A meeting of the Committee of the Whole of the University of Vermont and State Agricultural College Board of Trustees was held on Friday, February 7, 2014 at 8:00 a.m., in the Silver Maple Ballroom, Room 401 at the Dudley H. Davis Center.

MEMBERS PRESENT:  Chair Robert Cioffi, Vice Chair Debbie McAneny, Secretary Joan Lenes, Samuel Bain, Bill Botzow, Carolyn Branagan, Robert Brennan, Sarah Buxton, Frank Cioffi*, David Daigle, Carolyn Dwyer, Anne O’Brien, Richard Gamelli, Dennis Mahoney, David Potter, Kesha Ram, Dale Rocheleau, Bill Ruprecht, Tom Sullivan, Raj Thakrar, Lisa Ventriss, Jeff Wilson, and Mark Young

MEMBERS ABSENT: Governor Peter Shumlin and Christopher Bray

ALSO PARTICIPATING: Provost David Rosowsky, Faculty Senate President Julie Roberts, Graduate Student Senate President Lane Manning, Staff Council President Catherine Symans, Student Government Association President Connor Daley, Alumni Association Representative Penrose Jackson (on behalf of Kristina Pisanelli), Vice President for Finance and University Treasurer Richard Cate, Director of Capital Planning and Management Bob Vaughan, Associate Vice President and Director of Athletics Robert Corran, Coordinator of the Student-Athlete Department Cathy Rahill, NCAA Faculty Athletic Representative and Professor in the Rubenstein School Bob Manning, Senior Track & Field Student Athlete Valerie Moyer, Basketball Student Athlete Luke Apfeld, Chief Information Officer and Dean of Libraries & Learning Resources Mara Saule, Interim Associate Chief Information Officer Julia Russell, Information Security Officer Dean Williams, Chief Risk Officer Albert Turgeon, and incoming Trustees Samantha Lucas, Ron Lumbra and Donald McCree

*attended Friday morning and Saturday morning sessions

Chair Robert Cioffi called the meeting to order at 8:10 a.m.

Approval of Minutes

A motion was made, seconded and voted to approve the minutes of the October 25, 2013 meeting as presented.

Chair’s Report (see full report appended to minutes as Appendix A)

President’s Report

President Sullivan began his report by remarking that the University’s success continues to be recognized in the new and recent rankings. He noted that, in the Fall, UVM was ranked as an up-and-coming school by U.S. News & World Report and that the Atlantic Monthly lauded the culture of volunteerism at UVM in an October article.
Additionally, *Travel and Leisure* ranked Burlington the #1 college town in the United States due to our abundant arts and food culture, and *Kiplinger* Magazine again ranked UVM among the best value public colleges in the US. In December, Peace Corps rankings showed that Vermont had the most volunteers per 100,000 residents. Earlier rankings of volunteer-producing colleges and universities showed that UVM continues to hold 5th place among the schools in our cohort.

He went on to report that application data demonstrate that the University’s reputation is growing and obtaining a global reach. A record 23,936 applications were received for Fall of 2014, a 9% increase over last year and notwithstanding the declining number of high school graduates. There were significant increases in parts of the country from which we traditionally receive fewer applications, and we had a 56% increase in first-year international applicants and an 18% increase in ALANA applicants from last year.

President Sullivan next reported that the undergraduate headcount enrollment is 194 fewer students than last year, and the number of FTE students is 168 lower. He further noted that the enrollment management plan is incrementally decreasing undergraduate enrollment and rebalancing faculty/student ratio to increase quality and focus on excellence in the classroom. First-year student retention saw a .3% increase from 95.2% to 95.5%.

On January 16, 2014, President Sullivan represented UVM at the College Opportunity Summit hosted by President Obama at the White House. Over 80 college and university presidents and leaders from 40 non-profit and philanthropic organizations attended. The summit focused on strategies to increase the number of low-income students who apply to, attend, and graduate from college. He shared the University’s success in serving Vermont students by noting that 44% of Vermont students attend tuition free and that more than 87% of Vermont graduates receive some sort of financial aid, scholarships or grants from the University. Additionally 1/3 of Vermont students are PELL-eligible and 1/3 are first generation college students. Lastly, UVM students graduate with $8,000 less in debt than the national average.

President Sullivan concluded his report by offering highlights on two priorities in the Strategic Action Plan:

Identify necessary investments that ensure a bright future for UVM - The University is investing in its most important resources – the people in campus community -- with three new awards:

- The Presidential Staff Recognition Awards will honor six staff members annually with a monetary award and a recognition event. The first recipients will be announced this term.
- The President’s Distinguished University Citizenship and Service Award will honor a member of the UVM faculty annually with a monetary award. The awards will be announced in late April.
- UVM Retired Scholars Award will be given to six emeriti faculty members annually to complete a research or a creative project. Six emeriti received the award in January.

These awards demonstrate the University’s gratitude and commitment to the members of the community that continually raise aspirations and create habits of excellence.
Instilling an institutional commitment to efficiency and effectiveness – President Sullivan offered a brief update on the development of the Incentive Based Budgeting (IBB) model:

- The eight subcommittee reports with their proposed algorithms are now available.
- Members of the UVM community on these subcommittees have participated energetically in developing this new budget model.
- Leadership groups across campus and the Steering Committee will review these algorithms over the course of the spring term.
- Responses from the community will be gathered.
- The Steering Committee will send me its final recommendations by the end of June.

Governance Leaders Reports

Faculty Senate President Julie Roberts highlighted several items included in her written report. The first was an update on the General Education initiative. She reported that the implementation of a first-year writing requirement is on track for Fall 2014. She thanked Susanmarie Harrington, Director of the Writing Center, Char Mehrtens, Professor of Geology, and Associate Provost for Curricular Affairs Brian Reed for their efforts. She also thanked Vice President for Finance Richard Cate on behalf of the Faculty Senate for changes in the UVM Travel Policy allowing faculty to receive reimbursement for work-related travel in a more efficient manner. President Roberts reported that the Annual Book Banquet, which was held on December 10, 2013 and is co-hosted by the Faculty Senate and the President’s Office, was well-attended, and that the showcase of books was impressive in its quantity and variety. She concluded her report by thanking Board of Trustees Chair Rob Cioffi for his years of service.

Graduate Student Senate (GSS) President Lane Manning reported that the GSS was able to build on its first Professional Development Series with the Career Center. Ideas that included job listings, alumni networking, and “where-are-they-now” lists, were brought up in their follow-up GSS meeting. President Manning reported that Master’s students have a difficult time getting a foot in the door and they are trying to find ways to put students in touch with alums. Trustee Bill Botzow asked if it was valuable to attend alumni events in metropolitan areas such as Boston, and New York. President Manning responded affirmatively and indicated that many UVM alumni reside in those areas. Trustee Deb McAneny suggested that the GSS follow up with Trustee Frank Cioffi and the Board of Trustees Career Services Work Group. President Manning responded that he has spoken with Trustee Cioffi and it was very helpful. President Manning also reported that the GSS Treasurer is setting up a budget for the Graduate Student Senate which had not been done in the past. He concluded his report by thanking Chair Cioffi for his service as Board Chair.

Staff Council President Catherine Symans began her report by informing the Trustees of the impressive roster of administrative speakers that have been guest speakers at both Staff Council monthly meetings and committee meetings and added that having access to the administration is critical to the success of the Staff Council. She then brought to the Board’s attention the issue of the University’s review of the cost share of employee benefits. The President and Provost charged the University Benefits Advisory Council (UBAC) with reviewing the cost sharing formulas for employee benefits; specifically, healthcare coverage, dependent tuition remission,
and retirement plans. UBAC’s role is to create a report to deliver to the President and Provost in March. The Staff Council Office has been receiving feedback from staff members and President Symans shared several comments with the Trustees. The Staff Council Office will be compiling the comments into a report to share with the UBAC. President Symans concluded her report by thanking Chair Cioffi for his extraordinary service to the University and wishing him luck.

Student Government Association (SGA) President Connor Daley announced that this was his last report as SGA President. He reported that a review of the SGA’s finances, budgeting process, and general accessibility yielded several recommendations that resulted in its own form of responsibility-centered management. With the growing number of student organizations and limited revenue, SGA faced the challenge of budget requests that exceeded $3.2 million with only $1.2 million available. The goal with the new model was to reduce the amount requested so that SGA could more accurately allocate to clubs, but also place responsibility in the process on both parties. SGA implemented the model in December and, with budgets due last Friday, the total requested amount has now decreased by a full 31% which is over a $1 million drop from last year. President Daley also reported that the SGA has released a statement on the faculty contract negotiations bargaining process. The statement pointed out that students, who pay for any potential increase in faculty salaries, were not consulted or addressed prior to negotiations. Therefore, the SGA President’s Office is withdrawing any support for an increase in faculty salaries until they meet with Union leadership. President Daley then reported that, as a result of conducting a review of diversity education on campus, SGA found a decentralized, uncoordinated number of offices, programs, events, and courses. He acknowledged the work of Vice President for Human Resources, Diversity & Multicultural Affairs Wanda Heading-Grant and her team in addressing these issues, but pointed out that the largest problems with diversity and multicultural education on campus is in the classroom. Faculty who teach the University-wide diversity courses receive little professional development and are not equipped to handle some of the situations that occur as a result. President Daley asked the Board to press faculty leadership to conduct their own review, outside of the Diversity Curriculum Review Committee, to address these concerns. President Daley concluded his report by also thanking Chair Cioffi and added that his experiences as President of the Student Government Association taught him more about communication, critical thinking, and collaboration than any one class.

Alumni Association Vice President Penrose Jackson reported on the UVM Alumni Association’s accomplishments and current areas of programmatic focus. Highlights included an alumni gathering in Shanghai, China with UVM Enrollment Management team members to discuss ongoing support and activity in the region. More admission and enrollment events are planned in more than a dozen domestic regional areas. The UVM Entrepreneurs group in Boston hosted two successful events with more than 100 alumni participants at each gathering. The Alumni House project continues to move forward and has entered the critical phase of funding raising efforts with $3.2 million in total project commitments secured and have moved to Phase II of the fundraising campaign. Nearly 80 alumni have been matched with current student athletes to serve as mentors and the Alumni Association was a proud co-sponsor of a gathering in North Carolina in conjunction with UVM/Duke Men’s Basketball game. The Student Alumni Association (SAA) currently has 32 members and is actively recruiting new members to replace the 14 who will be graduating in May 2014. The Alumni Association is continually looking for
ways to engage young alumni. Vice President Jackson ended her report by thanking Chair Cioffi for his work at alumni events.

**Action Items**

Audit Committee Chair Mark Young reported that the Audit Committee reviewed the FY 2013 Audited Financial Statements on November 18, 2013 and presented the following resolution for approval:

**Resolution Accepting FY 2013 Audited Financial Statements and Acknowledgement of FY 2013 Financial Report**

WHEREAS, the financial statements of the University of Vermont and State Agricultural College for the Fiscal Year ended June 30, 2013, have been audited by KPMG LLP, Certified Public Accountants, and the report of that audit published in detail in accordance with 16 V.S.A. Section 2281(a);

BE IT RESOLVED, that the Board hereby accepts the FY 2013 Audited Financial Statements as recommended by the Audit Committee and presented today and acknowledges receipt of the FY 2013 Financial Report.

A motion was made, seconded, and unanimously voted to approve the resolution as presented.

Audit Committee Chair Young publicly thanked KPMG for its many years of service.

Vice President for Finance and Treasurer Richard Cate introduced a resolution approving contracts for residential hall furniture. He reported that UVM received seven vendor proposals for residence hall furniture and that after thorough evaluations the final four vendors were identified and evaluated based on product quality, pricing, business standards, local products, lead time/delivery, green/LEED compliance, warranty, and services. New England Woodcraft (Forest Dale, Vermont) and Foliot were ranked the top two highest vendors. Based on key factors of price and product durability, Residential Life would like to split the award between the vendors as follows:

Foliot Furniture would be awarded a contract for the complete loft bed kits at approximate total cost of $356,000 over three years.

New England Woodcraft would be awarded a contract for the remaining furniture pieces with an estimated spend of $1,100,000 over three years. This RFP and contract have a renewal option of two additional years; however, Residential Life does not have estimates of spend for FY 2017 or FY 2018 at this time. If it is determined that these renewal options will be necessary, further approval from the Board will be requested at that time.
The following resolution was presented for approval:

**Resolution Approving Contracts for Residential Hall Furniture**

BE IT RESOLVED, that the Vice President for Finance and University Treasurer, or his successor or designee, is authorized to enter into contracts with New England Woodcraft, Inc. and Foliot Furniture for residence hall student room furniture. The contracts begin March 1, 2014, through February 28, 2017, in an amount not to exceed $1,600,000 combined.

A motion was made, seconded, and unanimously voted to approve the resolution as presented.

Chair Cioffi asked for a motion to approve rescheduling the fall Board meeting date from October 24-25 to October 17-18 and the Board meeting and retreat dates for 2015 as proposed:

- **Winter Meeting:** Thursday-Saturday, 2/5-7
- **Special Meeting:** Monday, 3/16 (to elect Chair and approve Committee assignments)
- **Spring Meeting:** Friday-Saturday, 5/15-16
- **Summer/Fall Board Retreat:** Friday-Saturday, 9/11-12
- **Fall Meeting:** Friday/Saturday, 10/16-17

A motion was made and it was voted to approve rescheduling the fall Board meeting date and the 2015 meeting schedule as presented.

**Acknowledgement of Grants and Contracts Awards Report**


**Science, Technology, Engineering & Mathematics (STEM) Project Update**

Provost David Rosowsky presented the case for a new Science, Technology, Engineering and Mathematics (STEM) complex at The University of Vermont. He indicated that top universities across the nation have made significant investments in STEM teaching and research facilities to attract the best and brightest students and faculty; to prepare graduates for successful careers, as well as facilitate new partnerships with industry; and to contribute to the economic development of their state and region.

Provost Rosowsky indicated, that as Vermont’s public research university, UVM has an obligation to step up to the challenge called for by President Obama for 10,000 new STEM graduates every year, as well as Governor Shumlin’s reiterating call for STEM graduates within this state, to help attract new companies to Vermont with the promise of well-educated graduates to fill jobs. Provost Rosowsky went on to say that we have deep applicant pools in the STEM disciplines, and it would serve us at this time to make it a priority to re-direct existing resources, and to invest strategically new resources in order to double our STEM enrollment.
The Provost next presented the administration’s vision of a STEM Complex. It is based on a carefully considered, strategically crafted plan to include a combination of new construction and renovation comprised of three buildings – a replacement building for Cook, a new integrated teaching and research laboratory building, and a selectively renovated Votey Hall, totaling more than 250,000 square feet.

Provost Rosowsky informed the Board that, over the past two years, the administration has spoken of evolving plans to construct a new teaching and research complex dedicated to the physical sciences, engineering, mathematics, and computer science. He noted that UVM facilities are outdated and outmoded and, as a consequence, we are losing students to colleges and universities around the country with superior teaching classrooms, studios, and labs. He advised that the time is now to commit to this ambitious project produce to graduates who are successful, integrative and critical thinkers, with a deep understanding and appreciation for the liberal arts and STEM, and to prepare future generations of problem-solvers.

He said that the administration is ready to move forward and will ask the Budget, Finance & Investment (BFI) Committee to authorize $75M in debt service toward an overall $100M total project cost. The remaining $25M will be from non-debt sources, expected to come primarily from gift funds. He noted that the construction of the STEM Complex will eliminate at least $28M in deferred maintenance on the UVM campus. Additionally, the administration will be asking BFI to approve a loan of $1.5M from Treasury Operations to fund the next phase of the schematic design process.

In closing, Provost Rosowsky stated that the STEM Complex will allow UVM to claim its place among the most relevant and effective comprehensive teaching and research universities in the nation. He further stated that, in the absence of this facility, it will grow increasingly difficult to fulfill our fundamental mission of providing students with an outstanding liberal education that includes broad knowledge of both the arts and the sciences.

At 9:45 a.m. the meeting was recessed.

The Committee reconvened at 1:40 p.m. in the Livak Ballroom, Room 417-419 at the Dudley H. Davis Center.

**Academic Presentation – Student Athletes**

Dr. Robert Corran, Associate Vice President and Director of Athletics, Cathy Rahill, Coordinator of Student-Athlete Development, Dr. Bob Manning, NCAA Faculty Athletic Representative and Professor in the Rubenstein School, Valerie Moyer, Senior Track and Field student athlete and Luke Apfeld, basketball student athlete, presented to the Committee.

Mr. Apfeld is a captain of the men’s basketball team, Capital One Academic All-District athlete. He holds a 3.8 GPA and is currently enrolled in the Educational Leadership Master’s program. Ms. Moyer is also a captain and holds a 3.6 GPA in English with a double minor in French and Sexuality & Gender Identity Studies. Both have been members of the Student Athlete Advisory Council for two years.
Dr. Corran offered an overview of the Athletic Department, including accolades, standings and program highlights in the areas of Campus Recreation, Physical Education Activity Courses and Intercollegiate Athletics. He highlighted the importance of athletics in student development, specifically in dealing with adversity. Student athletes boast higher average GPAs and graduation rates than the general student body. In addition, UVM athletics overall is performing well.

The student athletes shared experiences relating to team values and culture, student athlete lives (time management), academic demands, training and traveling, social pressures and civic engagement.

Mr. Apfeld emphasized the importance of teamwork in the recent success of UVM’s Men’s Basketball team. He highlighted Brian Voelkel as a star player, not because he is the high scorer, but because he has the most assists. Ms. Moyer shared that there is an implicit importance of an open, encouraging, close-knit environment on the Track Team. Members are supported in their athletic endeavors as well as in personal and academic issues.

Mr. Apfeld commented on the rigorous time commitment of the Men’s Basketball Team and highlighted the strong support on the court and outside of practice and games. Ms. Moyer contrasted the more autonomous training model of the Track Team: runners average 40-70 miles a week, although some of these miles are coordinated team runs. Support and injury prevention and treatment are always available.

Ms. Moyer moved on to the academic demand environment on the Track Team. There is no official GPA requirement, yet the Women’s Cross-Country team has the highest average GPA of any sport. Team members are motivated by each other’s success.

Mr. Apfeld noted that Men’s Basketball has a dedicated tutor and a study hall for students below a certain GPA. It is the student’s responsibility to make up missed class work and make arrangements with faculty. He then described the Team’s opportunity to represent the UVM community in the media and greater community. This opportunity is viewed as a privilege and the athletes are aware that the consequences for negative behavior are greater for them.

The Track Team, said Ms. Moyer, strives for a balance between academics, athletics and social activities. She noted that the team organizes social events among team members to encourage camaraderie off the track. She described the tradition of leadership amongst the Track Team. Volunteering is encouraged and the team is heavily involved in the College for Every Student Mentor Program. Ms. Moyer also spearheads an LGBTQA athletic organization to support LGBTQA athletes and advocates. The Team also participated in a Women in Leadership session with prominent female leaders across campus, as well as a seminar with Governor Madeleine Kunin.

Mr. Apfeld commented that the Basketball Team works closely with community youth, who often look up the players. These groups include Shoot for Literacy, the Cystic Fibrosis Great Strides Walk and the Special Olympics. Among team members it is viewed as an honor rather than community service.
Ms. Moyer concluded by expressing her pride in achieving her personal best and contributing to the University and as well as her investment in the success of the team. Mr. Apfeld stated that the Basketball Team is family and that he feels he will always have a home at UVM. He is also proud to leave a legacy and to be part of something bigger than himself.

An opportunity for questions was offered following the presentation.

Trustee Lenes asked if either student felt their experience was unique to their team and if there is a general University-wide athletic culture.

Ms. Moyer replied that each team has a unique culture, but that there are some commonalities, including openness and a sense of welcome. Mr. Apfeld agreed that the athletic program is tight-knit across the board. There are student athletic events at the beginning of the year. There is the sense that they are all part of the UVM community with similar goals.

Trustee Botzow asked the students to share reflections regarding how their academic career fits into their athletic experience.

Mr. Apfeld responded that he felt that UVM is academically rigorous and has put him in a position to succeed after graduation. Ms. Moyer agreed that professors are supportive and accommodating to student athletes. She added that it is an adjustment for new athletes to initially create that relationship but, once established, it works well.

President Sullivan asked the students to share their academic aspirations.

Mr. Apfeld replied that he is part of a mentor program that facilitated connections resulting in a nomination for an internship at White House. He also plans to attend law school. Ms. Moyer said that she is interested in journalism. She was able to shadow a reporter at WCAX and to observe Jane Lindholm’s VPR show, Vermont Edition. These experiences inspired her towards a career path in journalism and perhaps on to graduate school.

Vice Chair McAneny asked if there was anything the students would want the Board to know based on their experiences.

Ms. Moyer said that her experience has been positive, but that the Track & Field program would welcome more attention. Mr. Apfeld commented that he considers himself fortunate but would like to see a stronger connection between student athletes and non-student athletes.

Trustee Daigle shared his pride in the academic performance of the student athletes, which differs greatly from the situation at many other schools.

Trustee Ventriss asked Dr. Manning to discuss his role.

Dr. Manning explained that every institution in the NCAA has one dedicated faculty member assigned to monitor the academic performance of student athletes. He added that UVM has a model program.
Trustee Ruprecht asked for comment on the debate of payment for student athletes.

Dr. Corran underscored the complexity of the issue. The Big Five conferences receive at times double the entire UVM budget generated from television revenues. The debate is whether or not the students generating this income should share in the profit. There are labor law issues and other considerations. An additional question is how to separate the schools and the sports that have reached the tipping point to adopt this model. It may create tremendous inequities within institutions. If football could be separated out it would resolve the issue, but this is not possible because of Title IX.

Chair Cioffi thanked the presenters and praised the athletes for their dedication and accomplishments.

Information Technology (IT) Presentation

Mara Saule, Chief Information Officer (CIO); Julia Russell, Associate CIO; and, Dean Williams, Information Security Officer presented to the Committee. CIO Saule noted that, in 2009, during UVM’s 10-year reaccreditation, the New England Association of Schools and Colleges cited the University for not having an Information Security Team and Division. Since then, Dean Williams has built that team and office.

CIO Saule thanked the Board for its interest in information technology at UVM. She referred to the briefing in the Board’s advance materials (attachment 10), and explained that she would go over some of the highlights and then take questions. She stated that the most important matter for UVM’s technology is where the institution sees itself in the future. What are our students expecting and experiencing? How do we serve our key constituents? Thus far, UVM has earned distinction in meeting the needs of users through innovative course delivery whether on campus or through the capability of the Continuing and Distance Education Division (CDE) ability to provide online programs. She offered highlights on the following areas:

- **IT organization, governance and planning**—UVM has a largely decentralized model. Enterprise Technology Services serves the enterprise as the whole, along with the Center for Teaching and Learning, and UVM’s Web Team. Schools, colleges and functional areas have their own distributed IT units that serve a variety of functions. More often than not, those services are desktop support, some local server support, and specialized applications for disciplines. CIO Saule cautioned that it is not inappropriate or duplicative to have both a central and distributed approach. To better understand the scope of the work being done, however, she is leading a review process called “IT Align” in an effort calculate the total cost of IT at UVM and to ensure that it is configured most efficiently.

- **Essential infrastructure**—UVM has a robust campus network, although there are real challenges in older buildings in terms of adequate physical infrastructure. In the case of the new STEM building, these matters will be addressed in advance. UVM’s Tech Park is a source of pride for the institution as a state-of-the-art advanced computing core that supports big data research well. Equipment replacement funding is a challenge, but has successfully been covered by one-time monies at the end of the year. While UVM has
been able to address what might fail in any given year, it is generally not well-prepared for the unexpected. CIO Saule likened technology infrastructure to deferred maintenance. She added that, as Incentive Based Budgeting (IBB) moves forward, UVM may gain a better understanding and rationale for equipment replacement funding. The technology fee, paid annually by all students, ensures that classrooms and labs remain at a fairly high level of technology support and investment.

- **Security**—CIO Saule explained that UVM is generally successful in thwarting security attacks and threats. The bad news, however, is that the attacks and threats are endless. The situation needs constant care and attention.

- **Funding and staffing in comparative context**—Funding has been steady, although slightly down for ETS, which provides central IT services for UVM. Taken in context with comparator and other IBB schools, UVM is in the bottom third for IT funding and staffing. One of the goals of the IT Align process is to look at staffing. How can UVM more effectively and strategically deploy staff in order to protect essential infrastructure and be leaders in future technology? Thus far, UVM has been very creative in staffing and funding. UVM uses student workers and, in turn, they gain valuable experience. CIO Saule shared a growing concern about how expectations for applications and software keep growing. UVM needs a central way to manage requests so that the institution is attuned to potential security issues.

- **Emerging trends**—IT culture today is a bring-your-own-device landscape where students and faculty have more than one device. At issue, then, is an institution’s ability to manage usage, content and security issues. This is a nationwide conversation among institutions of higher education.

At the end of the presentation, an opportunity for questions was offered.

Trustee Buxton asked CIO Saule about the general expectations for privacy at UVM. CIO Saule mentioned a library study around privacy expectations and found that students did not express much concern. Regardless, UVM has privacy and security policies that guide us. Dean Williams added that IT works closely with General Counsel regarding legal mandates, such as HIPAA and FERPA.

Regarding strategic alignment, Trustee Ruprecht remarked that technology can move an institution forward or back. He also shared concerns about how choices are made on resources. CIO Saule explained that technology and planning at UVM is in direct alignment with its strategic planning.

Trustee Brennan inquired about online learning in terms of revenue. CDE Dean Belliveau, who was in attendance, explained that online learning is expensive but makes pedagogical sense. She stated that, going forward, all courses will use a consistent template so as to streamline expenses.
Provost Rosowsky added that a part of the pre-IBB work is to examine UVM’s current and future interplay with CDE. He explained that there is an avalanche of interest in hybrid courses that blend online and campus-based elements. Dean Belliveau agreed.

Trustee Ruprecht commented that, in his organization, he was able to cut IT costs in half by ruthlessly centralizing functions. He said that, while it was a grim task, it was also freeing in terms of using resources.

Trustee Bain inquired about whether UVM’s online initiative would see a cost reduction once the initial investment was made. CIO Saule responded by saying that, once we have the templates, we would not have to duplicate them. On another note, CIO Saule said that UVM may have a redundancy in software: a single institutional license, instead of multiple ones, may save UVM money.

Provost Rosowsky said that online learning is about providing greater access to UVM’s core mission.

Trustee Young thanked CIO Saule for her report. He emphasized that IT is a utility to the “city” of UVM. He said that everyone depends on it and that UVM must keep this vital utility functioning as best as possible.

**Enterprise Risk Management (ERM) Guidelines, Risk Philosophy Statement and Risk Appetite Statement**

Chief Risk Officer (CRO) Al Turgeon provided an overview of UVM’s ERM guidelines and risk philosophy and risk appetite statements, which President Sullivan approved on November 12, 2013 (see Report B of the meeting materials). He also outlined for the Board how the ERM guidelines are intended to be used and indicated that Trustees would have an opportunity to comment and to ask questions.

CRO Turgeon opened by stating that the use of these statements is well-established in the business sector and is gaining a foothold in higher education. Based on his informal on-line research in August 2013, there are at least 49 schools that have ERM programs in various stages of adoption and a handful that have ERM guidelines that resemble ours. He cited as leaders the University of Minnesota and the University of Nebraska, the University of Alberta in Canada, and Edinburgh University and Durham University in the U.K. He stated that each school seeks to help its community understand and apply risk management best practices, introduce guiding principles, and attempt to articulate, in broad terms, the amount of risk the institution is willing to undertake in the pursuit of its objectives. He added that most encourage and refer to the use of a risk assessment methodology when there is a perceived value in doing so.

CRO Turgeon stated that the President and the Audit Committee agreed that UVM should develop a risk tolerance statement. He noted that the guidelines were not intended to function as a strict policy but, rather, as a tool for senior leaders to help them think about risk and to encourage them, when needed, to use UVM’s risk assessment process to assess the risks
associated with a particular initiative they may be considering, as well as where appropriate take sensible measures to mitigate risk.

Vice Chair McAneny asked for clarification around the messaging and if the term risk “appetite” implied encouragement of risk-taking; she questioned whether our term should not be “risk tolerance” instead. She also inquired if the specific risk appetite statement regarding “actual safety, or the perception of safety, at our on and off-campus properties and/or activities” should be moved from the “low appetite” to the “zero appetite” category.

CRO Turgeon explained that the goal is not to eliminate all risk but to take prudent risks in the pursuit of our objectives. He offered the example of rock climbing as one type of safety risk where it was appropriate to have a low risk appetite. Mr. Turgeon went on to underscore the importance of taking proper precautions to mitigate risks.

Trustee Rocheleau asked Mr. Turgeon to explain the next steps in terms of implementation.

CRO Turgeon stated that he would distribute the ERM guidelines to the University leadership and encourage its members to use the guidelines.

Trustee Rocheleau added that the process is not only for assessing risk but is also for opportunities.

Trustee Botzow acknowledged the long process undertaken to bring the statement to fruition. He also questioned if “appetite” was the best word in terms of messaging, or if a term like “tolerance” would be preferable. He indicated he would leave it to CRO Turgeon to determine the best wording going forward.

Chair Cioffi thanked all of the afternoon presenters and introduced and welcomed Samantha Lucas, the newly elected student trustee whom will be succeeding Dennis Mahoney upon the completion of his term of service at end of the month.

**Executive Session**

At 3:15 p.m., Chair Cioffi entertained a motion to enter into executive session for the purpose of discussing contracts with action anticipated following.

Provost Rosowsky; Vice Presidents Bazlue, Cate, Gustafson and Derr; Special Assistant to the President and Director of State Relations Clarence Davis; President and CEO of the UVM Foundation Rich Bundy; and incoming Trustees Samantha Lucas, Ron Lumbra and Don McCree were invited to remain. All others were excused from the meeting.

President and CEO Bundy was excused following the first item.
Other Business

The meeting was re-opened to the public at 4:17 p.m. and the following resolution was presented for approval:

Resolution Authorizing Memorandum of Understanding and Service Agreement with The University of Vermont Foundation

RESOLVED, that the Board hereby authorizes the administration to negotiate and execute a Memorandum of Understanding and a Services Agreement with The University of Vermont Foundation on the material terms and conditions reported on this date.

A motion was made, seconded and it was voted to approve the resolution as presented. Chair Cioffi, President Sullivan and Trustees Robert Brennan and Bill Ruprecht abstained from voting in light of their seats on the Foundation Board of Directors.

At 4:20 p.m., the Chair recessed the meeting, noting the Committee would reconvene briefly at 8:00 a.m. tomorrow morning to conclude its business.

On Saturday, February 8, 2014 at 8:06 a.m., the Committee reconvened in the Livak Ballroom, Room 417-419 at the Dudley H. Davis Center.

Chair Cioffi acknowledged President Sullivan’s absence due to his attendance at a funeral in Minnesota. He also introduced and welcomed incoming Trustees Samantha Lucas, Ron Lumbra and Donald McCree.

At 8:07 a.m. a motion was entertained to enter into executive session for the purpose of discussing a contract with action anticipated following.

Provost Rosowsky; Vice Presidents Bazluke, Cate, Gustafson and Derr; Special Assistant to the President and Director of State Relations Clarence Davis; Samantha Lucas, Ron Lumbra and Don McCree were invited to remain. All others were excused from the meeting.

At 8:14 a.m., the meeting was re-opened to the public and the following resolution presented for approval:

Resolution Approving Commencement of Multipurpose Center Project Design Development, and Generation of a Cost Estimate and Funding Proposal

WHEREAS, the University previously developed a general concept for a multipurpose center (“Project”) designed to provide significantly expanded venues and opportunities for the University community and beyond; and

WHEREAS, the Project is a capital priority earlier identified and approved by this Board as set forth in the strategic action plan;
NOW, THEREFORE, BE IT RESOLVED, that the Board of Trustees authorizes the administration to proceed with Project design development and the generation of an associated cost estimate and funding plan, as well as fundraising from private donors in support of the Project.

A motion was made, seconded and it was unanimously voted to approve the resolution as presented.

**Adjournment**

There being no further business, the meeting was adjourned at 8:15 a.m.

Respectfully submitted,

Joan Lenes, Secretary
Robert F. Cioffi  
Board of Trustees, Chair’s Report  
February 7, 2014

Twelve years is a long time, even in the life of a University that we all know is the type of institution that doesn’t move quickly, a lot of change can take place in that time period. I am thrilled to have been able to watch the change that has taken place from this table.

If you think back 12 years ago, we had just completed a Presidential search after a difficult decade marked by a revolving door in the Presidency, this building nor the building to the East (Jeffords Hall) didn’t exist, our applications were at about 8,300, our endowment was at $180MM, we had an uninspiring development effort, no Honors College, and the mood on campus was pessimistic. There was not even Facebook. Our undergrad enrollment had dropped under 7,500, and the resulting budgetary problems were large. It was a disheartening time.

A dozen years later, I am proud that we now have a renewed optimism on this campus, we have enjoyed three successful Presidencies including our one year interim stint. Our Presidential search was considered a model and actually praised by the local newspaper, the campus has been revitalized by new construction and an upgrading of some of our older buildings, our applications are at an all-time high and will exceed 24,000 this spring (nearly triple of our number 12 years ago), we have established a fundraising foundation which has hit the ground running, our endowment has crossed the $400MM mark (a 220% increase), a thriving Honors College is now well established – a real crown jewel. Enrollment is at a healthy level of just shy of 10,000, and there is a renewed feeling of optimism about the University around the state and indeed around the country.

I truly believe that the University of Vermont is in a far better place today and we should all be very proud of what we have accomplished together. As we all know, it has not always been smooth sailing, but our collective belief in and commitment to this institution have allowed us to overcome the obstacles in our path. We have had a very good run and I thank you for allowing me to be a part of that success.

With that said, I believe there are some storm clouds out there -- some of them of our own making and others casting shadows over all of higher education in this country.

Despite our successes, there are many areas where I wish we could have done better over the past decade. My biggest personal regret is an inability to eliminate the persistent myth that UVM is expensive, especially for in state students. Tom has made it his personal mission to keep UVM affordable for all students and in particular, Vermonters, and I applaud this mission. However, I believe that this is a goal that has already been achieved and should be maintained. Forty-four percent of Vermonters do not pay any tuition to attend UVM. Let me repeat that number, 44% of Vermont students attend UVM tuition-free and in addition, the average Vermonter’s total cost of attendance is discounted by nearly 40% off the sticker price which is already pegged at only
40% of out of state tuition. Additionally, the numbers that I have just quoted do not take into account any self-help sources like work study or loans which the University also facilitates. But apparently, these impressive numbers don’t sell newspapers. As recently as two weeks ago, the Burlington Free Press editorial stated, “How does that reputation (of a public ivy) jive with the realities Vermont students face at UVM, a school that manages to make the top 5 lists of the most expensive public universities on a regular basis?” I’m sorry, but that is not the reality that most Vermont students face at UVM and as many times as we have said it, the myth continues to be perpetuated in the press and around the state. I regret that this stubborn perception persists.

To be sure, our published tuition price is higher than many public universities. But as we all know, that is the direct result of having one of the lowest levels of public financial support in the nation over many decades. It will be a happy day when I read an editorial entitled “Vermont Must Invest More in Its State University.” But to be good stewards of that investment, we must do our part.

Going forward, we need to be very careful to not fall into the trap of being all things to all people and therefore doing none of them well. I have always taken a page from Dan Fogel and Tom Sullivan’s book of thanking the state for the support that they give us, and an annual check for $40+ million is instrumental to the continuing viability of our University. As has often been stated, it is the equivalent of a $1BN endowment. However I get very frustrated when I see individuals in Montpelier take pot shots at UVM or raise the expectations that UVM must do more for Vermont and expect us to accommodate every demand in return for this modest investment, which as we know, is very specifically assigned to just three areas: Agriculture, Medicine, and student financial aid for Vermonters. This inadequate investment is further limited by the 40% rule restriction – which the State Colleges do not have to deal with. In light of this, we must depend on our legislative Trustees to continue to be our champions. I realize this puts an additional burden on those 9 individuals, but I can think of no other way that it can be accomplished so I encourage you to continue to carry this torch for us in the legislature.

Many don’t want to hear this but we are in direct competition with countless other options for higher education across the northeast and indeed around the country and the world. I know we like to think at times that higher education is somehow different from other enterprises and is not affected by outside influences. This is unfortunately not the case. Some may wish that an idyllic view of life in the ivory tower will serve us well. It won’t. On the contrary, I believe if we follow this thinking it will sow the seeds of our own demise.

I was thrilled to learn that our applications are at an all-time high (again!) and we should give Chris Lucier and his team a great deal of credit for these numbers. However, attracting applicants is not enough. We need to continue to strive to improve our selectivity and the yield of those applicants. The competition is not resting on its laurels and nor can we. In order to do this, we must continue to strive for excellence in our programs and focus on a finite number of them that promise us a competitive advantage.

Before I wrap up, I wanted to extend a few public thank you’s though I will reserve most of them for tonight’s dinner.
I would like to first thank the hard working faculty who by and large want what is best for UVM and the vast majority of them are spending their time constructively working with students and doing important and groundbreaking research. Without you, I would not have been fortunate enough to get my degree from here and we would not have the incredible educational product that we are able to offer to Vermonters and our out of state students.

I’d also like to thank those individuals who work on the administrative team and those that serve as our Deans. Unfortunately, in higher education, it is viewed as good sport to view administrators and Deans as punching bags and to blame them for all that is wrong in the academy. From my 12 years on this Board, and certainly during my 4 years as Chair, my view is that this could not be farther from the truth. These folks are hardworking, dedicated individuals who have chosen this field in order to further the education of our students. Their priorities are in line with this Board’s and mine and they should be celebrated for all that they do to help UVM succeed.

With that said, I would like to thank my fellow Trustees who I have served with. It is often forgotten that these individuals do this for no pay and it is a significant time commitment. They are thankless public servants who give of their time and wisdom to help lead this University. I am thrilled to count many of them as just not colleagues, but friends. Thank you.

Two years ago this weekend, I had the pleasure of placing a phone call to a 612 area code which I knew was a cellphone in the land of Gophers (sorry, Golden Gophers), after the party on the other end of the phone, abruptly hung up on me and I had to call them back, I was able to offer the Presidency of the University of Vermont to Tom Sullivan. I am thrilled that Tom and Leslie’s arrival here and Tom’s Presidency will be considered part of my legacy as Chair of this Board and I couldn’t be happier to have him as our President. Thanks for finally taking my call Tom!

I would also like to publicly recognize our other outgoing Trustees, Sam Bain, Dennis Mahoney and Bill Ruprecht. We will have time this evening to thank each of you for your individual accomplishments, but I also wanted to extend my thanks to each of you for what you have done for our University.

I am jealous of those that have time left on the Board as I believe that there are exciting times ahead for UVM, but challenging times for higher education. I look forward to watching from a slight distance away as UVM continues to strive to achieve excellence in its areas of academic focus.

As a parting gift to the Board, the University and those that will sit in this chair in the future, I would like to present a new gavel to the next Chair of the Board. This gavel was made by hand by two of our own people, Associate Provost Brian Reed and Director of Physical Plant Sal Chiarelli, who undertook this task with great enthusiasm and care. I was privy to a video that Sal made in his workshop showing the progress on the project a couple of weeks ago. At one point, as he was carefully turning the handle on his basement lathe he quipped, “Not bad for an administrator, eh?” The gavels and strike plates are made of native Black Cherry from the Enosburg farm of Professor Emeritus James Welch, which Brian was waiting to use for an
appropriate project. This was the right opportunity to use the wood for a special symbolic purpose, especially given the connections to Vermont and UVM. The strike plates are inlaid with a brass medallion of the UVM Seal, and the gavel handle is adorned with a hand-tooled brass finial. I understand the wood is hand finished with seven layers of Tung oil, a substance with which I am totally unfamiliar.

I trust that it will be used over the ensuing years to make great decisions for the continuing success of this University. Thank you, Brian and Sal, for creating such a beautiful and meaningful product. I am so happy that I didn’t just buy a gavel online!

In closing, let me say that I like the place we are in, and we are in a position to control our own destiny and really that is all you can ask for. We can imagine our future and make it so....for good or ill. Let’s not blow it. We can soar if we believe in and nurture this place, or we can ride the hand basket of self-interest and negativity. It is up to us....and now it is up to all of you. We can embrace a future of cooperation, respect, and progress, or one of divisiveness, small minded thinking, and stagnation....or worse. As our President often says, ‘By working together, and supporting each other, we can accomplish great things.’ I hope you will follow that wise advice.

I am ending my long stint on this Board at this exceptional University to do other things, and will be watching carefully and hoping that the best instincts of the University community will prevail. Thank you for all you have done to help put us in a position of strength. Continuing our success will demand our best thinking, our best commitment, and our best work.

Thanks for letting me be a part of it, and Go Cats!