A meeting of the Committee of the Whole of the University of Vermont and State Agricultural College Board of Trustees was held on Friday, May 16, 2014 at 8:00 a.m., in the Silver Maple Ballroom, Room 401 at the Dudley H. Davis Center.

MEMBERS PRESENT: Vice Chair David Daigle, Secretary Joan Lenes, Bill Botzow, Carolyn Branagan, Christopher Bray, Robert Brennan, Frank Cioffi, Carolyn Dwyer, Richard Gamelli, Samantha Lucas, Ron Lumbra, Anne O’Brien, David Potter, Kesha Ram, Dale Rocheleau, Donna Sweeney, Tom Sullivan, Raj Thakrar, Lisa Ventris, Jeff Wilson, and Mark Young

MEMBERS ABSENT: Chair Debbie McAneny, Don McCree, and Governor Peter Shumlin

ALSO PARTICIPATING: Provost David Rosowsky, Foundation CEO & President Richard Bundy, Graduate Student Senate President Lane Manning, Staff Council President Catherine Symans, Student Government Association President Aya AL-Namee, Alumni Association President Kristina Pisanelli, Faculty Senate President Julie Roberts, Director of Capital Planning and Management Bob Vaughan, Vice President for Finance and University Treasurer Richard Cate, Vice President for University Relations and Administration Tom Gustafson, Interim Vice President for Research John Evans, Vice President for Executive Operations Gary Derr, Chief Risk Officer and Assistant to the Vice President for University Relations and Administration Al Turgeon, Special Assistant to the President Clarence Davis, Dean of the College of Medicine Frederick Morin, and Vice President & General Counsel Francine Bazluke.

Vice Chair David Daigle called the meeting to order at 8:07 a.m.

Approval of Minutes

A motion was made, seconded and voted to approve the minutes of the February 7-8, 2014 meeting as presented.

Chair’s Report

Vice Chair David Daigle noted the Chair McAneny was not present due to her attendance at her son’s college graduation and read her report on her behalf. See full report appended to minutes as Appendix A.

President’s Report

President Sullivan began by recognizing that the University’s success is due to the many contributions that our faculty, staff and students have made. He announced that copies of his 2013/2014 President’s report were provided to Trustees this morning and that copies will be broadly distributed next week. He also stated that the University’s fifth-year interim report was
accepted by the New England Association of Schools & Colleges (NEASC). In the letter accepting the report, NEASC gave the University many accolades for the strides it has made since the 2009 self-study.

President Sullivan thanked legislative Trustees for their work in this year’s session. He highlighted that one of their accomplishments was forwarding to the Governor, for his signature, a change in the 40% tuition rule. He also noted that the Governor is expected to authorize a 1% increase in the state appropriation to the University (beginning in January 2015), which is a historic second increase in a row.

President Sullivan was pleased to report that this has been another great year for student and faculty awards. He announced that seven undergraduates received Fulbright awards. Three National Science Foundation graduate fellowships were awarded and two more received honorable mention. Faculty have again garnered competitive national grants to support their research and received distinguished awards at the national and state level, including Fulbright Fellowships.

In terms of awards bestowed on behalf of the University, the President’s Our Common Ground Staff Award was established this year. The honor was awarded to six staff members who exemplify the following qualities of the University’s Our Common Ground statement: Respect, Integrity, Innovation, Openness, Justice, and Responsibility. Also created this past year is the University of Vermont Retired Scholars Award, which supports emeriti faculty who are completing a research or creative project or attending a national or international conference after full retirement from the University. Five emeriti faculty members were selected to receive the award. President Sullivan noted that the first-ever Faculty Distinguished Citizen Award will soon be announced.

President Sullivan next discussed Career Counseling, noting that the University has received favorable national press in this area. In a February article highlighting UVM’s commitment to helping graduates develop their careers, USA Today calls the Career + Experience Hub’s central location “a piece of prime real estate” that “signals a new priority on campus.” The Hub serves students who want experiential learning opportunities and career-oriented advice and helps them become better prepared to pursue a career or graduate school after graduation. The Hub complements the Four-Year Career Success Plan, another new element of UVM’s career preparation program. This plan engages students in a sequence of semester-specific activities that, according to recent studies, will increase their chances of post-graduation success.

President Sullivan next reported that in January, the University welcomed its first cohort of Global Gateway students. A total of 40 students participated, exceeding the target. The program is part of a plan to increase international undergraduate enrollment by 7%.

He next described the Student Research Conference which was held recently. Over 300 students participated. The Conference showcased the research, scholarship, creative works and innovations of the UVM student community.
President Sullivan provided several updates concerning the University’s academic leadership. This year, the University named four University Scholars for their sustained excellence in research and scholarly activities. He also reported that the search for Dean of the Rubenstein School of Environment and Natural Resources has been completed and Dr. Nancy E. Mathews has accepted the position. Dr. Mathews was the Director of the Morgridge Center for Public Service and Professor of Environmental Studies at the Gaylord Nelson Institute for Environmental Studies at the University of Wisconsin-Madison. He also noted that Vice President for Enrollment Management Chris Lucier has taken a position at the University of Delaware. Director for the Office of Institutional Research John Ryan will be serving as Interim Vice President for Enrollment Management. Dr. Abu Rizvi is also leaving the University, albeit temporarily; he is stepping down as Dean of the Honors College and will be a Visiting Fellow at Harvard University’s Graduate School of Education next year. Lisa Schnell, Associate Professor of English and Associate Dean of the Honor’s College, has agreed to serve as Interim Dean of the Honors College.

President Sullivan next reported that, after the last two years of discussing expanding summer opportunities, this year’s Summer University at UVM will offer over 500 courses. Many of these courses will be online.

Regarding the Incentive-based Budgeting (IBB) model, President Sullivan stated that it continues to develop and will go into full effect in summer of 2016. He noted that there have been over 150 meetings on campus discussing this model.

President Sullivan concluded by thanking everyone for their participation on campus for Commencement weekend.

**Foundation CEO & President’s Report**

UVM Foundation CEO & President Rich Bundy began by acknowledging that the Foundation is currently celebrating the end of its third year of active fundraising. He then provided background on how the Foundation was formed. The idea to establish it began several years ago with conversations between former UVM President Dan Fogel and former Board of Trustees Chair Bruce Lisman. In 2009-2010, a work group was formed to examine the potential of the Foundation. In fall 2010, the Board authorized its creation. CEO & President Bundy was hired two weeks later and was the last hire of the Development and Alumni Relations office and the first hire of the Foundation. The Foundation began working in earnest in January 2011. By July 2011, counting began for the comprehensive campaign.

CEO & President Bundy reminded the Board that the Foundation works for the University and in support of its mission. He also mentioned that the earliest set of decisions the Foundation Board made was to commit to the Donor Bill of Rights, as well as to transparency. Although the Foundation is a private body, it has chosen to conduct its business consistent with the Vermont Open Meeting Law.

The Foundation Board of Directors consists of 24 members, with John Hilton serving as Chair and Jim Keller as Vice Chair. Most members reside in the Northeast, but there is work under way
to diversify the Board in both the traditional sense as well as geographically. The Board is supported by the Foundation’s Leadership Council. The Alumni Association Board of Directors is also included within the Foundation governance structure.

CEO & President Bundy explained that the Foundation is deliberately structured so that it continues to be tightly coordinated with the University. For example, four members of the Foundation Board also sit on the University Board of Trustees. The Foundation aims to ensure consistency by staggering the terms of Trustee members. All Board members serve three-year terms and are eligible for re-election for a second term.

The Foundation is a large organization, including 76 employees. It has a full-service operation with its own communications department, alumni records, financial team, IT staff, and more. Professional development is heavily emphasized.

The Foundation is currently concluding Senior Week, which welcomes the graduating class into the Alumni Association. Alumni House fundraising continues, and the goal remains to redeicate the renovated facility in October 2015. In terms of the Foundation’s overall fundraising efforts, it continues to have tremendous success. For example, at the end of April, new commitments crossed the $40 million mark. With six weeks remaining in the fiscal year, there is the potential that this could be the first year in UVM’s history that we secure more than $50 million in new commitments.

CEO & President Bundy next highlighted that the Foundation is focused on being more deliberate in discussions around principal and major gifts. Since its launch, the Foundation has seen a significant increase in the number of commitments over $1 million; and has the potential to secure more than 20 gifts that exceed that threshold next year.

As it prepares to wrap up the third year of the current campaign, the Foundation is ahead of the pace needed to hit its ultimate goal. Although there is no guarantee that the goal will be met, the current momentum is a positive indicator.

CEO & President Bundy noted that one goal that is certain to be reached is the intention to double the number of endowed professorships. An Investiture Ceremony for UVM Endowed Professors was held April 16, 2014 recognizing these positions; their number has grown from 52 to 83. CEO & President Bundy concluded his report by sharing a video highlight of the investiture ceremony.

**Governance Leaders Reports**

Graduate Student Senate (GSS) President Lane Manning began his report by noting that one of his major goals for GSS was to enhance its visibility and presence on campus. He was proud to report that this goal has been achieved. Next, he announced that he was re-elected as GSS President for one more year. He moved on to highlight several recent GSS activities. The first was GSS member participation as room moderators for the recent Student Research Conference. The GSS is also in the process of creating a housing document to assist incoming graduate students. President Manning expressed his appreciation for the administration ensuring graduate student participation in the search for the Dean of the Graduate College as well as for the Vice
President for Research. Also in the area of engagement, President Manning noted that graduate students have been very pleased to have high-profile University guests, such as President Sullivan and Provost Rosowsky, attend their meetings. President Manning concluded his report by noting that GSS has had productive meetings with Student Financial Services and Payroll to address graduate student concern of the payroll deduction of a significant student fee charged to them each semester.

Staff Council President Catherine Symans provided her last report. She announced that the Council will be in capable hands with President-elect Renee Berteau, who is currently Vice President, and Vice President-elect Johanna Brabham. Representative elections were also held, with 17 new representatives elected. This year, the Council will have 38 members, which is the most in its history. President Symans next highlighted several recent Council accomplishments such as addressing the needs of nursing mothers and new families, as well as building community through social events. By working with University leaders, the Council continues to bring forward concerns and issues which were outlined in an annual update sent to University and Board leaders last week. The update also included positive strides made to address staff needs. President Symans concluded her report by thanking senior leaders for encouraging and supporting the Council’s work.

Student Government Association (SGA) Aya AL-Namee provided her first report to the Board. She began by introducing herself as a soon-to-be Senior with a major in environmental science. She moved to the United States from Baghdad in 2008 and is a graduate of South Burlington High School. She reported that SGA had a successful senatorial election during the spring semester and established a list of priorities in the following areas: academic quality, improving the club experience, communication engagement of students, community relations, and working with the Office of International Students on establishing integration programs. Throughout the summer, SGA will continue to work on cultivating relationships with University officials and student groups in preparation for the fall semester.

Vice Chair David Daigle inquired as to President AL-Namee’s plans after she graduates. She indicated that her hope is to find a career that could integrate her love for research, the outdoors, and UVM.

Alumni Association President Kristina Pisanelli highlighted several recent Association accomplishments. She reported that efforts to secure funds for the Alumni House continue, observing that Alumni House will forever change the landscape of alumni relations. She next addressed the Association’s need to fund its future as its goals and aspirations will outpace available funds. She encouraged all Trustees to become sustaining members, commenting that affinity engagement and growth are needed for success. President Pisanelli next announced the launch of the “Green Cats” alumni affinity group for environmental, sustainability, and clean tech professionals. In closing, she assured the Board that the Association is strong and continues to gather momentum.

Trustee Rob Brennan asked about alumni involvement in career development. President Pisanelli replied that one of the Alumni Association’s standing committees is a career services committee whose members work closely with UVM’s career services office. The entities have been working
on alumni networking nights in several cities. She noted that this is an area where alumni involvement will continue to improve.

Trustee Bill Botzow asked if certain graduated classes have exceeded expectations in terms of quantity of participation and whether such statistics might serve as a tool to create positive competition. President Pisanelli responded that such data are likely available and acknowledged that the data could be used to garner competition between classes, and hence increase participation.

Faculty Senate President Julie Roberts began by reporting that the first-year writing literacy program was a great success. She next highlighted that the Senate’s advising report has been submitted to the administration and is ready to be acted upon. The Financial and Physical Planning Committee will continue to monitor and make recommendations on budget issues. President Roberts thanked Vice President for Finance Richard Cate and University Budget Director Alberto Citarella for working with this Committee. The Student Affairs Committee will continue to work on advising, and to address disabilities access which ties in several common language needs with international students. President Roberts stated that Vice President Stephanie Kaza, United Academic President Denise Youngblood and she met with the Career Services Work Group and shared data of student success after graduation. The data will be shared further with faculty. President Roberts acknowledged that career development is not always a forte for faculty, but that they understand its importance and have pledged to improve themselves in this area.

Vice Chair Daigle asked if President Roberts feels that the structure exists to support advancing academic excellence. President Roberts replied that the biggest impediment right now is in the area of communication. She noted that this is not for the lack of trying, but that messages do not always disseminate to all levels.

Trustee Botzow noted the inevitable evolution of higher education and asked how faculty feel about this notion of change. President Roberts replied that a large number of faculty are embracing technology, but worry about the influence of consumerism on education.

**Action Items**

Vice Chair Daigle announced that the Blue Cross/Blue Shield resolution that was originally on the agenda has been deferred.

Vice President for University Relations and Administration Tom Gustafson presented a resolution approving the extension of the City of Burlington and University of Vermont Letter of Agreement. He summarized that the agreement was created primarily for payment of fire services and a technology-based dispatch and records management system, as well as an omnibus payment to cover quality of life issues. Both parties have agreed to extend the agreement for one year; however, the proposal still needs to go to the City Board of Finance before becoming final. The payment is approximately $1.2 million and is adjusted annually for inflation.
Vice Chair Daigle asked why the agreement is not for multiple years. Vice President Gustafson replied that it is entered into on an annual basis as there is a potential that it may be re-negotiated in the future. He added that the negotiation cycle is essentially the City’s choice.

Trustee Branangan referenced the provision for additional police force, and asked if they are for areas off-campus. Vice President Gustafson confirmed that the additional police would be for areas off-campus where students live.

The following resolution was presented for approval:

**Resolution Approving Extension of City of Burlington and University of Vermont Letter of Agreement**

RESOLVED, that the Board hereby authorizes the administration to extend the City of Burlington and University of Vermont Letter of Agreement, which became effective September 26, 2007, for an additional year from the date of its expiration through June 30, 2015.

A motion was made, seconded, and unanimously voted to approve the resolution as presented. Trustee Kesha Ram recused herself and Trustee Dale Rocheleau was not present for the vote.

**Acknowledgement of Grants and Contracts Awards Report**


**Strategic Capital Planning**

Vice President Gustafson and Director of Capital Planning and Management Bob Vaughan offered a brief presentation on the University’s internal process for evaluating and prioritizing capital projects and the protocol for Board approval and oversight.

Director Vaughan provided the definition of major versus small capital projects: major capital projects are those that are greater than $5 million and usually require some University funding, including debt, non-debt or both. Small capital projects are those that are usually between $1 million and $5 million and are generally funded from non-debt sources such as gifts, grants, or existing department assets.

Director Vaughan next highlighted how major capital projects are initiated. Major projects begin with a Capital Project Request Form that defines the need and scope of the project, the proposed funding sources, and the time frame required. The form is submitted from a Dean or Vice President to the President. In some cases, the President will initiate a project. Once submitted, the project will be reviewed against a standard list of criteria. The President then decides which high-priority projects will be presented to the Board and will also provide an annual update of the University’s priority list, usually in February.
Vice President Gustafson went over criteria for the internal process for evaluating small capital projects. He explained that these are also initiated with a Capital Project Request Form from a Dean or Vice President to the President. If a feasible funding plan is identified, the President will determine if and when to bring to the Board. He noted that the Board approves all projects over $1 million.

Vice President Gustafson next discussed the criteria for the internal project assessment process. He noted that the primary type of project is determined. Next, the evaluation criteria are applied. These criteria are the same that are found in the Strategic Action Plan approved by the Board in October 2013. The criteria evaluate the impact of the project on strategic goals. Another set of criteria are applied to determine whether there is a compelling need for the project. Finally, a feasible financial model has to be determined. Vice President Gustafson also noted that projects may come forward that meet criteria, and already have funding; in these cases, it must be determined if they meet strategic goals. If they do, then they can be brought to the Board on an expedited basis.

Director Vaughan went over the protocol for Board approval of major capital projects. The first step in this process is that the administration presents the capital project to the Educational Policy & Institutional Resources Committee (EPIR) for programmatic review and approval of the initial concept. The administration then brings the project to the Budget, Finance & Investment Committee (BFI) for authorization of expenditure for preliminary project planning and design or feasibility studies. In addition, authorization is sought for the Foundation to commence fundraising. The preliminary funding plan is also reviewed.

Vice President Gustafson explained that the second step is that the administration brings the final funding plan to BFI for review, and for the administration to obtain authorization of expenditures for program completion, schematic design, and detailed cost estimating. Fundraising progress to date will be reported to BFI. Project expenditures for the first two steps will come from the newly established capital project pre-funding account.

Vice President Cate provided more detail regarding the pre-funding account and noted that it will not be tapped for all projects. The idea for the pre-funding account came about during the STEM process and is a dedicated account that will use UVM resources from the Treasury Operations Account. When the project becomes funded, money will go back into the account so that the General Fund is not utilized for these projects.

Trustee Brennan asked if there is a cap on the pre-funding account. Vice Chair Daigle indicated that the cap is $10 million. Trustee Brennan asked if use of the fund is limited to pre-development, or if it can be used for the start of a structure. Vice President Cate explained that the intent is for pre-development.

Trustee Lenes asked if the pre-funding account will be used for major maintenance projects. Vice President Cate replied that, if it was a large maintenance project that required architectural design, then yes, this funding account could be used. He cited the renovation of Aiken as an example of when this might be applicable.
Trustee Lumbra asked if $10 million is the right cap, especially with current number of projects. Vice President Cate replied that the University does not want to become over-leveraged. He also noted that the cap amount can be revisited.

Trustee O’Brien asked how pre-funding had been handled in the past. Vice President Cate explained that the STEM project is larger than anything that has come before the Board and that it highlighted the need for the pre-funding account. President Sullivan further explained that pre-funding in the past was largely initiated ad hoc, and that the fund is intended to institutionalize a plan with which everyone is comfortable. Trustee O’Brien next asked if there is potential risk that a project receiving funds from the prefunding account will not go forward. Vice President Cate replied that the type of projects that would utilize these funds are top priority and are unlikely to not go forward.

Trustee Botzow asked if the funds will be maintained in terms of inflation. Vice Chair Daigle replied that, conceptually, the fund is a short-term revolving concept. He also noted that this fund will be reviewed annually, and there could be an opportunity to charge an interest rate.

Trustee Young asked who would have the authority to approve expenditure from the fund. Vice President Cate explained that the Board would have to approve expenditures. Trustee Young replied that he is against having so many funds created and feels it causes unnecessary complications. He asked why the Board would not just vote to use Treasury Operations on a temporary basis. President Sullivan responded that the fund will be used as a planning tool that provides an opportunity to examine a project and plan accordingly. Trustee Young observed that the fund would be encumbering money that would not generally be encumbered. Vice President Cate replied that the funds would be encumbered, but internally, rather than externally. Vice Chair Daigle opined that funds not encumbered for a specific project would be unencumbered. President Sullivan added that the fund is intended to manage risks in a manner similar in concept to the green revolving fund.

Trustee Rocheleau inquired as to how the $2 million of current funds that are being used for the STEM project will be returned. Vice President Cate explained that the funds are already encumbered against the project and will be moved into this new account.

Vice President Gustafson clarified for the Board that not every project will require use of the pre-funding account.

Trustee Young asked that a presentation regarding Treasury Operations occur at a future meeting. Vice Chair Daigle commented that the general net fund- to-assets agenda topic needed more attention and that a comprehensive annual reporting mechanism will be established.

Director Vaughan resumed the presentation by discussing the third, and final, step for Board approval of major capital projects. He explained that, at this phase, the project design will be completed with construction documents and finalized cost estimates. An updated report on the fundraising progress will be presented with the expectation that a majority of non-debt funding has been committed. Approval will be conditional on having all non-debt funding committed,
including use of the capital project prefunding account for internal loans. If needed, step 3 will also require that BFI authorize the issuance of bonds.

Vice President Gustafson explained that, for Board approval of small capital projects, the administration would submit the project for EPIR review and approval in light of strategic and operational need. At the same meeting, BFI would review and approve project expenditures after evaluating whether plan funding is acceptable. He noted that funding typically already exists and is identified for these types of projects.

Vice President Gustafson and Director Vaughan concluded the presentation by providing updates on current priority projects. They indicated that both the Alumni House and Billings renovations are anticipated to move forward as soon as the required gifts are finalized. Regarding the residence halls project, a request for proposal was being distributed today for third-party developers to submit proposals for new housing at the Chittenden/Buckham/Wills Complex. Work continues on planning for the multipurpose events center project, which is currently between steps 1 and 2 of the major capital projects approval process. More specifically, the project concept was approved at the last Board meeting and the Foundation team continues to solicit and secure gifts to fund the project. Vice President Gustafson noted that an update regarding the status of the STEM project would occur following the conclusion of this presentation.

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

Provost Rosowsky gave a brief overview of the STEM programming work that has taken place since the last meeting. The project has moved through the programming and schematic design phases and is now ready to move into the final design phase. The Provost advised the Board that the following information on the project was available online:

- The Case for STEM [http://www.uvm.edu/provost/The%20Case%20for%20STEM.pdf](http://www.uvm.edu/provost/The%20Case%20for%20STEM.pdf)
- The "Fly Through" [http://alumni.uvm.edu/foundation/stem/](http://alumni.uvm.edu/foundation/stem/)

The Provost also gave a brief update on the project budget, which has increased from $100 million to $104 million. He explained that the increase resulted from the conclusion that it would be more effective and efficient to build a new structure rather than renovate Cook Building. The cost of demolishing Cook and the related hazardous material abatement was included in the project budget.

Provost Rosowsky next displayed slides of an aerial view of the STEM complex, and individual slides of the exteriors of the new laboratory building, Votey Hall, and the courtyard area. He noted that the laboratory building will have two wings and will house labs and research space, as well as classroom and office space. The outdoor design is set up to encourage student and faculty
engagement, as well as to serve as a place for performances, lectures and outdoor classes. Provost Rosowsky noted that the classroom building will be located in the site envelope of where Cook is currently. He next said that a bridge will be placed between the new building and Votey Hall. The exterior design of Votey will have up-fits that will tie the architectural design in with the new building and integrate it with the rest of campus.

Vice President Evans next discussed the space planning process for the STEM project. Since the last discussion with Board, further collaboration has occurred with staff, faculty and students being involved. Much was learned by visiting other institutions and architects have been consulted for guidance. Throughout the process, thought has been given to how teaching will evolve, and the space is being designed to be flexible for future needs.

Vice President Evans next described the proposed floor plans. Tutoring/study areas are included and designed to be flexible with an acknowledgement that interactions are important outside the lab and classroom. There will also be student teaching labs, which are each configured in a common planning module and are designed to be flexible for use by many disciplines. There are break-out spaces where people can gather and meet. He also noted that four departments will house their Chairs in a single space so that they can collaborate and develop ideas together. Also included is an engineering project lab and several sophisticated research labs. Vice President Evans also referenced the proposed reconstruction and upgrades of Votey Hall.

Vice President Evans predicted that the STEM complex will attract and retain the best faculty, students and staff. He explained that the next step in the planning process is to create the more detailed plans, which will require sophisticated design of infrastructure, while ensuring that the buildings blend in with the campus.

Director Vaughan went over the project cost. He noted that the administration has requested approval two times over the course of the past 12 months to spend a total of $2.0 million to complete the programming, conceptual and schematic design phases. Today, the administration is requesting approval to spend an additional $5.0 million to enable completion of the remaining design phases, inclusive of the construction documents. These funds will not only provide for the remaining design effort, but will also include the pre-construction services component incorporating constructability reviews of the design, as well as two additional cost estimation and reconciliation tasks.

Director Vaughan next reviewed the project schedule. He stated the objective is to complete all of the design documents and permitting activities over the next twelve months so that actual construction activities on Phase 1 can begin in May 2015. Construction of the lab building will begin with the demolition of Angell Hall, while maintaining functions in the Cook Building, and will take approximately 18 months to complete in December 2016. Afterwards, all of the lab elements will be moved from the Cook Building into the new structure, with the plan to capture temporary office space in common areas, such as conference rooms, unassigned graduate office space and laboratory shelled space to accommodate office needs until Phase 2 can be completed. The hazardous material abatement and demolition of the Cook Building will begin the second phase before construction of the new Classroom and Office Building. The second phase will also take approximately 18 months, until June 2018. The third phase of this project, the selective
renovations of Votey Hall, will take place throughout the timeframes of Phases 1 and 2, with re-location of functions to occur as areas are completed.

Referencing Votey, Trustee Rocheleau asked why it is being renovated rather than demolished as Cook had been. Provost Rosowsky explained that the deferred maintenance needs were less for Votey. It is also serving as a “swing space” to be utilized while new construction occurs. Trustee Rocheleau followed up by asking if, in terms of project cost, other swing spaces were accounted for. Director Vaughan replied that, during the demolition of Angell, some classes will be re-scheduled to accommodate the temporary lack of space. When the lab building is in construction, Cook will remain in operation during that time. He noted that office space will be temporarily lost when the lab building opens and Cook is demolished, but that a solution will be identified.

Trustee Rocheleau asked if the administration has been able to project the savings of operation costs of the Cook demolition. Provost Rosowsky indicated that this will be a figure that can be calculated and that deferred maintenance costs were included in the projected costs of project. There will also be savings related to the efficiency of the new buildings.

Trustee Richard Gamelli asked about smaller properties that will no longer be in use once these new buildings are operational. Provost Rosowsky replied that there are ongoing conversations regarding those spaces, and that there may be an expense sustained in the future for re-purposing of them.

Trustee Robert Brennan observed that construction projects are often unable to be completed within the original budget and time frame. He inquired as to the confidence level of the administration for remaining on schedule. Director Vaughan replied that the STEM project is going through several phases of design, requiring cost estimates from the professional services viewpoint. The University has also hired a pre-construction contractor to provide estimates. The administration is then requiring that the professional services estimates and the pre-construction estimates are reconciled. A similar process was used in the construction of the Davis Center, which was completed within the projected costs and on schedule.

Trustee Gamelli asked for more information concerning how the STEM space is being planned in terms of future needs. Provost Rosowsky explained that shell space is included in the design for future growth. He also noted that the structure is designed in a manner where it will be very easy to be elongated.

Trustee Potter inquired as to how the discipline of biology would fit in to the STEM plans. Provost Rosowsky replied that there is space included that would incorporate biology for trans-disciplinary purposes.

Trustee Botzow expressed concern regarding the potential impact that growth in STEM would have on other areas of campus such as parking, housing, and other needs. Provost Rosowsky explained that the administration is seeking to grow the area of STEM by 50%, but in a manner that will not cause net growth in the student body size; therefore, other campus needs would not be affected.
Trustee Samantha Lucas asked for more information on student involvement in the STEM process. Vice President Evans explained that students were part of the steering committee and have been active participants in all STEM-related discussions. Provost Rosowsky added that students will continue to be involved during the construction stages and there will be many opportunities for them to tour the space as it develops.

The meeting was recessed at 10:52 a.m.

Executive Session

At 2:45 p.m., Vice Chair Daigle reconvened the meeting and entertained a motion to enter into executive session to consider contracts, collective bargaining, and advice of legal counsel. He noted that action was anticipated following.

Provost Rosowsky; Vice Presidents Bazluke, Cate, Gustafson and Derr; and Special Assistant to the President and Director of State Relations Clarence Davis were invited to participate as requested in Executive Session. All others were excused from the meeting.

Vice Presidents Bazluke and Cate were excused for the first item, and joined the Executive Session for the next item, along with Dean of the College of Medicine Frederick Morin and Chief Risk Officer and Assistant to the Vice President for University Relations and Administration Al Turgeon.

Vice President Derr, Dean Morin and Chief Risk Officer Turgeon were excused after the second item.

All non-Trustees were excused for the final item.

Other Business

The meeting was re-opened to the public at 5:25 p.m. and the following resolutions were presented for approval:

Resolution Authorizing Fletcher Allen Health Care Agreements

WHEREAS, UVM and Fletcher Allen Health Care, UVM Medical Group, Fletcher Allen Partners, and Fletcher Allen Partners Affiliates have engaged in discussions regarding the further advancement of their individual and shared goals with respect to the provision of effectively delivered, high-quality health care services and health sciences education and research; and

WHEREAS, UVM and those entities wish to enter into new arrangements to facilitate this advancement;

BE IT RESOLVED, that the Board authorizes the President to enter into a comprehensive affiliation agreement with Fletcher Allen Health Care, UVM Medical Group, Fletcher
Allen Partners, and Fletcher Allen Partners Affiliates to succeed the University’s current affiliation agreement with Fletcher Allen Health Care and UVM Medical Group, the material terms of the agreement to be consistent with the report of the administration on this date; and

BE IT FURTHER RESOLVED, that the Board authorizes the President, or his designee(s), to negotiate real estate and related transaction agreements with Fletcher Allen Health Care to accommodate construction of a new inpatient facility, the material terms of the agreements to be consistent with the report of the administration on this date, provided that, before entering into any specific real property or other transaction that requires approval under the Board’s reserved rights resolution, the President or his designee will seek specific authorization from the Board or its Executive Committee; and

BE IT FINALLY RESOLVED, that the parties may exercise their respective rights and obligations only when the revised affiliation agreement and the real estate and related transaction agreements are fully executed by all parties.

Resolution Regarding Presidential Evaluation and FY 2015 Compensation

WHEREAS, on this date the annual review subcommittee (“the subcommittee”) has reported on the status of its work to this Board;

BE IT RESOLVED, that the Board hereby authorizes the Board Chair to finalize the President’s annual performance evaluation and compensation for FY 2015 following such additional consultation with the subcommittee as she deems necessary or desirable; and

BE IT FURTHER RESOLVED, that the Board Chair shall report her final actions to the Board in due course.

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

Adjournment

There being no further business, the meeting was adjourned at 5:26 p.m.

Respectfully submitted,

Joan Lenes, Secretary
Deborah H. McAneny  
Board of Trustees, Chair’s Report  
May 16, 2014

Good morning everyone and welcome to the annual Commencement Week Board of Trustees Meeting. I apologize for my absence on such an important weekend, but please know I am very close in spirit as I also will be attending Commencement exercises, at Georgetown University, for our second son, Michael, who graduates this weekend. As a trustee, I have always loved this special time because we see such a poignant reminder of why we are here, and feel the responsibility we bear to successfully launch our students into the next phase of their lives. It reaffirms the importance of our stewardship of this great university. In many ways, my personal journey this weekend brings even greater clarity to that purpose.

As parents, our greatest hope is for our children to come through their college years not only well educated and career ready but also emerging confident in themselves, their passions, and their future. Like thousands of other parents who will attend commencement here this weekend, today, I am indeed a very proud Mom. And as a trustee, I am very proud to be serving UVM – my alma mater, and a truly wonderful institution.

For me, these personal reflections help to validate the importance of our strategic priorities and the very close alignment with what is most important to the families who have chosen, and, we hope, will choose UVM in the future. During this meeting, the Board will have an opportunity to discuss access and affordability when we review and approve the tuition setting budget for next year. Importantly, we also have an opportunity to demonstrate our collective commitment to the all important STEM initiative by further advancing the lab and classroom project, and the members of Educational Policy and Institutional Resources Committee will hear updates on our progress on the career success action plan. Each is a real illustration of our strategic priorities around academic excellence. These two initiatives alone demonstrate our focus on the four primary elements of the Strategic Action Plan:

- Access to success for students
- Advancing academic excellence and cultivating talent
- Identifying necessary investments to ensure a bright future
- A commitment to efficiency and effectiveness that optimizes the use of facilities, technology, assets, and shared services

Of course, all of this would not be possible without the help and support of our Partner, the UVM Foundation, many of the Directors of whom are with us this morning. I know that there are many of us in the room today who can still remember when the Foundation was just a concept on the drawing board. As a new ex-officio member of the Foundation’s Board and Executive Committee, I want to assure all UVM trustees that the Foundation is very real, doing great work, and providing the critical support and expertise we must have if we are to be successful in implementing our strategic plan. We are very lucky to have an incredibly talented and qualified Board of Directors to guide our foundation under the leadership of our friend and former trustee, John Hilton. On behalf of this Board, I want to express our appreciation and gratitude to all the members of the Foundation Board. I look forward to meeting the foundation directors I have not
yet met, and to the outstanding achievements we are going to accomplish together on behalf of UVM.

I also want to officially welcome our new trustees to their first official meeting - Ron Lumbra, Samantha Lucas, Don McCree, and welcome back Donna Sweaney to our trustee family.

I am most grateful that our Vice Chair David Daigle agreed to step up and Chair this meeting in my absence. I want to assure all of you that Tom, David and I have worked very closely together in the weeks leading up to this meeting, and I am aware and fully supportive of the resolutions before you this weekend.

In closing, let me extend a special debt of gratitude and all good wishes for the future to our departing Vice President for Enrollment Management, Chris Lucier. Our University is better, stronger, and has a higher profile because of your efforts, Chris, and we wish you well as you assume your leadership position at the University of Delaware. Happy trails!

Finally, I want to thank Tom, the administration, faculty, and staff for all you do every single day to make the University of Vermont such an exceptional place.

I would be remiss if I also did not again thank my predecessor, Rob Cioffi, for his long service and commitment to advancing the University. And on a personal note, to the countless hours he invested in my transition to Chair.

To the Board, as someone who has served as a trustee for over ten years now, I appreciate the level of time, energy and commitment it takes to serve and I am grateful for your generous service.

To our graduates, we celebrate you and wish you the very best this weekend. Please come back and visit often! And we wish all our returning students a happy, safe and productive summer.

I hope that as many of you who are able will attend our Commencement ceremonies this weekend. As I said, it is a very special time, filled with pride for our students and for our University!

This concludes my Chair’s Report.