic Leaders are also subject to a third-year review, and other periodic comprehensive reviews as described in Section 300 of the University Manual or the University's Policy for the Review and Evaluation of Senior Administrators.

204.3 Appointment Termination

Except as provided in the University Bylaws, Senior Administrator and Academic Leader appointments terminate through resignation, non-reappointment, or termination with notice or for cause. Upon termination of a Senior Administrator or Academic Leader appointment, any accrued but unused vacation up to 270 hours will be paid within thirty days of the last day of service except in cases where the Senior Administrator or Academic Leader assumes a university appointment in which vacation accrues, in which case vacation will be carried over.

204.3.1 Resignation

Resignation must be made in writing to the official to whom the Senior Administrator or Academic Leader reports ("supervisor"). The resignation shall take effect upon a date and terms memorialized in writing and mutually agreed by the Senior Administrator or Academic Leader and the supervisor.

204.3.2 Notice of Non-Reappointment

A Senior Administrator or Academic Leader will be considered for re-appointment annually after the initial appointment. The supervisor may give the Senior Administrator or Academic Leader notice of non-reappointment at any time during an appointment (fiscal) year in progress relative to the following (fiscal) year. The non-reappointment may be based upon job performance or reasonably derived strategic, programmatic, administrative, or budgetary reasons. Notice of non-reappointment shall be given in writing.

204.3.3 Termination of Appointment with Notice
The appointment of a Senior Administrator or Academic Leader may be terminated at any time upon two months' notice. At the discretion of the supervisor, the Senior Administrator or Academic Leader may be relieved of duties during all or part of the notice period.

The supervisor can enlarge the amount of notice, or provide severance pay, only with advance consent of the President, who in turn must confer with the Chair of the Board of Trustees, or the Board of Trustees if the supervisor is the President.

204.3.4 Termination for Cause
A Senior Administrator or Academic Leader may be terminated for serious nonfeasance or malfeasance, including without limitation violations of University policy or law relevant to fitness as a Senior Administrator or Academic Leader, insubordination, falsification of records, or grossly negligent acts or omissions in the performance of duties. Any allegations of serious malfeasance or nonfeasance shall be referred to, or initiated by, the Senior Supervising Officer. For purposes of this provision, the Provost & Senior Vice President shall be the Senior Supervising Officer. If, after consideration of the nature of the charges and any preliminary supporting evidence, the Senior Supervising Officer concludes that the conduct, if proved, would constitute a basis for termination, the procedures below will apply.

a. Notice of Charges. The Senior Supervising Officer will promptly issue the Senior Administrator or Academic Leader written notice of charges and a summary of the preliminary supporting evidence, and provide the Senior Administrator or Academic Leader with an opportunity to respond within a specified time to the charges in a meeting and in writing. If the Senior Supervising Officer determines that it would be in the best interests of the University for the Senior Administrator or Academic Leader to be placed on paid administrative leave pending the results of an investigation, in the absence of extenuating circumstances the leave will be instituted with written notice to the Senior Administrator or Academic Leader immediately following provision of the opportunity to respond to the charges.

b. Investigation. The Senior Supervising Officer will promptly commence an investigation responsive in nature and scope to the pending charges. If an investigative procedure otherwise relevant to the charges applies (such as those relating to investigative audits or discrimination complaints), the Senior Supervising Officer will request initiation of such process and await its findings and recommendations. The investigation will be completed within twenty business days except in extenuating circumstances, in which latter case the Senior Supervising Officer will advise the Senior Administrator or Academic Leader in writing of the delay and the revised date for completion of the investigation.

c. Notice of Decision. After the investigation is complete, the senior supervising officer will in writing convey its results to the Senior Administrator or Academic Leader, who will be given an opportunity to respond to the Senior Supervising Officer in writing within ten business days. The Senior Supervising Officer will issue a final written decision within twenty business days of receipt of the written response to the investigative report or within

twenty business days following expiration of the response period if no response is submitted. The Senior Supervising Officer's decision shall include a reiteration of the charges; a ruling on the charges, including a summary of the supporting evidence and statement of rationale for the decision; if the decision is to terminate the appointment, the effective date of termination; and the appeal process, including the filing deadline.

d. Appeal of Decision; Final Decision. The Senior Administrator or Academic Leader may appeal to the President within ten business days following issuance of the senior supervising officer's decision. The appeal is made by the Senior Administrator or Academic Leader filing with the President a notice of appeal and an explanation of the basis for the appeal. If an appeal is filed, the President will issue a final written decision within twenty business days of receipt of the appeal, a copy of which will be sent to the senior supervising officer. If the Senior Administrator or Academic Leader does not appeal within the required time frame, or does not obtain from the President an extension of time within which to appeal for reasonable cause shown, the decision of the senior supervising officer shall be final. Compensation associated with the Senior Administrator or Academic Leader appointment shall end as of the effective date of termination. Termination of the administrative appointment does not affect secondary faculty appointment status unless such status is suspended or terminated under procedures otherwise applicable to faculty appointments.

e. Faculty Appointment. A Senior Administrator or Academic Leader who is terminated for cause and who has a preexisting right to assume or resume a faculty appointment may resume their faculty appointment may do so after the administrative appointment ends notwithstanding a termination for cause of the administrative appointment, unless the faculty status is itself affected under procedures applicable to faculty appointments. This election must be made in writing to the Provost, with a copy to the Dean and Academic Department Chair, within thirty calendar days of notice of termination for cause. Duties associated with the faculty appointment shall resume immediately. A Senior Administrator or Academic Leader who is terminated for cause and is returning to the faculty will not receive a paid administrative leave prior to assuming or resuming their faculty duties, but may be on unpaid leave from the effective date of termination as a Senior Administrator or Academic Leader until the date the faculty position commences.

204.4 Assumption or Resumption of Faculty Appointment

A Senior Administrator or Academic Leader who receives notice of non-reappointment or who resigns the appointment, and who has a preexisting right to assume or resume a faculty appointment may do so after the administrator appointment ends. This election must be made in writing to the President and Provost, with a copy to the Dean and Academic Department Chair where appropriate, within thirty calendar days of issuance of the notice of non-reappointment or submission of a notice of resignation. The faculty salary shall be determined by the Provost in accordance with established procedures and consistent with section 204.1 and/or section 300 of the University Manual. In cases of resignation or non-reappointment, the faculty salary and term will become effective once the administrative appointment ends. In cases of appointment termination, the faculty salary and term will become effective upon the conclusion of the two-month notice period. Duties associated with the faculty appointment shall be assigned by the

Department Chair in consultation with the Dean. Faculty duties will begin immediately, unless the Senior Administrator or Academic Leader has been granted a leave of absence to prepare for the assumption of resumption of duties as a faculty member. A recipient of a leave of absence to prepare for the assumption or resumption of duties as a faculty member will be required to return to the University and serve at least one full academic semester following the administrative leave. Failure to fulfill this obligation shall require the full and immediate repayment of salary and benefits received from the University while on administrative leave.

205 Faculty Senate

Subject to the reserved powers of the Board of Trustees and the President, the Faculty Senate is responsible in cooperation with the Provost for the review and establishment of policy with respect to matters specified in the Faculty Senate Constitution and Bylaws. In particular, "[t]he administration and the Faculty Senate of the University of Vermont share responsibility for the effective management of the academic affairs of the University. Authority in matters related to the academic mission of the University is vested in the Faculty by the Board of Trustees. This authority is exercised in the Faculty Senate by elected senators with voting privileges and by committees authorized to act on their behalf." Faculty Senate Constitution and Bylaws, *Preamble.* In addition, the Faculty Senate advises on those matters specified in the Faculty Senate Constitution and Bylaws.

205.1 Faculty Senate Constitution and Bylaws

Faculty Senate authority, responsibilities, and self-governance protocols shall be memorialized in a Constitution and Bylaws approved pursuant to Faculty Senate governance requirements and applied by the Faculty Senate in a manner consistent with its delegated powers. The Board of Trustees approves changes to governance group constitutions and bylaws.

205.2 Conformance with State Law

The authority of the Faculty Senate shall be exercised in a manner consistent with governing law and the rights and obligations of the University as well as the rights and obligations of faculty represented by labor organizations certified under state labor relations law.

206 University Faculty

206.1 Faculty Appointments

The University faculty consists of persons holding such titles and rank as the University may establish through customary processes in the Colleges, Schools, and other academic units of the University, and includes the President of the University, the Provost, and Deans. Faculty appointments shall be initially made by the Provost upon recommendation of the Dean of the College or School, following the initial recommendation by the unit supervisor to the Dean. All faculty must have a primary appointment in a Department or in an Academic Program as defined in section 208.4 or in Libraries or Extension. Matters affecting faculty appointments and conditions of employment, including without limitation salary and benefits, reappointments, leaves,

promotion, tenure, appointment terminations, reinstatements, retirement, and other changes in status, shall be set forth in and governed by the documents applicable to their appointment status, as referenced in this University Manual and as may appear in the Appendices to this Manual.

206.2 Authority of the Faculty

Under the authority of the Board of Trustees, the University faculty is empowered to establish policy with respect to academic freedom; curriculum; general admission standards and prerequisites; requirements for certificates and degrees; regulations regarding attendance, examinations, grading, scholastic standing, honors, and the academic calendar; teaching quality; criteria for positions accorded academic rank; and other matters referred to it by the Board of Trustees, the President, or the faculty of a College, School, or Department. It is also charged with participating in the formulation of policy with regard to a broad range of other University activities. The areas and methods of faculty participation, and the composition and functions of faculty committees, are set forth in the Faculty Senate Constitution and Bylaws.

206.3 Faculty Research

University policies on research and related activities are based on the philosophy that the University's fundamental objectives are the dissemination, preservation, and advancement of knowledge through its educational and research programs. The University also recognizes its responsibility to serve community (local, state, national, international) interests as it fulfills its basic educational objectives of undergraduate, graduate, and professional teaching, advanced research, and public service – the traditional aims of a land-grant institution. Research and creative scholarship are essential elements of an effective educational program and enable faculty members to keep abreast of the rapid advances in knowledge, to satisfy their intellectual curiosity, and to improve their professional status. Students are stimulated in their academic work and develop a spirit of inquiry and a familiarity with research techniques and objectives. Insofar as possible, teaching and research should be considered deeply intertwined elements of university education not as separate and discrete activities.

206.3.1 Sponsored Research

The University shall maintain an office of research administration designed to assist faculty in their pursuit of funding for research and scholarly activity while ensuring compliance with federal, state, and private sponsor requirements. In negotiating for research funds, the University will establish and maintain policies that will preserve the academic freedom and financial integrity of the institution. Policies with respect to sponsored projects and programs are based on the following principles:

a. Sponsored projects and programs supporting research, training, and related activities must be consistent with the immediate and long-term objectives of the University as an institution of higher education;

b. The source of sponsorship and the purpose of all projects must be of such a nature that they can be publicly disclosed;

c. Restrictions on the free publication of results are contrary to one of the basic objectives of a university, namely the dissemination of knowledge. Accordingly, the University, with the principal investigator and his/her department and college or school, will seek to minimize any restrictions on public and scholarly communication imposed by those research agreements that are accepted;

d. Research involving proprietary or classified data/results (e.g., federally sponsored research of national interest, corporate research of proprietary interest) may be undertaken when the topics involved represent important national interests (in the case of classified research) or corporate partnerships (in the case of proprietary research) that are beneficial to the University, its mission and the public it serves. In these cases there may be appropriate conditions on the publication of results, but the research shall continue to observe University research protections, oversight, and compliance policies/procedures; and

e. All research must be conducted in a manner consistent with applicable University and federal requirements, including without limitation those applicable to human subjects, animal welfare, laboratory safety, conflict of interest, effort reporting, and cost accounting principles.

206.3.2 Research Policies and Procedures

In their conduct of research, faculty are subject to applicable federal and state law and institutional policies, including without limitation those governing intellectual property, research misconduct, and conflict of interest.

207 Advisory Bodies

207.1 Student Government Association

207.1.1 Description

The Student Government Association serves as the official channel of communication between the student body and the University regarding policies governing, and operations affecting, student life, in a manner consistent with the rights and responsibilities set forth in its charge and conditions of institutional recognition.

207.1.2 Student Government Association Constitution and Bylaws

Student Government Association authority, responsibilities and internal governance protocols shall be memorialized in a Constitution and Bylaws approved pursuant to Student Government Association governance requirements and applied by the Student Government Association in a manner consistent with its charge and conditions of institutional recognition. The Board of Trustees approves changes to advisory body constitutions and bylaws.

207.2 Graduate Student Senate

207.2.1 Description
The Graduate Student Senate serves as the official channel of communication between the graduate student body and the University regarding policies governing, and operations affecting graduate student life, in a manner consistent with the rights and responsibilities set forth in its charge and conditions of institutional recognition.

207.2.2 Graduate Student Senate Constitution and Bylaws
Graduate Student Senate authority, responsibilities and internal governance protocols shall be memorialized in a Constitution and Bylaws approved pursuant to Graduate Student Senate governance requirements and applied by the Graduate Student Senate in a manner consistent with its charge and conditions of institutional recognition. The Board of Trustees approves changes to advisory body constitutions and bylaws.

207.3 Staff Council

207.3.1 Description
The Staff Council is comprised of non-faculty employee representatives who advise the administration on policies governing, and operations affecting, staff, in a manner consistent with the rights and responsibilities set forth in its charge and conditions of institutional recognition.

207.3.2 Staff Council Constitution and Bylaws
Staff Council authority, responsibilities, and internal governance protocols shall be memorialized in a Constitution and Bylaws approved pursuant to Staff Council governance requirements and applied by the Staff Council in a manner consistent with its charge and conditions of institutional recognition. The Board of Trustees approves changes to advisory body constitutions and bylaws.

207.3.3 Consistency with State Law
The authority of the Staff Council shall be exercised in a manner consistent with governing law and the rights and obligations of the University and staff represented by labor organizations certified under state labor relations law.

208 Academic Unit Structure

208.1 Establishment, Elimination, or Reorganization of Academic Units
The establishment, elimination, or reorganization of academic units and degrees must be approved by the Board of Trustees, upon recommendation of the President and following appropriate governance protocols.

208.2 Categories of Recognized Academic Units
To carry out the teaching, research, and service mission of the University, the recognized categories of academic units are College, School, Department, Academic Program, university-

wide Center, university-wide Institute, Libraries, and Extension. These recognized academic units may organize other academic activity within their units, but this other activity is not formally recognized for governance or other purposes unless explicitly stated as such in this Manual.

208.3 Colleges, Schools, and Departments

208.3.1 College

A College is an academic unit with a defined and congruent mission in instruction, research and scholarship, and service. With the exception of the Patrick Leahy Honors College, a College presents degree candidates to the Faculty Senate, which recommends those candidates for the award of appropriate degrees by the Board of Trustees. A College is led by a Dean and comprises combinations of Schools, Departments, and/or Academic Programs defined by disciplinary and interdisciplinary areas that contribute to the mission of the College. Colleges may also include additional units such as Centers, Institutes and Extension.

208.3.2 School

A School is an academic unit with a defined and congruent mission in instruction, research and scholarship, and service, the mission being narrower in scope than that of a College. A School may be organized into Academic Programs and other units such as Centers and Institutes. Schools may be freestanding or established within a College. A freestanding School is led by a Dean and presents degree candidates to the Faculty Senate, which recommends those candidates for the award of appropriate degrees by the Board of Trustees. A School established within a College is led by a School Director who reports to the Dean.

208.3.3 Department

A Department is a unit of instruction, research and scholarly activity, and service, established within a College. Schools may not establish departments. A Department is led by a Chair. Its faculty, instructional offerings, and research are recognized as belonging to a discrete academic discipline or related disciplines or as providing a unique supporting role to other academic units. In establishing a Department, due consideration will be given to identifying the fiscal resources and appropriate number of faculty members compatible with its instructional, research, and scholarly objectives and responsibilities.

208.4 Academic Programs

For the purpose of this manual defining University organization, structure, and governance, there are two kinds of Academic Programs at the University of Vermont: Academic Programs within Departments or Schools, and Academic Programs outside of a Department reporting directly to the Dean of a College. Primary faculty appointments are granted only in Academic Programs within a Department or School. The term “program” as it is used here does not refer to a curriculum, major, concentration, or other academic credential.

An Academic Program is an approved academic unit, similar to a Department, established within a College or School or as a singular academic and instructional unit. Its faculty, instructional offerings, and research are recognized as belonging to a discrete academic discipline or area of interdisciplinary study, or as providing a unique supporting role to other academic units. An Academic Program within a Department or School within a College is led by a Program Director reporting to a Department Chair or School Director. An Academic Program outside of a Department or School within a College is led by a Program Director reporting directly to the Dean.

208.5 Academic Centers and Institutes

Centers and Institutes facilitate the performance of interdisciplinary or focused research, or other scholarly or creative activities not otherwise conducted within the structure of Academic Programs, Departments, Schools, or Colleges. Centers and Institutes that involve any or all of the following are considered *academic* Centers and Institutes: curriculum or instruction, research, scholarship or creative arts. Academic Centers bridge the research of a single Department or across Departments within a single College or School. Academic Institutes involve faculty from units across several Schools or Colleges. Exceptions to these definitions and the use of the term "center" or "institute", where established historically or required by the funder, are acceptable. Proposals to establish, substantially change or eliminate university-wide academic Centers and Institutes must be approved by the Board of Trustees, upon recommendation of the President and Provost following application of appropriate governance protocols, including Faculty Senate review of new Institutes and Centers, and periodic performance and mission review. Proposals to establish, substantially change, or eliminate College/School-level academic Centers (or Institutes in exceptional cases) must be approved by the Dean and the Provost following application of appropriate governance protocols within the College/School. College/School-level Centers are subject to periodic performance and renewal reviews as determined by the Dean at intervals of no greater than five years. The scope of academic Centers and Institutes can vary from a sharply defined focus within a School or College to an interdisciplinary subject or specialized field of study spanning two or more Colleges/Schools. Academic Centers and Institutes do not grant degrees or appoint faculty, nor do they offer credit-bearing courses except in cooperation with the academic unit(s) that constitute their participants, or where those courses are offered through professional and continuing education units at the University in partnership with an academic unit.

In general, a university-wide or cross-college Center or Institute will be hosted by the Office of the Provost or the Office of the Vice President for Research. In these cases, the Director will be appointed by and report to the Provost or the Vice President for Research. Academic Centers or Institutes that are housed within a single College or School will typically have a Director who is appointed by and reports to the Dean or other designated college administrator.

208.6 Vermont Agricultural Experiment Station

208.6.1 Description

The Vermont Agricultural Experiment Station was established in 1886 as a state and federal

partnership to serve the agricultural needs of the state through research. Vermont Agricultural Experiment Station research is now funded by both public and private sources.

208.6.2 Director
The Vermont Agricultural Experiment Station operates under the direction of its Director who, in consultation with researchers and their staff and advisors and citizen stakeholders, develops and oversees research and programs. The Director reports to the Dean of the College of Agriculture and Life Sciences.

208.7 UVM Extension

208.7.1 Description
UVM Extension was established in 1913 as a state initiative, and in 1914 as a state and federal partnership to provide Vermonters timely, science-based education and information through non-credit courses, workshops, conferences and non-credit certificate programs in reaching specific educational goals. Programs are offered throughout the state, covering a wide array of subjects including agricultural business profitability, forest and farm stewardship, economic development, nutrition and food safety, and life skills for youth. UVM Extension does not offer undergraduate or graduate degree programs, majors, minors, or for-credit certificates, nor does it offer credit-bearing courses except in cooperation with an academic unit(s), but does appoint faculty. Extension is located within the College of Agriculture and Life Sciences.

208.7.2 Director
UVM Extension operates under the direction of its Director, in consultation with its faculty, staff, volunteers, and community advisors, to develop and conduct educational programs and to provide information to the citizens of the state. The Director is subject to University Manual policies and procedures otherwise applicable to the recruitment, appointment, evaluation, and review of Deans. The Director reports to the Dean of the College of Agriculture and Life Sciences.

208.8 Graduate College

208.8.1 Description
The Graduate College has responsibility for all matters relating to the academic standards of graduate programs and the admission, support, and degree certification of graduate students, with the exception of the Degree of Doctor of Medicine. The Graduate College offers credit-bearing graduate instruction and graduate certificate and degree programs in cooperation with Colleges/Schools and as the host unit for cross-college graduate degree programs and certificates. The Graduate College presents candidates to the Faculty Senate, which recommends those candidates for the awarding of degrees by the Board of Trustees.

208.8.2 Dean
The Dean of the Graduate College, with the advice of the Graduate College faculty and its committees, is responsible for formulating and implementing standards, policies, and procedures governing graduate programs. These responsibilities are carried out under the direction of the Provost and in consultation with the Deans and Chairpersons of the academic

units that offer graduate instruction or graduate degree programs. The Dean is subject to University Manual policies and procedures otherwise applicable to the recruitment, appointment, evaluation, and review of Deans.

208.9 Larner College of Medicine

208.9.1 Description

The Larner College of Medicine has responsibility for matters relating to the academic and clinical standards of the College program and the admission, support, and degree certification of its enrolled students. The Larner College of Medicine offers medical, graduate, and undergraduate credit-bearing instruction as well as undergraduate minors and for-credit certificates, and graduate programs and for-credit certificates in addition to the medical doctor program. The College presents degree candidates to the Faculty Senate, which recommends candidates for the awarding of degrees by the Board of Trustees.

208.9.2 Dean

Advised by College faculty committees, the Dean is responsible to the Provost for formulating and implementing standards, policies, and procedures governing the academic and clinical programs and matters relating to student enrollment and status. The Dean is subject to University Manual policies and procedures otherwise applicable to the recruitment, appointment, evaluation, and review of Deans.

208.10 Professional and Continuing Education

208.10.1 Description

Professional and Continuing Education has responsibility for the coordination and administration of non-credit courses and certificates. and for credit-bearing courses, certificates, and degree programs in consultation and cooperation with the Deans of academic units. Professional and Continuing Education is responsible for the coordination and administration of Summer Session and for the enrollment, support, and program development for non-degree students.

208.10.2 Chief Officer

The Chief Professional and Continuing Education Officer reports to the President and is subject to University Manual policies and procedures otherwise applicable to the recruitment, appointment, evaluation, and review of other Chief Officers described in Section 204 of the Manual.

208.11 Department of Military Studies

208.11.1 Description

The Department of Military Studies is responsible for offering the credit-bearing institutional curriculum in military studies. It may offer other military studies-related degree programs or credentials only in cooperation with a College/School.

208.11.2 Professor of Military Studies

The Professor of Military Studies is assigned to the University by the Department of the Army, subject to the approval of the President in consultation with the Provost. The Professor of Military Studies is responsible to both the Department of the Army and to the Provost for the efficient administration of the Department. The Provost shall conduct an annual performance evaluation of the Professor of Military Studies. The Provost will meet with the Professor of Military Studies to discuss the results of the performance review and to convey a salary adjustment for the upcoming fiscal year. The Professor of Military Studies is subject to non-reappointment by the Provost, following the Provost's consultation with the President, and in accordance with any applicable requirements and protocols of the Department of the Army.

208.12 University Libraries

208.12.1 Description

The mission of the University of Vermont Libraries is to further the creation, application, and dissemination of knowledge by providing access to information resources and education in their use. As Vermont's and northern New England's premier research library, the University Libraries acquire materials and build collections essential for the University's research programs. The Libraries preserve and disseminate the historical record, edit and publish new work, and partner with faculty to teach research skills, and collaborate with communities across the state and around the globe in providing access to information. The Libraries also support research through specialized consulting on matters related to statistical design, geographical information systems, data management and archiving, data visualization, systematic reviews, copyright determinations and scholarly communications. The Libraries do not offer credit-bearing instruction or offer degree programs or credentials.

208.12.2 Dean

The Dean, with the advice of the Libraries faculty and staff, is responsible to the Provost for formulating and implementing standards, policies, and procedures governing the Libraries and information resources. The Dean is subject to University Manual policies and procedures otherwise applicable to the recruitment, appointment, evaluation, and review of Deans.

208.13 Robert Hull Fleming Museum

208.13.1 Description

Established in 1931, the Robert Hull Fleming Museum of Art is home to the University of Vermont's diverse collection of more than 24,000 objects including art, historical, and ethnographic objects spanning over 5,000 years of human creativity and cultures. The Fleming offers a gateway for active cultural exchange and critical thinking across academic and public communities alike. The Fleming Museum supports the University curriculum and coursework in a wide range of disciplines in cooperation with academic units and departments, but does not offer credit-bearing instruction or degree programs or credentials. The Fleming funded by the University General Fund as well as public and private sources. Accredited by the American Alliance of Museums (AAM), the Fleming Museum complies with nationally recognized standards and guidelines pertaining to collections management, exhibitions planning, diversity, equity and inclusion work, fiscal responsibility, and all other areas of museum operations.

208.13.2 Director
The Director of the Robert Hull Fleming Museum reports to the Director of the School of the Arts within the College of Arts and Sciences. The Director is subject to applicable staff reappointment and evaluation guidelines.

PART 300 ACADEMIC UNIT GOVERNANCE, COMPOSITION, AND ADMINISTRATION

301 Deans

301.1 Recruitment
The President, in consultation with the Provost, shall appoint a search committee advisory to the President in conjunction with initiation of a decanal recruitment process. The search committee will include no fewer than four faculty members of the College or School faculty for which a dean is being recruited; the Dean of another College or School or his/her designee; as desirable, a faculty member from another College or School whose academic programs interrelate with those of the College or School for which the Dean is being recruited; two students enrolled in a degree program offered by the College or School; a staff member from the College or School; and such other persons as the President chooses to appoint. The representatives will be identified under the timetable the President establishes.

301.2 Appointment
Deans are initially appointed by the President upon recommendation of the Provost and consideration by the Provost and President of the recommendation of the search committee. At the time of the Dean's initial appointment, consistent with Section 204.1 of the University Manual, the President shall set forth in writing all material terms and conditions of the appointment, including starting salary as dean and the base salary of the secondary faculty appointment, benefits programs, and the applicability of the University Manual. A Dean initially appointed without faculty rank or tenure may request consideration for that status in an appropriate academic unit, which will be processed under customary standards and procedures. Following initial appointment, a dean is subject to annual reappointment consideration.

301.3 Authority and Responsibilities
The Deans of the undergraduate Colleges and Schools, the Patrick Leahy Honors College, the Graduate College, Libraries and the Larner College of Medicine are each responsible to the Provost for the effective leadership and administration of the unit under their supervision. A Dean, in consultation and cooperation with the College and School faculty curriculum and standards (or equivalent) committees, directs and coordinates the establishment and oversight of academic standards and educational objectives and the curricula to attain them. The Dean gives attention to the programs of study and research, their purposes and content, the effectiveness of instruction, the admission and counseling of students, the recruitment and supervision of the faculty of the College or School, and the development and maintenance of resources and support services for the carrying out of the mission of the College or School. The Dean determines overall organizational structure to ensure the most efficient and effective implementation of the College's or School's

vision and mission in consultation with the Provost and following the application of appropriate governance protocols in the College/School and Faculty Senate. The Dean also directs curricular advising of students and their enrollment, supervises their academic status and standing, and certifies degree candidates to the Senate. The Dean presides over faculty meetings of the College or School in accordance with applicable College or School bylaws. In consultation with Department Chairpersons, Academic Program Directors, School Directors and/or Associate Deans, the Dean makes recommendations to the Provost for faculty appointments and/or changes in faculty status. The Dean prepares a budget for the College or School for approval by the Provost and administers the budget following its approval. The Dean is responsible for the mentoring and oversight of School Directors, Associate Deans, Assistant Deans, Department Chairs, and Academic Program Directors. The Dean is responsible for fostering a climate that values diversity and inclusiveness and for promoting the multicultural competence of its faculty, staff, and students.

301.4 Performance Review

301.4.1 Annual Review

The Provost shall conduct an annual performance review of each Dean. The Provost will meet with each Dean individually to discuss the results of the performance review, and to convey a reappointment decision and the salary upon reappointment following consultation with the President.

301.4.2 Third-Year Review

The Provost shall conduct a review of a Dean's performance during the spring semester of the initial third year of appointment. The primary objective of the evaluation is to facilitate continued improvement of the academic leadership and management of the College or School. For Schools and Colleges with academic departments, input will be sought from every Department Chairperson and, separately, from the faculty and staff. For Schools and Colleges without Departments, the faculty and staff shall be given an opportunity to provide input into the third-year performance review. Such input will be based upon the Dean's performance of the responsibilities set forth in section 301.3 and as otherwise defined by the University through proper channels. The Office of the Provost will distribute and administer standardized evaluation forms in electronic format, so that confidentiality may be assured. The standardized form shall have the following characteristics: 1) the form will use a combination of descriptive criteria upon which the Dean shall be ranked and opportunities for narrative comments to justify the ranks assigned; 2) respondents may reveal their identity but are not required to do so; and 3) the identities of the participants will not be revealed to the Dean under review. The Provost shall prepare a written report on the Dean's performance, which shall include a summary of the Chairpersons' evaluations (when applicable) as well as faculty and staff evaluations. The Provost shall share this written report with the Dean, who shall have the right to submit a written response. The Provost will maintain a record of the performance appraisals, the individual evaluation forms, and any responses from the Dean.

301.4.3 Periodic Comprehensive Review

A Dean shall undergo a comprehensive performance review at intervals of no longer than five years. The primary objective of the review is to provide advice to the Provost as he/she determines, in consultation with the President, whether the Dean will be reappointed following the appointment year in progress. Such a review may be commenced at an earlier point by the

Provost at his/her own initiation, or upon request of the President, the Dean, a majority of the Chairpersons of the academic unit, or one-third of the faculty of the academic unit eligible to vote under the bylaws of the College or School.

The Provost shall appoint a committee of nine faculty members to review the Dean, such appointments to be made during the spring semester of the review year. Three faculty members will be elected representatives from the academic unit, three will be appointed by the Faculty Senate Executive Council, and three will be appointed by the Provost, including the committee chairperson, who must come from outside the academic unit. The review committee shall conduct its work in an expeditious manner. It will begin its work with a thorough review of the third-year evaluation documents. The committee shall consult with Chairpersons (if there is a departmental structure), faculty, staff, and students from the academic unit, and others deemed appropriate from within or outside the University. The committee shall submit a written report to the Provost no later than May 1 of the academic year in which the review commences. The Provost shall present the full report of the review committee to the Dean, with a copy to the President, and shall distribute an accurate summary of the findings of the report to every faculty and staff member of the academic unit.

301.5 Appointment Termination

Decanal appointments terminate through resignation, non-reappointment, or termination with notice or for cause as governed by Section 204.3 of the University Manual.

302 College and School Faculties

302.1 Membership

The membership of the faculty of each undergraduate College, School or Academic Program, Libraries, and the Larner College of Medicine consists of the President; the Provost; the Dean of the College or School; and all persons who hold faculty appointments within an academic unit of the College or School. Regulations concerning additional memberships and voting privileges are established by the individual faculties in College or School bylaws. The faculty of the Graduate College consists of the President, the Provost, the Dean of the Graduate College, and all persons who are appointed via the processes established by the Graduate College and its faculty.

302.2 Self-Governance

College, School, Libraries, or Extension bylaws shall be adopted by the respective faculties, subject to the approval of the Dean and the Provost. Bylaws shall be reviewed every five years by respective faculties, the Dean, and the Provost. Bylaws that undergo changes at the Department, College or School level will be submitted for approval to the Office of the Provost by January 1 of the following year. The most recently approved bylaws will remain in force until new bylaws are approved according to the process outlined above. The bylaws must be consistent with the policies and guidelines of the University and the Faculty Senate, and standards established for admission,

graduation, and other matters for academic judgment may not be lower or less specific than those adopted by the Faculty Senate.

302.3 Functions of a College or School Faculty
The principal functions of a College or School faculty are:

a. To define the objectives of its educational program within the general program of the University and to foster effective coordination of effort;

b. To develop courses, curricula, and research programs consistent with those objectives;

c. As appropriate to their individual faculty appointments, to provide student instruction, and to undertake research and scholarship;

d. To advise the Dean, through the Chair or a Dean's designee, on matters of faculty appointment, reappointment, promotion, and tenure;

e. To establish requirements for admission to its programs;

f. To set and administer specific requirements for student participation in its programs;

g. To monitor the progress of students;

h. To assist students with professional and educational planning and placement;

i. To certify the eligibility of degree candidates for the award of degrees; and

j. To maintain adequate records and reports for students, program accreditation, and academic program assessment and review.

302.4 Methods of Faculty Work
Colleges, freestanding Schools, and Libraries may determine their own methods for the performance of their functions and operations, including the delegation of their work to committees or individuals. Colleges, freestanding Schools and Libraries shall establish and maintain appropriate committees to advise their Dean on matters of curriculum and standards governing changes in faculty status. All provisions relative to methods of faculty work shall be consistent with any applicable provisions of the College's, freestanding School's, or Libraries' Faculty Handbook or collective bargaining agreements.

303 Departments in Colleges

303.1 Chairpersons

303.1.1 Description and Responsibilities

The Chairperson (or "Chair") is the administrator responsible for management and coordination of the work of a Department, as more specifically set forth in section 303.1.5.

303.1.2 Recruitment

Upon authorization of the Provost, the Dean shall commence an internal or external recruitment for a new Chairperson assisted and advised by a search committee appointed by the Dean in consultation with the Provost. The search committee will ordinarily include no fewer than three members of the Department, two of whom will be elected by the Department faculty. The committee may also include the Chair or equivalent from another Department or equivalent within the College or School for which the Chair is being recruited; and, as desirable, a faculty member from another College or School whose academic programs interrelate with those of the Department for which the Chair is being recruited. A majority of the search committee members shall hold appointments in the Department or equivalent for which the Chair is being recruited. The search committee shall invite all members of the Department to meet candidates and to express their recommendations through the search committee to the Dean. Subject to the approval of the Provost, and following consideration by the Dean and the Provost of the recommendations of the search committee, the Chair is appointed by the Dean of the College or School.

303.1.3 Initial Appointment

Initial Chair appointments are for a period of one year and are subject to annual reappointment on a schedule commensurate with the University fiscal year. The salary upon initial appointment of a Chairperson, including the base salary associated with the faculty appointment, shall be set by the Provost following recommendation of the Dean and may, in the case of a faculty member assuming the appointment, include a salary increment for the assumption of Chair duties. The Dean shall inform the Chair in writing at the time of initial appointment and any subsequent reappointments of the amount of any increment, such as an administrative stipend, associated with the Chair duties and the basis for re-calculation of salary when the Chair resumes or assumes a faculty appointment. All Chair appointments shall be made expressly subject to applicable benefits policies and plans and to the provisions of the University Manual.

303.1.4 Reappointment

Following the initial term of appointment, Chairpersons are subject to annual reappointment consideration. Decisions as to reappointment and non-reappointment shall be made by the appropriate Dean prior to expiration of the appointment term in progress, subject to the prior approval of the Provost. A non-reappointment decision shall be based upon performance or reasonably derived strategic, programmatic, administrative, or financial reasons. The Dean shall give the Chairperson notice of non-reappointment in writing, with a statement of reasons. A Chair whose appointment expires at the end of the term in progress and who holds a faculty

appointment to which a tenured or contractual right of appointment exists will be expected to resume active duties as a faculty member during the immediately upcoming fall semester unless he or she provides written notice of resignation from the faculty appointment to the Provost, with a copy to the appropriate Dean, within thirty calendar days of receipt of notice of non-reappointment.

303.1.5 Responsibilities of the Chairperson

The Chairperson of a Department is responsible to the Dean for the effective management and coordination of the work of the Department. The Chair's duties include:

a. Consulting with the faculty regarding the development and implementation of guidelines for faculty assignments and the standards for decisions about changes in faculty status;

b. Attending to courses of instruction and research and their purpose and content, and scheduling courses for and otherwise making assignments to faculty;

c. Assessing the effectiveness of departmental instruction and student advising;

d. Making recommendations to the Dean, following such consultation with department faculty as may be required by department guidelines, on the appointment of new faculty and reappointment of faculty;

e. Fostering research and scholarship by department faculty, and assisting in appropriate administration of the research;

f. Mentoring faculty and conducting annual performance review of faculty and reviews relating to reappointment, promotion and tenure status;

g. Initiating corrective action relative to faculty performance or conduct;

h. Preparing a budget for the unit and managing the budget after its adoption;

i. Scheduling meetings to conduct department business, periodically on his/her own initiative or at the request of any two members of the Department, and otherwise consulting with Department faculty as may be necessary or desirable to the effective administration of the Department; and

j. Being familiar with University, College/School, and Department policies and collective bargaining agreements as necessary to effectively carry out the responsibilities of a Chairperson.

With the prior authorization of the Provost, a Dean may authorize appointment of a Department Vice Chairperson where the Department size, Chair workload, or other reasonable administrative considerations render this action desirable. In this event, the Chair will appoint the Vice Chair following consultation with department faculty and

following the approval of the Dean. Vice Chair appointments are subject to annual re-approval and renewal on a schedule commensurate with the University fiscal year, and the Dean must approve any supplemental compensation associated with the Vice Chair appointment. The Vice Chair may be delegated such duties as the Chair assigns, provided that the Chair remains ultimately responsible for the proper execution of all duties assigned to a Chair. The Chair is also responsible for the annual performance evaluation of a Vice Chair, in consultation with Department faculty. The Chair must work with Human Resource Services to determine the union status of the Vice Chair which will influence the duties that can be performed in this role.

303.1.6 Performance Review

a. Annual Review. The Dean shall conduct an annual written performance review of each Chairperson in the College or School. The Dean will meet with each Chair individually to discuss the results of the review and, subject to the approval of the Provost, to convey a reappointment decision and, as applicable, a salary award for the upcoming year.

b. Third-Year Review. The Dean shall conduct a formative written review of each Chairperson's performance during the fall semester of the third year of each five-year interval of appointment. The third-year evaluation process has as its primary goal to facilitate continued improvement of the academic leadership and management of the unit, for the benefit of the Department, the College or School, and the University. Each Department faculty member and staff shall be afforded an opportunity to provide input into this third-year performance review. Such input will be based upon the Chair's performance of the responsibilities set forth in Section 303.1.5 and as otherwise defined by the University through proper channels. For the third-year reviews, standardized evaluation forms will be distributed and administered by the Dean's Office in electronic format, so that confidentiality may be assured. The standardized form shall have the following characteristics: 1) the form will use a combination of descriptive criteria upon which the chair shall be ranked and opportunities for narrative comments to justify the ranks assigned; 2) respondents may reveal their identity but are not required to do so; and 3) the identities of the respondents will not be revealed to the Chair under review. The Dean shall prepare a written report on the Chair's administrative performance that shall include a summary of the faculty, staff, and student evaluations. The Dean will share this written report with the Chair, with a copy to the Provost. The Chair shall have the right to submit a written response. The Dean shall maintain a file of the third-year performance appraisals, the individual evaluation forms, and any responses from the Chair.

c. Periodic Comprehensive Review. All Chairpersons shall undergo a summative performance review at intervals of no more than five years. The primary objective of this review is to provide advice to the Dean as they determine whether a Chair's appointment should be continued. Such a review may be initiated at an earlier point at the request of the Dean, the Chair, or a majority of the faculty of the Department eligible to vote in Department matters pursuant to the policies or established practices of the Department.

The Dean shall appoint a committee to review the Chairperson, consisting of a minimum of five members, two of whom shall be elected faculty representatives from the Department. A minimum of three members of the committee, including its chair, must come from outside the Department. Unless an earlier review is initiated pursuant to this subsection, the committee will be charged during the fall semester of the fifth year. The review committee shall conduct its work in an expeditious manner. It will begin with a thorough review of the third-year evaluation documents. It shall consult with all faculty members, students, staff, and other administrators in the Department. The committee shall submit a report, in writing, to the appropriate Dean no later than February 1. The Dean shall present the full report of the review committee to the Chair, with a copy to the Provost. An accurate summary of the findings of the report will be made available to every faculty member and staff member of the Department.

303.1.7 Appointment Termination

Chair appointments terminate through resignation, non-reappointment, or termination for cause.

a. Resignation. Resignation by a Chair must be made in writing to the Dean, with a copy to the Provost. The resignation shall take effect upon a date and terms memorialized in writing and mutually agreed by the Chair and the Dean, the latter in consultation with the Provost.

b. Notice of Non-reappointment. Subject to the provisions of section 303.1.4, notice of non-reappointment will be given in writing by the Dean to the Chair, with the prior approval of the Provost, no later than May 1 of the year in progress, in the absence of extenuating circumstances.

c. Compensation on Assumption or Resumption of Faculty Appointment. Upon resignation or non-reappointment, a Chair assuming or resuming a faculty appointment as to which a tenured or contractual right of appointment exists will do so at the salary set by the Dean in consultation with the successor Chair. The salary may include consideration of administrative experience gained as well as factors including the salary range of faculty of the same rank in the academic unit, academic experience and expertise, standing in the academic discipline, and duties to be performed. The individual shall also be entitled to the benefits otherwise available to faculty under the applicable Faculty Handbook or applicable collective bargaining agreement. Chairs eligible to accrue vacation time shall be paid for up to 270 hours within thirty days following the effective date of termination of the Chair's appointment, except in cases where the Chair assumes or resumes a twelve-month faculty appointment, in which case it will be carried over.

d. Termination for Cause. A Chairperson is subject to termination for cause in the event of serious malfeasance or nonfeasance, including without limitation violations of University policy or law relevant to fitness as Chair, gross insubordination, falsification of records, or grossly negligent acts or omissions in the performance of duties. Any allegations of serious malfeasance or nonfeasance shall be referred to, or initiated by, the Dean. If, after

consulting with the Provost, the Dean concludes that the conduct, if proved, would constitute a basis for termination, the procedures below will apply.

i. Notice of Charges. The Dean will promptly issue the Chair written notice of charges and a summary of the preliminary supporting evidence, and provide the Chair with an opportunity to respond within a specified time to the charges in a meeting and in writing. If the Dean determines that it would be in the best interests of the University, the College, the Department, or Academic Program for the Chair to be placed on paid administrative leave pending the results of an investigation, in the absence of extenuating circumstances the leave will be instituted with written notice to the Chair immediately following provision of the opportunity to respond to the charges.

ii. Investigation. The Dean will promptly commence an investigation responsive in nature and scope to the pending charges. If an investigative procedure otherwise relevant to the charges applies (such as those relating to investigative audits or discrimination complaints), the Dean will request initiation of such a process and await its findings and recommendations. The investigation will be completed within twenty business days except in extenuating circumstances, in which latter case the Dean will advise the Chair in writing of the delay and the revised date for completion of the investigation.

iii. Notice of Decision. After the investigation is complete, the Dean will in writing convey its results to the Chair, who will be given an opportunity to respond to the Dean in writing within ten business days. The Dean will issue a final written decision within twenty business days of receipt of the Chair's written response to the investigative report or within twenty business days following expiration of the response period if no response is submitted. The Dean's decision shall include a reiteration of the charges; a ruling on the charges, including a summary of the supporting evidence and statement of rationale for the decision; if the decision is to terminate the appointment, the effective date of termination; and the appeal process, including the filing deadline.

iv. Appeal of decision; final decision. The Chair may appeal to the Provost within ten business days following issuance of the Dean's decision. The appeal is made by the Chair filing with the Provost a notice of appeal and an explanation of the basis for the appeal. If an appeal is filed, the Provost will issue a final written decision within twenty business days of receipt of the appeal, a copy of which will be sent to the Dean. If the Chair does not appeal within the required time frame, or does not obtain from the Provost an extension of time within which to appeal for reasonable cause shown, the decision of the Dean shall be final. Compensation associated with the Chair appointment shall end as of the effective date of termination.

v. Faculty appointment. A Chair who has a preexisting faculty appointment shall retain the appointment notwithstanding a termination for cause of the chair appointment, unless the faculty status is itself affected under procedures applicable to faculty appointments. Duties associated with the faculty appointment shall resume as soon as feasible in light of unit needs as reasonably determined by the Dean in consultation

with the successor Chair, but ordinarily no later than the first full semester following termination of the appointment.

303.2 Department Governance and Functions

303.2.1 Self-Governance

Each Department has jurisdiction over matters that concern its own internal policy and practices as long as the authority is exercised in a manner consistent with the policies of the College and of the University. Questions of precedence shall be determined in accordance with section 030.2. The Dean shall resolve questions of jurisdiction and responsibility between the Departments of a College upon referral of those questions by a Department Chair to the Dean. The Dean shall also resolve questions of jurisdiction between a Department and the faculty upon referral of those questions by the Department Chair or a faculty member of an affected Department to the Dean.

303.2.2 Functions of a Department

The principal functions of a Department are to:

a. Develop an appropriate program of instruction, research, and service consistent with that College and the University;

b. Study and employ ways and means of making its instruction more effective; and

c. Maintain and effectively utilize the resources entrusted to it by the University.

304 Academic Programs at the College-level, Department-level, in Freestanding Schools, and Schools Within Colleges

304.1 Academic Program Directors

304.1.1 Description and Responsibilities

The Program Director is the administrator responsible for management and coordination of the work of a program as more specifically set forth in section 304.1.5.

304.1.2 Recruitment

Upon authorization of the Provost, the Dean, School Director, or Department Chair ("supervisor") shall commence an internal recruitment for a new Program Director. The recruitment process will be determined by the supervisor and will include an open call announcing the position vacancy and providing all eligible faculty members with an opportunity to apply. The supervisor may be assisted and advised by a committee. The recruiting supervisor appoints the Program Director in consultation with their supervisor. The process for externally recruited Program Directors shall mirror faculty recruitment procedures as appropriate as the Program Director will require an underlying academic appointment.

304.1.3 Initial Appointment
Initial Program Director appointments are for a period of one year and are subject to annual reappointment on a schedule commensurate with the University fiscal year. The salary upon initial appointment of a Program Director, including the base salary associated with the faculty appointment, shall be set by the Provost following recommendation of the Dean and may, in the case of a faculty member assuming the appointment, include a salary increment for the assumption of Program Director duties. The supervisor shall inform the Program Director in writing at the time of initial appointment and any subsequent reappointments of the amount of any increment, such as an administrative stipend, associated with the Program Director duties and the basis for re-calculation of salary when the Program Director resumes or assumes a faculty appointment. All Program Director appointments shall be made expressly subject to applicable benefits policies and plans and to the provisions of the University Manual.

304.1.4 Reappointment
Following the initial term of appointment, Program Directors are subject to annual reappointment consideration. Decisions as to reappointment and non-reappointment shall be made by the supervisor prior to expiration of the appointment term in progress, subject to the prior approval of the Provost. A non-reappointment decision shall be based upon performance or reasonably derived strategic, programmatic, administrative, or financial reasons. The supervisor shall give the Program Director notice of non-reappointment in writing, with a statement of reasons. A Program Director whose appointment expires at the end of the term in progress and who holds a faculty appointment to which a tenured or contractual right of appointment exists will be expected to resume active duties as a faculty member during the immediately upcoming semester unless they provide written notice of resignation from the faculty appointment to the Provost, with a copy to the supervisor, within thirty calendar days of receipt of notice of non-reappointment.

304.1.5 Responsibilities of the Academic Program Director
The Program Director is responsible to the Dean, School Director, Department Chair for the effective management and coordination of the work of the program. The Program Director's duties include:

a. Coordinating Program needs, including courses of instruction and their purpose and content, and scheduling courses for and otherwise suggesting assignments to faculty in cooperation with Chairpersons and/or other Program Directors and/or the School Director;

b. Assessing the effectiveness of Program instruction and student advising;

c. Making recommendations to the Dean, Chairperson or School Director, following consultation with Program faculty as may be required by Program guidelines, on the appointment of new faculty and reappointment of faculty to the Program;

d. Fostering research, scholarship, and engagement related to the Program;

e. Providing mentorship for faculty as appropriate;

f. Preparing a budget for the Program and managing the budget after its adoption;

g. Scheduling meetings to conduct Program business, periodically on his/her own initiative or at the request of any two members of the Program, and otherwise consulting with Program faculty as may be necessary or desirable to the effective administration of the Program; and

h. Being familiar with University, College/School, and Program policies and collective bargaining agreements as necessary to effectively carry out the responsibilities of a Program Director.

304.1.6 Performance Review

a. Annual Review. The supervisor shall conduct an annual written performance review of each Program Director in the College or School. The supervisor will meet with each Program Director individually to discuss the results of the review and, subject to the approval of the Provost, to convey a reappointment decision and, as applicable, a salary award for the upcoming year.

b. Comprehensive Review. Department-level Program Directors are not subject to comprehensive reviews. In the case of all other Program Directors, the Dean or School Director shall conduct a comprehensive review of each Program Director within the first five years of the appointment. The primary goals of the review are to assess the Program Director's effectiveness and to facilitate continued improvement. The review process will be determined by the supervisor and the Provost, and shall provide confidential opportunities for input from senior level direct reports, and a cross-section of constituent groups external to the unit closely aligned with or impacted by the work of the Program Director. The Dean or School Director shall prepare a written report on the Program Director's administrative performance that shall include a summary of the input received. The Dean or School Director will share this written report with the Program Director, with a copy to the Provost. The Program Director shall have the right to submit a written response. The Dean or School Director shall maintain a file of all review materials and any responses from the Program Director.

304.1.7 Appointment Termination.

Program Director appointments terminate through resignation, non-reappointment, or termination for cause.

a. Resignation. Resignation by a Program Director must be made in writing to the Supervisor, with a copy to the Provost. The Dean must be copied on any resignation letters to the School Director or Department Chair. The resignation shall take effect upon a date and terms memorialized in writing and mutually agreed by the Program Director and the supervisor in consultation with the next-level supervisor.

b. Notice of Non-reappointment. Subject to the provisions of section 304.1.4, notice of non- reappointment will be given in writing by the supervisor to the Program Director, with

the prior approval of the Provost, no later than May 1 of the year in progress, in the absence of extenuating circumstances.

c. Compensation on Assumption or Resumption of Faculty Appointment. Upon resignation or non-reappointment, a Program Director assuming or resuming a faculty appointment as to which a tenured or contractual right of appointment exists will do so at the salary set by the supervisor in consultation with the Program Director's Department Chair and Dean. The salary may include consideration of administrative experience gained as well as factors including the salary range of faculty of the same rank in the academic unit, academic experience and expertise, standing in the academic discipline, and duties to be performed. The individual shall also be entitled to the benefits otherwise available to faculty under the applicable Faculty Handbook or applicable collective bargaining agreement. Program Directors eligible to accrue vacation time shall be paid for up to 270 hours within thirty days following the effective date of termination of the Program Director's appointment, except in cases where the Program Director assumes or resumes a twelve-month faculty appointment, in which case it will be carried over.

d. Termination for Cause. A Program Director is subject to termination for cause in the event of serious malfeasance or nonfeasance, including without limitation violations of University policy or law relevant to fitness as Program Director, gross insubordination, falsification of records, or grossly negligent acts or omissions in the performance of duties. Any allegations of serious malfeasance or nonfeasance shall be referred to, or initiated by, the supervisor If, after consulting with the Provost, the supervisor concludes that the conduct, if proved, would constitute a basis for termination, the provisions of the Collective Bargaining Agreement apply.

304.1.8 Faculty Appointment

A Program Director who has a preexisting faculty appointment shall retain the appointment notwithstanding a termination for cause of the Program Director appointment, unless the faculty status is itself affected under procedures applicable to faculty appointments. Duties associated with the faculty appointment shall resume as soon as feasible in light of Academic Program needs as reasonably determined by the Dean or School Director in consultation with the Program Director's Chairperson, but ordinarily no later than the first full semester following termination of the appointment.

304.2 Academic Program Governance and Functions

304.2.1 Self-Governance

Each Academic Program has jurisdiction over matters that concern its own internal policy and practices as long as the authority is exercised in a manner consistent with the policies of the College or School or Department and of the University. Questions of precedence shall be determined in accordance with section 030.2. The Dean or School Director or Department Chair shall resolve questions of jurisdiction and responsibility between the Academic Program of a College, School, or School within a College, or Department upon referral of those questions by a Program Director to the Dean or School Director or Department Chair. The Dean or School Director shall also resolve questions of jurisdiction between an Academic Program and the faculty upon referral of those questions by the Program Director or a faculty

member of an affected Academic Program to the Dean or School Director or Department Chair.

304.2.2 Functions of an Academic Program
The principal functions of an Academic Program are to:

a. Develop an appropriate program of instruction consistent with that of the Department, College or School and the University;

b. Study and employ ways and means of making its instruction more effective; and

c. Maintain and effectively utilize the resources entrusted to it by the University.

305 Schools Within Colleges

305.1 School Directors

305.1.1 Description and Responsibilities
A School Director is the administrator responsible for management and coordination of the work of a school within a college as more specifically set forth in section 305.1.5.

305.1.2 Recruitment
Upon authorization of the Provost, the Dean shall commence an internal or external recruitment for a new School Director assisted and advised by a search committee appointed by the Dean in consultation with the Provost. The search committee will ordinarily include no fewer than three members of the School, two of whom will be elected by the School faculty. The committee may also include a Program Director from the School or another Department or Program within the College for which the School Director is being recruited; and, as desirable, a faculty member from another College or freestanding School whose academic programs interrelate with those of the School for which the School Director is being recruited. A majority of the search committee members shall hold appointments in the School for which the School Director is being recruited. The search committee shall invite all members of the School to meet candidates and to express their recommendations through the search committee to the Dean. Subject to the approval of the Provost, and following consideration by the Dean and the Provost of the recommendations of the search committee, the School Director is appointed by the Dean of the College.

305.1.3 Initial Appointment
Initial School Director appointments are for a period of one year and are subject to annual reappointment on a schedule commensurate with the University fiscal year. The salary upon initial appointment of a School Director, including the base salary associated with the faculty appointment, shall be set by the Provost following recommendation of the Dean and may, in the case of a faculty member assuming the appointment, include a salary increment for the assumption of School Director duties. The Dean shall inform the School Director in writing at the time of initial appointment and any subsequent reappointments of the amount of any

increment, such as an administrative stipend, associated with the School Director duties and the basis for re-calculation of salary when the School Director resumes or assumes a faculty appointment. All School Director appointments shall be made expressly subject to applicable benefits policies and plans and to the provisions of the University Manual.

305.1.4 Reappointment

Following the initial term of appointment, School Directors are subject to annual reappointment consideration. Decisions as to reappointment and non-reappointment shall be made by the appropriate Dean prior to expiration of the appointment term in progress, subject to the prior approval of the Provost. A non-reappointment decision shall be based upon performance or reasonably derived strategic, programmatic, administrative, or financial reasons. The Dean shall give the School Director notice of non-reappointment in writing, with a statement of reasons. A School Director whose appointment expires at the end of the term in progress and who holds a faculty appointment to which a tenured or contractual right of appointment exists will be expected to resume active duties as a faculty member during the immediately upcoming semester unless he or she provides written notice of resignation from the faculty appointment to the Provost, with a copy to the Dean, within thirty calendar days of receipt of notice of non-reappointment.

305.1.5 Responsibilities of the School Director

The School Director is responsible to the Dean for the effective management and coordination of the work of a school within a college. The School Director's duties include:

d. Consulting with Program Directors regarding faculty contributions and effort devoted to the School;

e. Attending to courses of instruction and their purpose and content, and scheduling courses for and otherwise making assignments to faculty in cooperation with Program Directors;

f. Assessing the effectiveness of School instruction and student advising;

g. Making recommendations to the Dean, following such consultation with School faculty as may be required by School guidelines, on the appointment of new faculty and reappointment of faculty to the School;

h. Fostering research and scholarship by School faculty, and assisting in appropriate administration of the research;

i. Mentoring faculty and contributing to annual performance review of faculty and reviews relating to reappointment, promotion and tenure;

j. Initiating corrective action relative to School faculty performance or conduct;

k. Preparing a budget for the School and managing the budget after its adoption;

i. Scheduling meetings to conduct School business, periodically on his/her own initiative or at the request of any two members of the School, and otherwise consulting with School faculty as may be necessary or desirable to the effective administration of the School; and

j. Being familiar with University, College, School, and Program policies and collective bargaining agreements as necessary to effectively carry out the responsibilities of a School Director.

305.1.6 Performance Review

a. Annual Review. The Dean shall conduct an annual written performance review of each School Director in the College. The Dean will meet with each School Director individually to discuss the results of the review and, subject to the approval of the Provost, to convey a reappointment decision and, as applicable, a salary award for the upcoming year.

b. Third-Year Review. The Dean shall conduct a formative written review of each School Director's performance during the fall semester of the third year of each five-year interval of appointment. The third-year evaluation process has as its primary goal to facilitate continued improvement of the academic leadership and management of the School, for the benefit of the School, the College, and the University. Each School faculty and staff member shall be afforded an opportunity to provide input into this third-year performance review. Such input will be based upon the School Director's performance of the responsibilities set forth in section 305.1.5 and as otherwise defined by the University through proper channels. For the third-year reviews, standardized evaluation forms will be distributed and administered by the Dean's office in electronic format, so that confidentiality may be assured. The standardized form shall have the following characteristics: 1) the form will use a combination of descriptive criteria upon which the School Director shall be ranked and opportunities for narrative comments to justify the ranks assigned; 2) respondents may reveal their identity but are not required to do so; and 3) the identities of the participants will not be revealed to the School Director under review. The Dean shall prepare a written report on the School Director's administrative performance that shall include a summary of the faculty, staff, and student evaluations. The Dean will share this written report with the School Director, with a copy to the Provost. The School Director shall have the right to submit a written response. The Dean shall maintain a file of the third-year performance appraisals, the individual evaluation forms, and any responses from the School Director.

c. Periodic Comprehensive Review. All School Directors shall undergo a summative performance review at intervals of no more than five years. The primary objective of this review is to provide advice to the Dean as they determine whether a School Director's appointment should be continued. Such a review may be initiated at an earlier point at the request of the Dean, the School Director, or a majority of the faculty of the School eligible to vote in School matters pursuant to the policies or established practices of the School. The Dean shall appoint a committee to review the School Director, consisting of a minimum of five members, two of whom shall be elected faculty representatives from the School. A minimum of three members of the committee, including its chair, must come from outside the School. Unless an earlier review is initiated pursuant to this subsection,

the committee will be charged during the fall semester of the fifth year. The review committee shall conduct its work in an expeditious manner. It will begin with a thorough review of the third-year evaluation documents. It shall consult with all faculty members, students, staff, and other administrators in the School. The committee shall submit a report, in writing, to the appropriate Dean no later than February 1. The Dean shall present the full report of the review committee to the School Director, with a copy to the Provost. An accurate summary of the findings of the report will be made available to every faculty and staff member.

305.1.7 Appointment Termination.
School Director appointments terminate through resignation, non-reappointment, or termination for cause.

a. Resignation. Resignation by a School Director must be made in writing to the Dean, with a copy to the Provost. The resignation shall take effect upon a date and terms memorialized in writing and mutually agreed by the School Director and the Dean, the latter in consultation with the Provost.

b. Notice of Non-reappointment. Subject to the provisions of section 305.1.4, notice of non-reappointment will be given in writing by the Dean to the School Director, with the prior approval of the Provost, no later than May 1 of the year in progress, in the absence of extenuating circumstances.

c. Compensation on Assumption or Resumption of Faculty Appointment. Upon resignation or non-reappointment, a School Director assuming or resuming a faculty appointment as to which a tenured or contractual right of appointment exists will do so at the salary set by the Dean in consultation with the successor School Director. The salary may include consideration of administrative experience gained as well as factors including the salary range of faculty of the same rank in the academic unit, academic experience and expertise, standing in the academic discipline, and duties to be performed. The individual shall also be entitled to the benefits otherwise available to faculty under the applicable Faculty Handbook or applicable collective bargaining agreement. School Directors eligible to accrue vacation time shall be paid for up to 270 hours within thirty days following the effective date of termination of the School Director's appointment, except in cases where the School Director assumes or resumes a twelve-month faculty appointment, in which case it will be carried over.

d. Termination for Cause. A School Director is subject to termination for cause in the event of serious malfeasance or nonfeasance, including without limitation violations of University policy or law relevant to fitness as School Director, gross insubordination, falsification of records, or grossly negligent acts or omissions in the performance of duties. Any allegations of serious malfeasance or nonfeasance shall be referred to, or initiated by, the Dean or School Director. If, after consulting with the Provost, the Dean concludes that the conduct, if proved, would constitute a basis for termination, the procedures below will apply.

i. Notice of Charges. The Dean will promptly issue the School Director written notice of charges and a summary of the preliminary supporting evidence, and provide the School Director with an opportunity to respond within a specified time to the charges in a meeting and in writing. If the Dean determines that it would be in the best interests of the University, the College, or the School for the School Director to be placed on paid administrative leave pending the results of an investigation, in the absence of extenuating circumstances the leave will be instituted with written notice to the School Director immediately following provision of the opportunity to respond to the charges.

ii. Investigation. The Dean will promptly commence an investigation responsive in nature and scope to the pending charges. If an investigative procedure otherwise relevant to the charges applies (such as those relating to investigative audits or discrimination complaints), the Dean will request initiation of such a process and await its findings and recommendations. The investigation will be completed within twenty business days except in extenuating circumstances, in which latter case the Dean will advise the School Director in writing of the delay and the revised date for completion of the investigation.

iii. Notice of Decision. After the investigation is complete, the Dean will in writing convey its results to the School Director, who will be given an opportunity to respond to the Dean in writing within ten business days. The Dean will issue a final written decision within twenty business days of receipt of the School Director's written response to the investigative report or within twenty business days following expiration of the response period if no response is submitted. The Dean's decision shall include a reiteration of the charges; a ruling on the charges, including a summary of the supporting evidence and statement of rationale for the decision; if the decision is to terminate the appointment, the effective date of termination; and the appeal process, including the filing deadline.

iv. Appeal of Decision; Final Decision. The School Director may appeal to the Provost within ten business days following issuance of the Dean's decision. The appeal is made by the School Director filing with the Provost a notice of appeal and an explanation of the basis for the appeal. If an appeal is filed, the Provost will issue a final written decision within twenty business days of receipt of the appeal, a copy of which will be sent to the Dean. If the School Director does not appeal within the required time frame, or does not obtain from the Provost an extension of time within which to appeal for reasonable cause shown, the decision of the Dean shall be final. Compensation associated with the School Director appointment shall end as of the effective date of termination.

v. Faculty Appointment. A School Director who has a preexisting faculty appointment shall retain the appointment notwithstanding a termination for cause of the School Director appointment, unless the faculty status is itself affected under procedures applicable to faculty appointments. Duties associated with the faculty appointment shall resume as soon as feasible in light of School needs as reasonably determined by the Dean in consultation with the successor School Director, but ordinarily no later than the first full semester following termination of the appointment.

305.2 School Within a College Governance and Functions

305.2.1 Self-Governance

Each School within a College has jurisdiction over matters that concern its own internal policy and practices as long as the authority is exercised in a manner consistent with the policies of the College, and of the University. Questions of precedence shall be determined in accordance with section 030.2. The Dean shall resolve questions of jurisdiction and responsibility between Schools, and Departments and Programs in a College upon referral of those questions by a School Director to the Dean. The Dean shall also resolve questions of jurisdiction between a School and the faculty upon referral of those questions by the School Director or a faculty member of an affected School to the Dean.

305.2.2 Functions of a School Within a College

The principal functions of a School within a College are to:

a. Develop an appropriate program of instruction consistent with that of College and the University;

b. Study and employ ways and means of making its instruction more effective; and

c. Maintain and effectively utilize the resources entrusted to it by the University.

306 Colleges and Freestanding Schools

306.1 Associate Deans

306.1.1 Description and Responsibilities

As delegated by the Dean, Associate Deans are responsible for supporting the management and coordination of work in a College or freestanding School as more specifically set forth in section 306.1.5.

306.1.2 Recruitment

Upon authorization of the Provost, the Dean shall commence an internal recruitment for a new Associate Dean. The recruitment process will be determined by the Dean and will include an open call announcing the position vacancy and providing all eligible faculty members with an opportunity to apply. The Dean may be assisted and advised by a committee. The Dean appoints the Associate Dean in consultation with the Provost. The process for externally recruited Associate Deans shall mirror faculty recruitment procedures as appropriate, as the Associate Dean will require an underlying academic appointment.

306.1.3 Initial Appointment

Initial Associate Dean appointments are for one year and are subject to annual reappointment on a schedule commensurate with the University fiscal year. The salary upon initial appointment of an Associate Dean, including the base salary associated with the faculty

appointment, shall be set by the Provost following recommendation of the Dean and may, in the case of a faculty member assuming the appointment, include a salary increment for the assumption of Associate Dean duties. The Dean shall inform the Associate Dean in writing at the time of initial appointment and any subsequent reappointments of the amount of any increment, such as an administrative stipend, associated with the Associate Dean duties and the basis for re-calculation of salary when the Associate Dean resumes or assumes a faculty appointment. All Associate Dean appointments shall be made expressly subject to applicable benefits policies and plans and to the provisions of the University Manual.

306.1.4 Reappointment

Following the initial term of appointment, Associate Deans are subject to annual reappointment consideration. Decisions as to reappointment and non-reappointment shall be made by the appropriate Dean prior to expiration of the appointment term in progress, subject to the prior approval of the Provost. A non-reappointment decision shall be based upon performance or reasonably derived strategic, programmatic, administrative, or financial reasons. The Dean shall give the Associate Dean notice of non-reappointment in writing, with a statement of reasons. An Associate Dean whose appointment expires at the end of the term in progress and who holds a faculty appointment to which a tenured or contractual right of appointment exists will be expected to resume active duties as a faculty member during the immediately upcoming semester unless he or she provides written notice of resignation from the faculty appointment to the Provost, with a copy to the Dean, within thirty calendar days of receipt of notice of non-reappointment.

306.1.5 Responsibilities of the Associate Dean

The Associate Dean is responsible to the Dean for the effective management and coordination of particular elements of the work of the College or School as delegated by the Dean and may include areas such as academic affairs, enrollment management, faculty affairs, research, or student affairs. In freestanding Schools, an Associate Dean may also be responsible for duties typically assigned to Department Chairs relative to faculty assignments, supervision, review, and the reappointment, promotion, and tenure processes.

306.1.6 Performance Review

a. Annual Review. The Dean shall conduct an annual written performance review of each Associate Dean in the College or School. The Dean will meet with each Associate Dean individually to discuss the results of the review and, subject to the approval of the Provost, to convey a reappointment decision and, as applicable, a salary award for the upcoming year.

b. Comprehensive Review. The Dean shall conduct a comprehensive review of each Associate Dean within the first five years of the appointment. The primary goals of the review are to assess the Associate Dean's effectiveness and to facilitate continued improvement. The review process will be determined by the supervisor and the Provost, and shall provide confidential opportunities for input from senior level direct reports, and a cross-section of constituent groups external to the unit closely aligned with or impacted by the work of the Associate Dean. The Dean shall prepare a written report on the Associate

Dean's administrative performance that shall include a summary of the input received. The Dean will share this written report with the Associate Dean, with a copy to the Provost. The Associate Dean shall have the right to submit a written response. The Dean shall maintain a file of all review materials and any responses from the Associate Dean.

306.1.7 Appointment Termination.
Associate Dean appointments terminate through resignation, non-reappointment, or termination for cause.

a. Resignation. Resignation by an Associate Dean must be made in writing to the Dean with a copy to the Provost. The resignation shall take effect upon a date and terms memorialized in writing and mutually agreed by the Associate Dean and the Dean.

b. Notice of Non-reappointment. Subject to the provisions of section 306.1.4, notice of non-reappointment will be given in writing by the Dean to the Associate Dean, with the prior approval of the Provost, no later than May 1 of the year in progress, in the absence of extenuating circumstances.

c. Compensation on Assumption or Resumption of Faculty Appointment. Upon resignation or non-reappointment, an Associate Dean assuming or resuming a faculty appointment as to which a tenured or contractual right of appointment exists will do so at the salary set by the Dean in consultation with the Associate Dean's Department Chair or Program Director. The salary may include consideration of administrative experience gained as well as factors including the salary range of faculty of the same rank in the academic unit, academic experience and expertise, standing in the academic discipline, and duties to be performed. The individual shall also be entitled to the benefits otherwise available to faculty under the applicable Faculty Handbook or applicable collective bargaining agreement. Associate Deans eligible to accrue vacation time shall be paid for up to 270 hours within thirty days following the effective date of termination of the Associate Dean's appointment, except in cases where the Associate Dean assumes or resumes a twelve-month faculty appointment, in which case it will be carried over.

d. Termination for Cause. An Associate Dean is subject to termination for cause in the event of serious malfeasance or nonfeasance, including without limitation violations of University policy or law relevant to fitness as Associate Dean, gross insubordination, falsification of records, or grossly negligent acts or omissions in the performance of duties. Any allegations of serious malfeasance or nonfeasance shall be referred to, or initiated by, the Dean. If, after consulting with the Provost, the Dean concludes that the conduct, if proved, would constitute a basis for termination, the procedures below will apply to Associate Deans who are not members of the Collective Bargaining Unit.

i. Notice of Charges. The Dean will promptly issue the Associate Dean written notice of charges and a summary of the preliminary supporting evidence, and provide the Associate Dean with an opportunity to respond within a specified time to the charges in a meeting and in writing. If the Dean determines that it would be in the best interests of the University, the College or School for the Associate Dean to be placed on paid administrative leave pending the results of an investigation, in the absence of

extenuating circumstances the leave will be instituted with written notice to the Associate Dean immediately following provision of the opportunity to respond to the charges.

ii. Investigation. The Dean will promptly commence an investigation responsive in nature and scope to the pending charges. If an investigative procedure otherwise relevant to the charges applies (such as those relating to investigative audits or discrimination complaints), the Dean will request initiation of such a process and await its findings and recommendations. The investigation will be completed within twenty business days except in extenuating circumstances, in which latter case the Dean will advise the Associate Dean in writing of the delay and the revised date for completion of the investigation.

iii. Notice of Decision. After the investigation is complete, the Dean will in writing convey its results to the Associate Dean, who will be given an opportunity to respond to the Dean in writing within ten business days. The Dean will issue a final written decision within twenty business days of receipt of the Associate Dean's written response to the investigative report or within twenty business days following expiration of the response period if no response is submitted. The Dean's decision shall include a reiteration of the charges; a ruling on the charges, including a summary of the supporting evidence and statement of rationale for the decision; if the decision is to terminate the appointment, the effective date of termination; and the appeal process, including the filing deadline.

iv. Appeal of Decision; Final Decision. The Associate Dean may appeal to the Provost within ten business days following issuance of the Dean's decision. The appeal is made by the Associate Dean filing with the Provost a notice of appeal and an explanation of the basis for the appeal. If an appeal is filed, the Provost will issue a final written decision within twenty business days of receipt of the appeal, a copy of which will be sent to the Dean. If the Associate Dean does not appeal within the required time frame, or does not obtain from the Provost an extension of time within which to appeal for reasonable cause shown, the decision of the Dean shall be final. Compensation associated with the Associate Dean appointment shall end as of the effective date of termination.

v. Faculty Appointment. An Associate Dean who has a preexisting faculty appointment shall retain the appointment notwithstanding a termination for cause of the Associate Dean appointment, unless the faculty status is itself affected under procedures applicable to faculty appointments. Duties associated with the faculty appointment shall resume as soon as feasible in light of Department or Academic Program needs as reasonably determined by the Dean in consultation with the Associate Dean's Chairperson or Program Director, but ordinarily no later than the first full semester following termination of the appointment.

307 Office of the Provost

307.1 Academic Vice Provosts

307.1.1 Description and Responsibilities

As delegated by the Provost, an Academic Vice Provost (or "Vice Provost") is responsible for management and coordination of work in the Office of the Provost and/or a Vice Provostial division as determined by the Provost, as more specifically set forth in section 307.1.5, and for which faculty standing and a tenured faculty appointment is required.

307.1.2 Recruitment

Upon authorization of the President, the Provost shall commence an internal recruitment for a new Vice Provost. The recruitment process will be determined by the Provost and will include an open call announcing the position vacancy and providing all eligible faculty members with an opportunity to apply. The Provost may be assisted and advised by a committee. The Provost appoints the Vice Provost in consultation with the President. The process for externally recruited Vice Provosts shall mirror faculty recruitment procedures as appropriate, as the Vice Provost will require an underlying academic appointment.

307.1.3 Initial Appointment

Initial Vice Provost appointments are for a period of one year and are subject to annual reappointment on a schedule commensurate with the University fiscal year. The salary upon initial appointment of a Vice Provost, including the base salary associated with the faculty appointment, shall be set by the Provost following recommendation of the Dean and may, in the case of a faculty member assuming the appointment, include a salary increment for the assumption of Vice Provost duties. The Provost shall inform the Vice Provost in writing at the time of initial appointment and any subsequent reappointments of the amount of any increment, such as an administrative stipend, associated with the Vice Provost duties and the basis for re-calculation of salary when the Vice Provost resumes or assumes a faculty appointment. All Vice Provost appointments shall be made expressly subject to applicable benefits policies and plans and to the provisions of the University Manual.

307.1.4 Reappointment

Following the initial term of appointment, Vice Provosts are subject to annual reappointment consideration. Decisions as to reappointment and non-reappointment shall be made by the Provost prior to expiration of the appointment term in progress, subject to the prior approval of the President. A non-reappointment decision shall be based upon performance or reasonably derived strategic, programmatic, administrative, or financial reasons. The Provost shall give the Vice Provost notice of non-reappointment in writing, with a statement of reasons. A Vice Provost whose appointment expires at the end of the term in progress and who holds a faculty appointment to which a tenured or contractual right of appointment exists will be expected to resume active duties as a faculty member during the immediately upcoming fall semester unless they provide written notice of resignation from the faculty appointment to the Provost within thirty calendar days of receipt of notice of non-reappointment.

307.1.5 Responsibilities of the Academic Vice Provost

The Vice Provost is responsible to the Provost for the effective management and coordination of particular elements of the work of the Office of the Provost and/or a Provostial division as delegated by the Provost and may include areas such as academic affairs, faculty affairs, and research.

307.1.6 Performance Review

a. Annual Review. The Provost shall conduct an annual written performance review of each Vice Provost. The Provost will meet with each Vice Provost individually to discuss the results of the review and, subject to the approval of the President, to convey a reappointment decision and, as applicable, a salary award for the upcoming year.

b. Comprehensive Review. The Provost shall conduct a comprehensive review of each Academic Vice Provost within the first five years of the appointment. The primary goals of the review are to assess the Academic Vice Provost's effectiveness and to facilitate continued improvement. The review process will be determined by the Provost and the President, and shall provide confidential opportunities for input from senior-level direct reports, and a cross-section of constituent groups external to the unit closely aligned with or impacted by the work of the Academic Vice Provost. The Provost shall prepare a written report on the Academic Vice Provost's administrative performance that shall include a summary of the input received. The Provost will share this written report with the Academic Vice Provost, with a copy to the President. The Academic Vice Provost shall have the right to submit a written response. The Provost shall maintain a file of all review materials and any responses from the Academic Vice Provost.

307.1.7 Appointment Termination

Vice Provost appointments terminate through resignation, non-reappointment, or termination with notice or for cause as governed by Section 204.3 of the University Manual.

308 University-wide Academic Centers and Institutes

308.1 Academic Center and Institute Directors

308.1.1 Description and Responsibilities

The Academic Center/Institute Director is the administrator responsible for management and coordination of the work of a center or institute as more specifically set forth in section 308.1.5.

308.1.2 Recruitment
Upon authorization of the Provost and/or President, the Vice President for Research or Provost ("supervisor"), shall commence an internal recruitment for a new Academic Center/Institute Director. The recruitment process will be determined by the supervisor and will include an open call announcing the position vacancy and providing all eligible faculty members with an opportunity to apply. The supervisor may be assisted and advised by a committee. The supervisor appoints the Academic Center/Institute Director in consultation with the President and/or Provost. The process for externally recruited Academic Center/Institute Directors shall mirror faculty recruitment procedures as appropriate as the Academic Center/Institute Director will require an underlying academic appointment.

308.1.3 Initial Appointment
Initial Academic Center/Institute Director appointments are for a period of one year and are subject to annual reappointment on a schedule commensurate with the University fiscal year. The salary upon initial appointment of an Academic Center/Institute Director, including the base salary associated with the faculty appointment, shall be set by the supervisor following recommendation of the Provost and Dean and may, in the case of a faculty member assuming the appointment, include a salary increment for the assumption of Academic Center/Institute Director duties. The supervisor shall inform the Academic Center/Institute Director in writing at the time of initial appointment and any subsequent reappointments of the amount of any increment, such as an administrative stipend, associated with the Academic Center/Institute Director duties and the basis for re-calculation of salary when the Academic Center/Institute Director resumes or assumes a faculty appointment. All Academic Center/Institute Director appointments shall be made expressly subject to applicable benefits policies and plans and to the provisions of the University Manual.

308.1.4 Reappointment
Following the initial term of appointment, Academic Center/Institute Directors are subject to annual reappointment consideration. Decisions as to reappointment and non-reappointment shall be made by the supervisor prior to expiration of the appointment term in progress, subject to the prior approval of the President and/or Provost. A non-reappointment decision shall be based upon performance or reasonably derived strategic, programmatic, administrative, or financial reasons. The supervisor shall give the Academic Center/Institute Director notice of non-reappointment in writing, with a statement of reasons. An Academic Center/Institute Director whose appointment expires at the end of the term in progress and who holds a faculty appointment to which a tenured or contractual right of appointment exists will be expected to resume active duties as a faculty member during the immediately upcoming semester unless they provide written notice of resignation from the faculty appointment to the supervisor , with a copy to the Dean, within thirty calendar days of receipt of notice of non-reappointment.

308.1.5 Responsibilities of the Academic Center or Institute Director
The Academic Center/Institute Director is responsible to the supervisor for the effective management and coordination of the work of the Academic Center/Institute. The Academic Center/Institute Director's duties include:

a. Coordinating Center/Institute needs in cooperation with Deans, School Directors, Chairpersons and/or other Program Directors;

b. Assessing the effectiveness of Academic Center/Institute activities;

c. Making recommendations to the supervisor, following such consultation with Academic Center/Institute faculty as may be required by Academic Center/Institute guidelines, on the appointment of new faculty and reappointment of faculty to the Academic Center/Institute;

d. Fostering research, scholarship, and engagement related to the Academic Center/Institute;

e. Provide mentorship for faculty as appropriate.

f. Preparing a budget for the Academic Center/Institute and managing the budget after its adoption; seeking external resources to support Academic Center/Institute activities;

g. Scheduling meetings to conduct Academic Center/Institute business, periodically on their own initiative or at the request of any two members of the Academic Center/Institute and otherwise consulting with Academic Center/Institute faculty as may be necessary or desirable to the effective administration of the Academic Center/Institute; and

h. Being familiar with University, College/School, and Academic Center/Institute policies and collective bargaining agreements as necessary to effectively carry out the responsibilities of an Academic Center/Institute Director.

308.1.6 Performance Review

a. Annual Review. The supervisor shall conduct an annual written performance review of each Academic Center/Institute Director. The supervisor will meet with each Academic Center/Institute Director individually to discuss the results of the review and, subject to the approval of the President and/or Provost, to convey a reappointment decision and, as applicable, a salary award for the upcoming year.

b. Comprehensive Review. The supervisor shall conduct a comprehensive review of each Academic Center or Institute Director within the first five years of the appointment. The primary goals of the review are to assess the Academic Center or Institute Director's effectiveness and to facilitate continued improvement. The review process will be determined by the supervisor and the next-level supervisor, and shall provide confidential opportunities for input from senior level direct reports, and a cross-section of constituent groups external to the unit closely aligned with or impacted by the work of the Academic Center or Institute Director. The supervisor shall prepare a written report on the Academic Center or Institute Director's administrative performance that shall include a summary of the input received. The supervisor will share this written report with the Academic Center/Institute Director, with a copy to the President. The Academic Center/Institute Director shall have the right to submit a written response. The supervisor shall maintain a file of all review materials and any responses from the Academic Center/Institute Director.

308.1.7 Appointment Termination

Academic Center/Institute Director appointments terminate through resignation, non-reappointment, or termination for cause.

a. Resignation. Resignation by an Academic Center/Institute Director must be made in writing to the supervisor, with a copy to the President and/or Provost, and Dean. The resignation shall take effect upon a date and terms memorialized in writing and mutually agreed by the Academic Center/Institute Director and the supervisor, and the next-level supervisor.

b. Notice of Non-reappointment. Subject to the provisions of section 308.1.4, notice of non-reappointment will be given in writing by the supervisor to the Academic Center/Institute Director, with the prior approval of the next-level supervisor, no later than May 1 of the year in progress, in the absence of extenuating circumstances.

c. Compensation on Assumption or Resumption of Faculty Appointment. Upon resignation or non-reappointment, an Academic Center/Institute Director assuming or resuming a faculty appointment as to which a tenured or contractual right of appointment exists will do so at the salary set by the supervisor in consultation with the Academic Center/Institute's Director's Dean. The salary may include consideration of administrative experience gained as well as factors including the salary range of faculty of the same rank in the academic unit, academic experience and expertise, standing in the academic discipline, and duties to be performed. The individual shall also be entitled to the benefits otherwise available to faculty under the applicable Faculty Handbook or applicable collective bargaining agreement. Academic Center/Institute Directors eligible to accrue vacation time shall be paid for up to 270 hours within thirty days following the effective date of termination of the Academic Center/Institute Director's appointment, except in cases where the Academic Center/Institute Director assumes or resumes a twelve-month faculty appointment, in which case it will be carried over.

d. Termination for Cause. An Academic Center/Institute Director is subject to termination for cause in the event of serious malfeasance or nonfeasance, including without limitation violations of University policy or law relevant to fitness as Academic Center/Institute Director, gross insubordination, falsification of records, or grossly negligent acts or omissions in the performance of duties. Any allegations of serious malfeasance or nonfeasance shall be referred to, or initiated by, the supervisor. If, after consulting with the next-level supervisor, the supervisor concludes that the conduct, if proved, would constitute a basis for termination, the provisions of the Collective Bargaining Agreement apply.

e. Faculty Appointment. An Academic Center/Institute Director who has a preexisting faculty appointment shall retain the appointment notwithstanding a termination for cause of the Academic Center/Institute Director appointment, unless the faculty status is itself affected under procedures applicable to faculty appointments. Duties associated with the faculty appointment shall resume as soon as feasible in light of College/School needs as reasonably determined by the Dean in consultation with the Academic Center/Institute's

Director's Chairperson or Program Director, but ordinarily no later than the first full semester following termination of the appointment.

308.2 Academic Center and Institute Governance and Functions

308.2.1 Self-Governance

Each Academic Center/Institute has jurisdiction over matters that concern its own internal policy and practices as long as the authority is exercised in a manner consistent with the policies of the University. Questions of precedence shall be determined in accordance with section 030.2. The supervisor shall resolve questions of jurisdiction and responsibility of an Academic Center/Institute upon referral of those questions by an Academic Center/Institute Director. The supervisor shall also resolve questions of jurisdiction between an Academic Center/Institute and the faculty upon referral of those questions by the Academic Center/Institute Director or a faculty member of an affected unit.

308.2.2 Functions of an Academic Center or Institute

The principal functions of an Academic Center/Institute are to:

a. Facilitate the performance of interdisciplinary or focused curricular or instruction, research, scholarship or creative arts activities consistent with that of the University,

b. Study and employ ways and means of making its activities more effective; and

c. Maintain and effectively utilize the resources entrusted to it by the University.

APPENDICES

FACULTY SENATE CONSTITUTION AND BYLAWS

FACULTY AGREEMENTS

- Larner College of Medicine Faculty Handbook
- Collective Bargaining Agreement governing represented full-time faculty
- Collective Bargaining Agreement governing represented part-time faculty

UNIVERSITY CATALOGUE

BOARD OF TRUSTEES' POLICY MANUAL

UNIVERSITY POLICIES WEBPAGE

Appendix C

UNIVERSITY OF VERMONT AND STATE AGRICULTURAL COLLEGE

BOARD OF TRUSTEES

COMMITTEE ON BUDGET, FINANCE AND INVESTMENT

The Committee shall have responsibility for overseeing the development of strategic, long-range institutional financial plans and related plan objectives. It shall engage in ongoing assessment of the current and long-range financial status of the institution.

The Committee shall oversee the formation and approval of annual budgets. It shall oversee the creation, implementation, and periodic review and revision of financial, treasury, investment and debt management policies.

The Committee shall review, and make recommendations to the Board regarding student tuition and fees.

The Committee shall receive routine endowment performance updates from the University of Vermont Management Company, LLC ("UVIMCO") and approve the establishment of Quasi-Endowment Funds. ~~and the setting of asset allocation policy targets and allowable ranges.~~~~retain investment managers and financial advisors as necessary and desirable in the conduct of its work.~~

The Committee will exercise its charge in a manner consistent with University governance, including the Board's reserved rights and delegations of authority.

Approved by the Board of Trustees: September 9, 2006
Approved as amended by the Board of Trustees: November 8, 2012
Approved as amended by the Board of Trustees: October 18, 2014
Approved as amended by the Board of Trustees:

BFI Committee Operational Elaboration of Charge

The jurisdiction of the Committee includes:

- Strategic financial planning, including short and long-range financial status assessment
- The annual capital and operating budgets, and quarterly institutional financial statements
- State appropriations and capital requests
- Receipt of periodic updates from the Foundation CEO regarding fundraising goals and progress
- Fund investment decisions (such as those relating to the endowments that are not invested in the long-term pool ~~and similar funds~~, agency funds, trusts and, as lawfully available, funds from bonds, loans, and other sources in excess of immediate debt payment requirements), including assets management and allocation, and policies relating to socially responsible investment
- Debt management, including the adequacy of assets to meet external debt obligations, and issuance of debt
- Cash, central bank, and commercial paper policies
- Dissolution, merger, sale, pledge, or transfer of all or substantially all of institutional assets
- Such other matters consistent with its charge as may be referred to the Committee
  by the Board Chair with notice to the Board

Appendix D

Office of the Vice President for Finance and Administration

Energy Efficiency (Green) Revolving Loan Fund

May 17, 2024

Board of Trustees
Budget, Finance & Investment Committee

Prepared By
Richard H. Cate, Vice President for Finance and Administration

The administration is proposing to lengthen the payback period required for the energy efficiency revolving loan fund. In extending the payback period required for projects, larger, more impactful projects will qualify and result in energy cost savings that will repay the loans, plus interest, so that additional projects can be funded.

The Energy Efficiency (Green) Loan Fund has been highly effective since its development in 2012 and remains the largest in the country at $13 million. A rolling list of potential projects was developed and then prioritized based on their payback period, internal rate of return (IRR), and the availability of remaining funds in the revolving loan fund. Before a project is funded, the payback period and the IRR calculations are reviewed by Efficiency Vermont, a non-profit corporation that provides technical assistance to Vermont households and businesses in reducing their energy costs, in addition to Vermont Gas Systems, Burlington Electric Department or Green Mountain Power, our utility providers.

This proposal is to extend the current maximum payback period from 7 to 15 years to expand the scope of projects that would qualify for funding. In making this change, we expect to fund projects like heat pump installations in our buildings and perhaps small geothermal heating and cooling projects. Some experts estimate a 10-to-12-year payback period for most geothermal projects. Only projects with a total cost of less than $3 million will be funded. The administration will also provide an annual report on the results of the program.

The calculated amount of annual savings from projects will be transferred each year out of the general fund utilities budget. These funds will be transferred as a principal payment to the revolving loan fund account to be used for other projects. To maintain a conservative approach, if utility rates increase beyond those anticipated in the original pro forma for a project, the resulting increase in savings will not be factored into the repayment plan. The savings will therefore be primarily based on a reduction in energy usage.

The chart below describes projects funded with the revolving loan fund since 2012.

Project description	Date	Project cost	Total payback to date
LUMEC Ext Lighting Phase I	3/5/2012	31,237.78	9,712.78
Simpson Hall Insulation HVAC	3/6/2012	16,160.00	7,939.00
L/L Mech/Elect THERMAXX	3/28/2012	24,633.00	16,750.00
Shoebox LED Ext Lighting	4/26/2012	26,615.00	8,940.00
Bollard LED Ext Lighting	5/25/2012	6,353.27	6,353.27
UH South-Thermal Blankets	5/25/2012	18,315.92	13,755.92
KIM LED Exterior Lighting	5/25/2012	8,088.80	4,763.80
UH North-Thermal Blankets	5/25/2012	14,751.00	8,361.00
LUMEC Ext Lighting Phase II	7/26/2012	24,668.00	7,588.00
Christie - Blankets Phase I	7/30/2012	19,498.05	14,573.05
Christie-Blankets Phase II	7/30/2012	13,065.03	9,765.03
Chiller Plant Expansion	6/11/2014	3,000,000.00	600,000
Energy Improvements Waterman	7/28/2015	467,095.00	241,899.52
Attain Net Metering	3/3/2016	800,000.00	800,000.00
Miller Research Farm Solar	10/24/2016	42,000.00	17,000.00
Stafford 2nd Fume Hood Upgrade	3/20/2019	115,013.94	74,089.94
CFR 13M Revolving Fund Project	4/20/2021	967,032.24	907,032.24
Total		**5,594,527.03**	**2,748,523.55**

Expanding the capacity of the revolving loan fund would help the university make the investments needed to meet its goal of reducing on-campus greenhouse gas emissions, specifically regarding thermal energy, and help move UVM toward our goal of carbon neutrality by 2030.

Appendix E

TO: The University of Vermont Board

FROM: Marie Johnson, Director of Student Financial Services

SUBJECT: Wilbur Trust Grant Awards

DATE: April 22, 2024

Following is a summary report of the University of Vermont Wilbur Trust Fund Grant recipients for the 2023-24 academic year.

1. During the 2023-24 academic year, 218 Vermont high school students received grants from the Wilbur Trust Fund. Grants ranged from $117-$12,418. The total of all grants awarded for the academic year was $845,641.

2. Wilbur Trust Fund grants were awarded without regard to gender, race or creed. Grant recipients were certified by their Vermont high school principal, or a teacher of the public school they attended, that they are of good moral character, desirous of an education, financially unable to obtain an education, and likely to benefit therefrom and become a more useful United States citizen by reason of such education, and be of "extraordinarily good" academic standing.

3. Recipients were notified electronically that they are Wilbur Grant recipients.

4. Grant notification includes a proviso that indicates that receipt of the funding is subject to Board approval.

5. Returning upper-class Wilbur Grant recipients continue to be awarded the Grant throughout their tenure at UVM provided they maintain academic progress consistent with academic requirements published in the University catalog and they otherwise continue to meet the Trust criteria.

EXECUTIVE COMMITTEE

June 10, 2024

Resolution adopting amendments to the Larner College of Medicine Faculty Handbook

BE IT RESOLVED, that the Executive Committee hereby adopts proposed amendments by the University, through its Larner College of Medicine, to the Larner College of Medicine Faculty Handbook as set forth in Appendix A to this document.

Resolution setting the graduate student senate fee for fiscal year 2025

WHEREAS, with support of the administration, the Graduate Student Senate has called for a modest increase in its fees for fiscal year 2025, to "enhance existing stipends" for graduate student clubs and organizations and to "develop new initiatives, structural support, and funding for club and committee activities, and to address the evolving needs of the graduate student body,"

BE IT RESOLVED, that the Executive Committee amends the following rates for the graduate student senate fee to:

Less than 5 credits, $15 per semester
5 or more credits, $25 per semester

Resolution approving contract with All Cycle Waste, Incorporated

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into a contract with All Cycle Waste, Incorporated for a campus waste management system beginning July 1, 2024 through June 30, 2029, for a total amount not to exceed $4,500,000.

Resolution approving contract extension with Environmental Hazards Management, Incorporated

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into a one-year job order contract extension with Environmental Hazards Management, Incorporated for hazardous material projects beginning February 9, 2024 through February 8, 2025, for an amount not to exceed $250,000.

Resolution approving contract with Safety Systems of Vermont, LLC

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into a contract with Safety Systems of Vermont, LLC for fire alarm testing, inspections and maintenance beginning July 1, 2024 through April 30, 2027 with two one-year renewal options for an amount not to exceed $1,700,000.

Resolution approving contract renewal with Rave Mobile Safety

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into a three-year contract renewal with Rave Mobile Safety for the University's emergency communication systems beginning July 1, 2024 through June 30, 2027, for an amount not to exceed $70,000.

Resolution approving contract amendment with Riskonnect, Incorporated

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into a contract amendment with Riskonnect, Incorporated, for claim management software beginning September 9, 2021, through September 8, 2027, for an amount not to exceed $460,000.

This resolution replaces and supersedes the Board of Trustees Executive Committee approval at the December 13, 2021 meeting.

Resolution approving contract renewal with StarRez, Incorporated

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into a contract renewal with StarRez, Incorporated for student housing management software beginning September 6, 2024, through September 5, 2029, for an amount not to exceed $350,000.

Resolution approving contract renewals for software

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into contract renewals with McGraw Hill, LLC, MAXIMUS Higher Education, Incorporated, NuHarbor Security, Wolfram Research, Incorporated, and Explorance Corporation, each for software renewals beginning in 2024 through January 2026, for an amount not to exceed $365,000 in aggregate.

Resolution authorizing a lease with Hale Resources, LLC

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to execute a letter of intent to lease with Hale Resources, LLC for an initial seven (7) year term, with two 5-year optional renewals, for use of 2,246 square feet of office and meeting space at 650 Main Street, Bennington, Vermont with annual lease expense to the University of $44,134.00 per year for the initial term.

Resolution approving revisions to signatory authority for the establishment of bank accounts

BE IT RESOLVED, that any combination of two of the following persons: the President, Senior Vice President and Provost, Vice President for Finance and Administration, and Controller, or any officer holding any of the above positions on an interim basis, are hereby authorized to open commercial bank accounts for the purpose of conducting corporate business; and

BE IT FURTHER RESOLVED, that the President, Senior Vice President and Provost, Vice President for Finance and Administration, Controller, Associate Controller, Treasury and Accounting Manager, Financial Accounting and Reporting Manager, and Senior Treasury Professional, or any officer holding any of the above positions on an interim basis, are hereby authorized to be signatories on these accounts.

This resolution supersedes all previous authorizations.

Resolution approving revisions to signatory authority for the maintenance of bank accounts

BE IT RESOLVED, that the Executive Committee hereby authorizes the following persons: the President, Senior Vice President and Provost, Vice President for Finance and Administration, Controller, Associate Controller, Treasury and Accounting Manager, Financial Accounting and Reporting Manager, and Senior Treasury Professional, or any officer holding any of the above positions on an interim basis, to carry out all legal acts relative to the maintenance of any Bank accounts; and

BE IT FURTHER RESOLVED, that the agreements and authority herein confirmed continue in force until notice of amendment or revocation thereof by proper resolution shall be given to the bank.

This resolution supersedes all previous authorizations.

Resolution approving revisions to signatory authority for transfers between corporate accounts

BE IT RESOLVED, that the Executive Committee hereby authorizes the following persons: the President, Senior Vice President and Provost, Vice President for Finance and Administration, Controller, Associate Controller, Treasury and Accounting Manager, Financial Accounting and Reporting Manager, and Senior Treasury Professional, or any officer holding any of the above positions on an interim basis, to issue telephone instructions or secure file transfers, to banks for the purpose of conducting University business by making transfers between the University's corporate accounts at banks and the University's accounts at other institutions.

This resolution supersedes all previous authorizations.

Resolution approving revisions to signatory authority for treasury management

BE IT RESOLVED, that the Executive Committee hereby authorizes the following persons: the President, Senior Vice President and Provost, Vice President for Finance and Administration, Controller, Associate Controller, Treasury and Accounting Manager, Financial Accounting and Reporting Manager, and Senior Treasury Professional, or any officer holding any of the above positions on an interim basis, to singly execute any and all instruments necessary, proper, and desirable for the purpose of conducting University business for abandoned property, life insurance policies, bond management, and other treasury management functions and further that any officer is authorized to certify this resolution to whom it may concern.

Resolution approving revisions to signatory authority for the establishment of brokerage accounts

BE IT RESOLVED, that any combination of two of the following persons: the President, Senior Vice President and Provost, Vice President for Finance and Treasurer, Controller, and Associate Controller, or any officer holding any of the above positions on an interim basis, singly are hereby authorized to open and close brokerage accounts for the purpose of conducting corporate business; and

BE IT FURTHER RESOLVED, that the President, Senior Vice President and Provost, Vice President for Finance and Treasurer, Controller, Associate Controller, Treasury and Accounting Manager, Financial Accounting and Reporting Manager, and Senior Treasury Professional, or any officer holding any of the above positions on an interim basis, singly is hereby authorized to be signatories on these accounts.

This resolution supersedes all previous authorizations.

Resolution approving revisions to signatory authority for sale of securities

BE IT RESOLVED, that the Executive Committee hereby authorizes the following officers to sell securities received as contributions to the University: the President, Senior Vice President and Provost, Vice President for Finance and Treasurer, Controller, Associate Controller, Treasury and Accounting Manager, Financial Accounting and Reporting Manager, Senior Treasury Professional, or any officer holding any of the above positions on an interim basis; and

BE IT FURTHER RESOLVED, that the President, Senior Vice President and Provost, Vice President for Finance and Treasurer, Controller, Associate Controller, Treasury and Accounting Manager, Financial Accounting and Reporting Manager, Senior Treasury Professional or any officer holding any of the above positions on an interim basis, singly is hereby authorized to execute any and all instruments necessary, proper, and desirable for that purpose; and further that any officer of this Corporation is hereby authorized to certify this resolution to whom it may concern.

This resolution supersedes all previous authorizations.

Resolution approving revisions to signatory authority for endowment funds and other invested funds

WHEREAS, the Board of Trustees has fiduciary responsibility for the University of Vermont and State Agricultural College Endowment Funds and Other Invested funds, such as Long-Term Investment Pool, including Consolidated Endowment Funds, and The University of Vermont Trust, certain Separately Invested Endowment Funds, certain Charitable Trusts and the Pooled Income Fund; and

WHEREAS, from time to time documents relating to securities transfers, purchases, and sales are required in connection with the operation of these funds;

BE IT RESOLVED, that the President, Senior Vice President and Provost, Vice President for Finance and Treasurer, Controller, and Associate Controller, or any officer holding any of the above positions on an interim basis, singly is authorized to execute any and all instruments necessary, proper, and desirable for that purpose.

This resolution supersedes all previous authorizations.

Resolution approving revisions to signatory authority for UVM pooled income fund

WHEREAS, the Board of Trustees has appointed the University of Vermont and State Agricultural College as the custodian for securities held in connection with the UVM Pooled Income Fund; and

WHEREAS, from time to time documents relating to securities transfers, purchases, and sales are required in connection with the operation of this fund;

BE IT RESOLVED, that the President, Senior Vice President and Provost, Vice President for Finance and Treasurer, Controller, Associate Controller, or any officer holding any of the above positions on an interim basis, singly is hereby authorized to execute any and all instruments necessary, proper, and desirable for that purpose, and further that any officer of this corporation is hereby authorized to certify this resolution to who it may concern.

This resolution supersedes all previous authorizations.

Resolution approving purchase or long-term lease

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into negotiations to purchase or execute a long-term lease as lessee for farmland and associated buildings and equipment subject to terms and conditions discussed this date and, further, that all of the University's financial obligations associated with the lease payments or cost of purchase will be funded by the revenue from a sublease with the USDA Agricultural Research Service.

Larner College of Medicine Faculty Governance
Summary of Key Changes to the
Faculty Handbook and Standards & Guidelines Documents

CLARITY OF PROCESSES

- General:
  - Content and Flow
  - Index with embedded links
- Appendices added to Standards & Guidelines
  - Updated Faculty Promotion Criteria Matrix
  - Summary document of new Clinical Pathway
  - Tenure Timelines

NEW CLINICAL PATHWAY

(*FACULTY HANDBOOK* 3.2.3, *STANDARDS & GUIDELINES* 5.2)

- Salaried Faculty in Clinical Departments whose predominate (≥95%) professional effort is in direct patient care and/or patient care administration
  - Titles: Clinical Instructor, Clinical Assistant Professor, Clinical Associate Professor, Clinical Professor
  - Participation in teaching and research during clinical duties may be appropriate; however, promotional review is based on demonstration of clinical excellence
  - Value NOT volume
  - As members of LCOM community citizenship is an expectation
- Will no longer recruit under the non-promotable Clinical Practice Physician (CPP) pathway; however, current CPP faculty may choose to remain on this pathway

PROMOTION AND TENURE DEPARTMENT WIDE VOTE CHANGED TO APPROPRIATE COMMITTEE

(*FACULTY HANDBOOK* 3.5.2, *STANDARDS & GUIDELINES* 3.5.4)

- Goals
  - Using unit expertise, we shift from administrative task to effective process that meet the objective
  - Eliminate confusing/ineffective data in promotion dossiers (e.g., "no" votes without an explanation)
  - Protect promotion and tenure candidates' anonymity
- Objective of this Vote from perspective of the UVM Professional Standards Committee "We are looking to the department for their expertise."
- Current Handbook States: The Chair must seek the input of all salaried faculty relative to the candidate's work in the performance areas evaluated.
- Revised version: The Chair or appropriate delegate must seek input from a department RPT committee or equivalent relative to the candidate's work in the performance areas evaluated.

TIME IN RANK FOR PROMOTION FOR NON-TENURE TRACKS
(STANDARDS & GUIDELINES 2.4 AND 2.6.1)

- Goals
  - Standardization; decreased ambiguity with increased inclusivity
- Promoted at 6 years, 5 years if exceptional
  - Time at rank does NOT guarantee promotion. Promotion is still CRITERIA BASED; however, time in rank, provides a framework for catching ALL faculty that may be ready for promotion.
  - It is important to note that the process of promotion is greater than 1 year. So, although one may be promoted in year 5 or 6, the process for the faculty and respective departments starts 1 year earlier.

For example:

Point of Clarification: Time in Rank

2019	2020	2021	2022	2023	2024 Oct 1	2025 July 1
0	1	2	3	4	5	6

- Faculty promotions occur annually on July 1st
- Faculty promotion dossiers due to LCOM Dean's Office annually Oct 1st

Dr. A. Einstein joins LCOM out of fellowship; started as Assistant Professor on the Clinical Scholar Pathway on July 2019

- ✓ For Dr. Einstein to be promoted on July 1st 2025 (his 6th year) his promotion dossier needs in the Dean's Office Oct 1st 2024 (his 5th year)
- ✓ Department RPT teams working with candidates take many months prior in preparation of the dossier to meet the Oct 1st deadline (e.g., most departments request arm's length letter in support of promotion dossiers in May or June of that year)

- For faculty who have transferred from another academic institution
  - Revisions codify accepting up to 4 years from outside academic institution
  - Must be at LCOM 1 year prior to submitting promotion dossier
- Goals
  - Standardization; Decrease barriers to recruitment/increase pool of talented & diverse faculty

For example:

2023	2024 Oct 1	2025 July 1	2026	2027	2028	2029
4	5	6	1	2	3	4

You successfully recruit Dr. M. Teresa to your LCOM department, start date 7/2023, from THE Ohio State University where they have been an Assistant Professor for 4 years

- ✓ Dr. Teresa, who meets criteria for promotion, could be promoted on July1st 2025 (her 6th year); her promotion dossier needs to be ready in 2024 (her 5th year)
  - ✓ Must be at LCOM one year
  - ✓ Promotion dossier submitted in 5th yr. to be promoted in their 6th yr.

SALARIED INSTRUCTOR APPOINTMENTS

(*FACULTY HANDBOOK* 3.2.3, *STANDARDS & GUIDELINES* 5.2 *AND* 5.4)

- Instructor appointments are options on the Clinical Pathway and Education Scholar Pathway (not on the Research Scholar, which has a Faculty Scientist option, nor Clinical Scholar Pathways)
- Current: Instructor appointments and reappointments are for one year. Feedback indicated a preference for longer appointments
- Change: Instructor appointments and reappointments have been revised to a two-year cycle.

ELIMINATE REAPPOINTMENTS FOR TRAINEES VOLUNTEER INSTRUCTOR APPOINTMENTS

(*FACULTY HANDBOOK* 3.2.5, *STANDARDS & GUIDELINES* 6.1.1)

- Codifies the appointment of residents and fellows as UVM Clinical Instructors on the Volunteer Pathway for their training duration (re-appointments no longer required)
- Total # of Volunteer (non-salary) Faculty: 1467 (as of January 2024)
    - 514 Residents, 81 Fellows

FACULTY PROMOTION CRITERIA MATRIX UPDATED AS AN APPENDIX TO THE STANDARDS & GUIDELINES

(*STANDARDS & GUIDELINES APPENDIX A*)

- NOTE: This matrix is a mentoring tool. It is intended to present <u>examples only</u> to assist faculty, department chairs and promotion committees as they create their promotion dossers.
- Changes:
    - Stronger alignment with Vision 2025
    - Addition of DEI academic work in all three domains (service, scholarship, teaching)
    - Expansion to recognize team science metrics

BENEFITS

(*FACULTY HANDBOOK* 4.4)

- The contract with UVM Represented Faculty is under negotiation and is expected to be completed in May 2024.
- Rather than wait for review in the fall, LCOM will move forward to update all other sections of the Faculty Handbook and revisit the Benefits section after the UVM faculty contract is approved.
- The goal is to <u>assure that LCOM faculty benefits align with the UVM represented faculty benefits</u>
- Upon completion of the UVM representative faculty negotiations, we will prepare a revised Faculty Handbook specifically addressing changes to faculty benefits to go to the UVM Board for approval in Fall 2024.
- Until then, the Benefits outlined in the Faculty Handbook are unchanged from the current language, which align with the UVM Non-Represented Staff Handbook.

BOARD OF TRUSTEES

June 25, 2024

Resolution approving fiscal year 2025 budget planning assumptions: general fund

BE IT RESOLVED, that the Board of Trustees hereby approves the budget planning assumptions for fiscal year 2025, which lead to a general fund operating expense budget for the University of $451,787,141 and hereby authorizes the President to proceed with detailed budget preparation in accordance with these assumptions.

Resolution Regarding Delegation and Retention of Board Authority

WHEREAS, this Board has, in its Bylaws and through such policies and resolutions as it may issue from time to time, delegated to the President and other officers of the University certain authority and responsibility for the management of the University and its programs, activities and operations; and

WHEREAS, this Board recognizes the need for prompt and timely management decisions made by qualified University personnel, and thus, through such delegations, authorizes officers of the University to negotiate and enter into contracts and other arrangements to facilitate the objectives of University programs and activities and to conduct related operations; and

WHEREAS, in making such delegation, the Board also assigns to such officers responsibility to make informed and prudent decisions in the best interests of the University and to maintain accountability to the Board through prompt and accurate reports on University programs, activities and operations, including their financial status and impact;

NOW, THEREFORE, BE IT RESOLVED that, subject to its retained authority and responsibility for the general oversight of the University, and reserving to itself the power to act on its own initiative as necessary to the fulfillment of its own fiduciary and legal duties, the Board hereby delegates to the President of the University authority and responsibility to negotiate and enter into contracts and other arrangements to facilitate the objectives of University programs and activities and to conduct related operations, and hereby also recognizes the authority the Board delegates to the Faculty Senate as expressed in the Faculty Senate Constitution and Bylaws, except for those matters identified herein, which shall require Board approval or notice to the Board as set forth below:

I. Strategic Mission, Vision, and Values

The Board shall retain the authority to approve the following:

A. Statements of institutional mission, principles, and values; and
B. The institutional strategic plan and associated goals, and related strategic financial plans and goals, and all material revisions thereto.

II. Corporate Structure and Governance

The Board shall retain the authority to approve the following:

A. The establishment and dissolution of University-affiliated corporations and foundations, and material revisions to those affiliation agreements; and
B. University membership in other corporate entities (but not institutional memberships in professional associations); and
C. The appointment of University Trustees to the boards of other corporate entities or public bodies in their capacity as University Trustees; and
D. The appointment and employment of the President, election of the other officers of the Board and the University in accordance with the University Bylaws; and
E. The creation, elimination, or substantial revisions of an academic unit, curriculum, research, or service endeavor, as defined in the University Manual; and
F. The establishment of faculty clinical practice plans; and
G. Matters the Faculty Senate may appeal to the Board under the Senate Constitution and Bylaws; and
H. All self-governance matters reserved to the Board in the University Bylaws, or as otherwise required or permitted by law; and
I. Material revisions to the University Manual or to the College of Medicine Faculty Handbook; and
J. Institutional policies, including material revisions thereto, and such other authority as the Board is required to exercise without delegation as a matter of law or that, in the future and prospectively, authority that it wishes to retain or resume in the exercise of its fiduciary duties and in its sole discretion.

III. Budget, Finance, and Investment

The Board shall retain the authority to approve the following:

A. The General Fund budget; and
B. Acceptance of the annual audited financial statements; and

C. Tuition, room and board rates, student fees, and in-state status regulations for purposes of determining tuition; and
D. The endowment spending rate, and the endowment administration fee; and
E. Institutional debt policy; and
F. Issuance of bonds; and
G. Declaration of financial exigency, and the dissolution, merger or the sale or pledge or transfer of all or substantially all of the University's assets; and
H. Long-Term Investment Pool and the Limited Term Asset Pool policies; and
I. The procurement of loans, lines of credit, or other financing, and performance as surety, in amounts or at a value greater than $1,000,000, or entry into any financial derivative contract with a notional value greater than $1,000,000; and
J. The selection and retention of independent audit firm to conduct the annual audit of financial statements.

IV. Real Estate and Facilities

The Board shall retain the authority to approve the following:

A. The naming of, and name removal from, academic units, buildings and academic programs; and
B. The program design of a capital project and authorization to proceed with a capital project at an aggregate cost of greater than $5,000,000, at a specified not- to-exceed cost; and
C. The purchase, sale, lease, sublease, license, exchange, or transfer ("Transfer") of complete or partial UVM interests in real property, including easements, valued greater than $2,000,000, and renewals thereof; and
D. University acceptance of compensation in eminent domain proceedings; and
E. The pursuit or acceptance of historic preservation designation for University property; and
F. The Campus Plan, and material revisions thereto.

The Administration must notify the Board or the Executive Committee of the following transactions:

G. Capital projects with an aggregate cost of greater than $2,000,000 and less than or equal to $5,000,000 as plans are developed and before projects are initiated; and
H. At least once annually any Transfer of UVM interests in real property at a value greater than $500,000 and less than or equal to $2,000,000.

V. Other Contracts and Written Instruments

The Board shall retain the authority to approve the following:

A. Payments in lieu of taxes to a government entity or payment of fees for municipal services rendered by or through a government entity and, in either instance, voluntarily; and
B. The material terms of collective bargaining agreements and, within the context of approval of the annual budget, the annual salary pool for non-union-represented employees; and
C. Except as provided in Part V.D., a contract with a vendor for purchase of goods or equipment or the procurement of services, at an aggregate cost of greater than
$2,000,000, when such costs were not authorized previously through the customary capital projects approval process; and
D. Professional Services Contracts at a cost greater than $1,000,000; and
E. The settlement of legal claims or lawsuits at a cost greater than $500,000, regardless of insurance coverage; and
F. Contracts for non-audit services with the audit firm that is conducting the annual audit of financial statements at an aggregate cost greater than $25,000; and
G. Employment severance payments in excess of the standard amount University policy specifies for officials who report to the President; and
H. A contract or lease whose initial term exceeds ten (10) years, regardless of contract value or amount, provided that Board approval is not required for licenses and option agreements, confidentiality agreements, materials transfer agreements, or other similar arrangements administered by the University's Office of Technology Commercialization; and
I. Authorization to file or settle lawsuits in which the Board, or a Trustee or an Officer of the University is a named party (and, in the latter two instances, ex officio), or a Board-approved policy is in dispute; and
J. Nothing in this section V. is intended to include a requirement of Board approval for awards, subawards, contracts or subcontracts administered by Sponsored Projects Administration.

The Administration must notify the Board or the Executive Committee of the following transactions:

K. The renewal of any existing contract or lease whose renewal term, exceeds ten (10) years, regardless of contract value or amount, provided that notice is not required for licenses and option agreements, confidentiality agreements, materials transfer agreements, or other

similar arrangements administered by the University's Office of Technology Commercialization; and

L. A contract with a vendor for professional services at an aggregate cost of greater than $500,000 when such costs were not authorized previously through the customary capital projects approval process, and if the type of contact is not otherwise addressed in this resolution; and
M. Revenue-generating contracts for goods or services provided or generated by the University at a cost to the contractee of more than $2,000,000 over the term of contract; and
N. The renewal of any previous Board-approved contract or lease that calls for an annual increase in cost exceeding 5% per year; and

BE IT FURTHER RESOLVED, that notwithstanding such delegations, through the President or the President's designees the administration shall report periodically on matters of institutional management and operations as the Board may direct and/or as may be appropriate and desirable, including without limitation periodic reporting on gifts and grants; and

BE IT FURTHER RESOLVED, that the administration and, in particular, the President, Provost, Treasurer, General Counsel and Chief Internal Auditor have an ongoing professional obligation to inform and update the Board of Trustees on all proposed and ongoing strategic initiatives, including planned real estate acquisitions and disposition, and any material threatened or pending risks; and

BE IT FINALLY RESOLVED, that this resolution shall supersede all preexisting resolutions regarding delegation and retention of Board authority.

Adopted by the Board of Trustees: September 11, 2004
Approved as revised by the Executive Committee: March 14, 2005
Approved as revised by the Board of Trustees: May 19, 2007
Approved as revised by the Board of Trustees: May 17, 2008
Approved as revised by the Board of Trustees: September 5, 2008
Approved as revised by the Board of Trustees: February 7, 2009
Approved as revised by the Board of Trustees: February 6, 2010
Approved as revised by the Board of Trustees: March 8, 2010
Approved as revised by the Board of Trustees: February 5, 2011
Approved as revised by the Board of Trustees: March 14, 2011

Approved as revised by the Board of Trustees: May 19, 2012
Approved as revised by the Board of Trustees: November 8, 2012
Approved as revised by the Board of Trustees: March 11, 2013
Approved as revised by the Board of Trustees: September 15, 2014
Approved as revised by the Board of Trustees: March 16, 2015
Approved as revised by the Board of Trustees: May 21, 2016
Approved as revised by the Executive Committee: December 12, 2016
Approved as revised by the Board of Trustees: October 21, 2017
Approved as revised by the Board of Trustees: June 25, 2024

EXECUTIVE COMMITTEE

August 12, 2024

Resolution approving continued recognition of the University of Vermont and State Agricultural College 4-H Program, Inc. ("UVM Extension Community Partners") as an affiliated organization

BE IT RESOLVED, that the Executive Committee hereby approves continuation of the University of Vermont and State Agricultural College 4-H Program, Inc. as an affiliated organization of the University of Vermont and State Agricultural College in support of community programming administered by UVM Extension Services with clubs or chapters, subject to the execution of a Memorandum of Understanding pursuant to the University's Affiliated Organization's Policy; and

BE IT FURTHER RESOLVED, that the Provost is authorized to enter into such a Memorandum of Understanding for a term of three years.

BOARD OF TRUSTEES

August 19, 2024

Resolution regarding appointment of an interim president[1]

BE IT RESOLVED, that the Board of Trustees approves the appointment of the individual discussed today in executive session as interim president on terms consistent with those discussed today, effective at the conclusion of President Garimella's service as president of UVM.

Resolution regarding presidential compensation

BE IT RESOLVED, that President Garimella's FY 2025 base salary be adjusted prior to the conclusion of his term as UVM's president on the same basis as other non-represented staff salaries are adjusted, if and when those staff salary adjustments take effect.

[1] Following the meeting, a notification was issued to the UVM Community announcing the appointment of Provost and Senior Vice President Patty Prelock as Interim President effective at the conclusion of President Garimella's service as president of UVM.

EXECUTIVE COMMITTEE

September 16, 2024

Appreciation Resolution for Suresh Garimella

WHEREAS, on July 1, 2019, Suresh Garimella became the 27th President of the University of Vermont; and

WHEREAS, Suresh served the university with distinction for more than five years; and

WHEREAS, Suresh inspired the entire university community to "Amplify Our Impact" through student success, research excellence, and service to the people of Vermont; and

WHEREAS, with Suresh's leadership, UVM made important new commitments to affordability and accessibility—especially for Vermont students; and

WHEREAS, during Suresh's tenure, the university significantly expanded its research activity across the disciplines; and

WHEREAS, through Suresh's vision, UVM established and reinvigorated important relationships with people, communities, and organizations in all 14 counties of Vermont; and

WHEREAS, over the five years of Suresh's tenure, the university attracted record numbers of applicants for undergraduate, graduate, and medical studies; and

WHEREAS, during Suresh's time as President, he taught, advised, and mentored dozens of UVM students;

THEREFORE, BE IT RESOLVED, that this Board of Trustees expresses its deep and abiding gratitude to President Suresh Garimella and Lakshmi Garimella for all they have done to strengthen and secure a bright future for UVM.

Resolution approving continued affiliated organization status and affiliation agreement with University of Vermont Nursing and Health Sciences Practice Group, Inc. ("UVM-NHSPG")

WHEREAS, UVM-NHSPG is a non-profit corporation organized for the delivery of community health care services, and clinical teaching and learning opportunities

for UVM nursing students, by and through qualified faculty of the UVM College of Nursing and Health Sciences; and

WHEREAS, the Board of Trustees initially approved UVM-NHSPG for affiliated organization status in June of 2013; and

WHEREAS, the current affiliation agreement between UVM and UVM-NHSPG expires on September 30, 2024 and the parties wish to continue the relationship;

BE IT RESOLVED, that affiliated organization status with UVM-NHSPG is hereby extended through October 1, 2029, subject to the execution of an affiliation agreement between UVM and UVM-NHSPG, and;

BE IT FURTHER RESOLVED that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to execute an affiliation agreement with UVM-NHSPG, for a term through October 1, 2029, on material terms and conditions presented to the committee today.

Resolution approving contract with REMI Group, LLC

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to execute a contract with REMI Group, LLC for equipment maintenance management program for five years beginning November 1, 2024, through October 31, 2029, for an amount not to exceed $3,500,000.

Resolution approving contract extension with Standard Insurance Company

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to execute a contract extension with Standard Insurance Company for employee life/AD&D insurance, short-term disability and long-term disability benefit plan services beginning January 1, 2025 through December 31, 2025, with two optional one-year renewals, and a total UVM cost share not to exceed $10,500,000.

Resolution approving contracts for retirement plan recordkeeper

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to execute contracts with Fidelity Investments, for lead retirement plan and Health Savings Account recordkeeping services beginning January 1, 2025 through December 31, 2029, with an optional five-year renewal, at no cost to the University.

Resolution approving contract for administration of retiree medical plans

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to negotiate and execute a one-year contract with _____ for administration of retiree medical plans starting January 1, 2025 through December 31, 2025, for an amount not to exceed $16,000,000.

Resolution approving acting provost appointment

BE IT RESOLVED, that the Executive Committee approves the appointment of Linda Schadler as acting provost, effective October 1, 2024.

Resolution approving appointment of Suresh Garimella as President Emeritus

WHEREAS, Suresh Garimella served five distinguished years as the 27th president of the University of Vermont, from July 2019-September 2024;

WHEREAS, the Chair of the Board of Trustees today shared with the Board a summary of President Garimella's many accomplishments and contributions as president;

WHEREAS, the entire Board is grateful to President Garimella for his service and acknowledges his many successes;

WHEREAS, President Garimella's appointment as President of UVM concludes on September 30, 2024;

BE IT RESOLVED, the Board of Trustees is pleased to bestow on President Garimella the title President Emeritus effective October 1, 2024.

BOARD OF TRUSTEES

September 25, 2024

<u>Resolution approving appointments to and charge of the Presidential Search Advisory Committee</u>

BE IT RESOLVED, that the Board of Trustees ("the Board") appoints the following trustees as members of the Presidential Search Advisory Committee ("the Committee") for the President of the University of Vermont: Ron Lumbra and Cynthia Barnhart as co-chairs, Stephanie Jerome, Donald McCree, Ed Pagano, and Catherine Toll;

BE IT FURTHER RESOLVED, that the Board appoints the following constituent representatives designated as members of the Committee pursuant to the provisions of the *University Manual* governing presidential searches: Faculty members: Chris Danforth, Debra Leonard, Abigail McGowan, Eric von Wettberg; Staff members: Monika Donlevy and Jeff Schulman; and Student members: Ayden Carpenter and Jenan Husain;

BE IT FURTHER RESOLVED, that the Board appoints the following as additional Committee members: William Falls, Deborah Mignucci, Katharine Shepherd and H. Whtiney Wagner; and

BE IT FINALLY RESOLVED, that the Board approves the charge of the Presidential Search Advisory Committee appearing as Appendix A to this document.

Appendix A

Board of Trustees Charge to the Presidential Search Advisory Committee

The Presidential Search Advisory Committee ("the Committee") is designed to be broadly representative of the University community, but each member of the Committee is responsible for acting in the best interest of the University as a whole and not as an advocate for the particular segment of the community from which they come. With that in mind, the Committee should:

- Solicit input from the University community regarding the challenges, opportunities, and leadership needs of the University of Vermont.

- Create a compelling Leadership Profile for the 28th President of the University of Vermont that is informed by input received from the University community and designed to identify and attract the best possible candidates.

- Develop a recruitment plan that ensures broad national exposure and that engages the UVM community's assistance in identifying a strong pool of candidates with exceptional qualifications that is diverse across multiple dimensions.

- Select and interview semifinalists, evaluate references, and provide to the Board of Trustees the Committee's unranked evaluation of the semifinalists.

- Work on all of its tasks in close collaboration with Isaacson, Miller, the search firm retained by the Board to assist with the presidential search.

- Faithfully and without exception permanently maintain complete confidentiality of all aspects of the search, including candidate information and Presidential Search Advisory Committee deliberations.