A meeting of the Committee of the Whole of the University of Vermont and State Agricultural College Board of Trustees was held on Friday, October 2, 2015, at 8:00 a.m., in the Silver Maple Ballroom, Room 401 at the Dudley H. Davis Center.

MEMBERS PRESENT: Chair Debbie McAneny, Vice Chair David Daigle, Secretary Joan Lenes, Bill Botzow, David Brandt, Robert Brennan, Frank Cioffi, Carolyn Dwyer, Richard Gamelli, Bernie Juskiewicz, Samantha Lucas, Ron Lumbra, Don McCree, Curt McCormack, Anne O’Brien, Ed Pagano, Dale Rocheleau, Tom Sullivan, Donna Sweaney, Tristan Toleno, Lisa Ventris, and Jeff Wilson

MEMBERS ABSENT: Cynthia Barnhart, Kesha Ram, and Governor Peter Shumlin

ALSO PARTICIPATING: Provost David Rosowsky, Student Government Association President Jason Maulucci, Alumni Association President Kristina Pisanelli, Faculty Senate President Lisa Aultman-Hall, Graduate Student Senate President Devin Champagne, Staff Council President Renee Berteau, Vice President for University Relations and Administration Tom Gustafson, Dean of the Graduate College Cynthia Forehand, Director of Capital Planning and Management Robert Vaughan, Vice President for Finance and Treasurer Richard Cate, Vice President for Legal Affairs & General Counsel Francine Bazlue, Vice President for Executive Operations Gary Derr, CEO & President of the UVM Foundation Rich Bundy, UVM Foundation Vice President for Principal Gifts Kathleen Kelleher, Dean of the School of Business Administration Sanjay Sharma, and Vice President for Enrollment Management Stacey Kostell

Chair Debbie McAneny called the meeting to order at 8:10 a.m.

Approval of Minutes

Chair McAneny presented the May 15, 2015, minutes for approval. A motion was made, seconded and voted to approve the minutes as presented.

Chair’s Report (see full report appended to minutes, beginning on page 9)

President’s Report

President Sullivan provided several exciting campus highlights. He began by acknowledging the University’s exceptional year in terms of enrollment. The University received a record number of
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applications, totaling 25,815. The total number of undergraduates enrolled is 10,081, an increase of 123 from Fall 2014. ALANA students comprise 11.4% of the student population, with a total of 1,462. The freshman class had the highest ever SAT Score, of 1199, which is 8% better than 2012 and 14 points higher than last year. International enrollment is at 739, which is 5.7% of the student population. The University’s selectivity rate is 71%, down from 78% in 2013. The retention rate from 2014-2015 is 86%. President Sullivan stated that on all measures, UVM is doing exceptional.

President Sullivan next reported that the campus is hosting several notable speakers this semester. Pulitzer Prize winner Anne Fadiman, author of the first-year student book *The Spirit Catches You and You Fall Down*, and Eric Lipton, a two-time Pulitzer Prize winner and UVM alum, have already spoken. Speakers who are still to come include Johnnie Carson, former Assistant Secretary of State for African Affairs; William Cronin, whom is part of the Aiken Lecture program and a Professor at the University of Wisconsin – Madison; and Former Vice President the Honorable Al Gore whom will speak on campus next week.

President Sullivan moved on to describe the physical transformation of campus. Over the summer, the Chittenden-Buckham-Wills dorms (aka ‘the shoeboxes’) and Angell Hall were demolished. In their place, the new student residence hall is being constructed, and the first phase of the STEM Complex has commenced.

President Sullivan acknowledged that the Move Mountains: The Campaign for The University of Vermont (‘the Campaign’) launch is occurring in conjunction with the Board meeting this evening. Later today, the campus campaign kick-off will take place at 3:00 p.m. in the Olin Atrium. He emphasized that this will be UVM’s most ambitious campaign in its history. The launch itself is expected to have $40 million of giving announcements. President Sullivan stated that the primary focus of this campaign is people, as it will enhance academic excellence for all, and provide the needed financial support for our students.

**Governance Leaders Reports**

Student Government Association (SGA) President Jason Maulucci highlighted the following SGA projects: increasing co-curricular participation among students; campaigns surrounding sexual assault awareness and prevention; promoting good neighbor practices between students and Burlington residents; sponsoring the first social justice workshop for the leaders of all SGA clubs and organization; and continued work on strengthening academic advising. In terms of academic advising, SGA will be launching a major peer advising initiative. This initiative will employ model junior and senior students, from every field of study at UVM, with incoming first-year students who share their major. The hope of the initiative is that it will provide students with critical academic advising information, enhance their first-year experience, and help students who enter UVM as undeclared majors. It will also open peer-to-career networks for younger students while creating paying internship opportunities for juniors and seniors. President Maulucci concluded his report by noting that students are excited about the Campaign and how it will benefit them for many generations to come.

Trustee Frank Cioffi asked what financial commitment the new peer-advising program would entail. President Maulucci explained that the budget would be $170,000 per year for the first four
years. SGA does not want to take money from current organizations to fund the initiative, so they will be looking at a student services fee adjustment to fund the program.

Chair McAneny recalled that SGA has a new budget model and asked how the model is working. President Maulucci replied that the model is working well. He feels the success is largely due to clubs having to itemize all costs they are requesting funding for, as well the addition of a tiered fund-raising requirement.

Trustee Cioffi stated that the Board would welcome a presentation on the peer-advising program once it is up and running.

Alumni Association President Kristina Pisanelli began her report by recalling that last May, Chair McAneny challenged all governance bodies to have 100% participation in the campaign. She was pleased to announce that as of this morning, the entire Alumni Association Board of Directors, as well as the Vermont Regional Board, had participated at a rate of 100%. The participation rate amongst all Alumni Association Boards totals at 94%. President Pisanelli moved on to report that campus will see approximately 2500 visitors this weekend, with over 115 Reunion and Homecoming events. She also highlighted that each year, the Association places a call out to faculty to determine if they would be willing to open their classrooms for Homecoming events. This year, 50 faculty agreed to do so, which is double the amount of last year. She moved on to report that later today, the Alumni Association will be reviewing and endorsing program changes to meet the new needs of this era, such as digital integration and engagement. President Pisanelli concluded her report with an update that construction continues on the Alumni House with an anticipated Summer 2016 opening.

Faculty Senate President Lisa Aultman-Hall noted that she has been out on medical leave and that Faculty Senate Vice President Jan Carney has done a remarkable job helping fulfill her duties. President Aultman-Hall reported that the Senate was pleased to hear from Chair McAneny at their May 14 Senate meeting. Also at their May meeting, the Senate heard from a special committee that was established to evaluate the Transportation Research Center (TRC). Although the committee and Senate recommended the TRC met the criteria of a matrix center, the TRC was, at the request of the Provost and Vice President for Research, successfully merged into the College of Engineering and Mathematical Sciences. She added that the Senate is continuing to work with the Provost’s Office to explore the definitions and structures of centers and institutes as well as further examining the structures of departments, programs, schools and colleges. The Senate is also actively working with a new joint committee to ensure campus-wide good stewardship and coordination of the University’s educational mission. President Aultman-Hall also reported that budget reductions have necessitated that the Faculty Senate Mentoring program be paused. She explained that the following three themes are guiding her role as President: work on faculty engagement; communication; and embracing “one UVM” by promoting awareness that we are all working towards the same goals. President Aultman-Hall next reported that at the September 21st Faculty Senate meeting, really tough issues were brought up and there was some discomfort in trying to understand different perspectives, a sign that she sees as favorable. She concluded by expressing sincere gratitude, on behalf of all faculty, to all whom are participating in the Campaign.
Chair McAneny observed that the increase of faculty engagement in Homecoming weekend is encouraging. She also acknowledged that Faculty Senate leadership participation in the campaign was 100%.

Graduate Student Senate (GSS) President Devin Champagne reported that this year, GSS will focus on community and communication. In terms of communication, he announced that GSS is now on Facebook, Twitter and Instagram. For the theme of community, President Champagne reported that GSS has already held several social events and continues to work on ways to give back to the community. He moved on to report that there is a great deal of discontent amongst graduate students in regards to the pending sale of the Apartment and Family Housing at Fort Ethan Allen. He added that this discontent has led to greater discussion regarding the support that graduate students receive via stipends. He explained that graduate students receive funding at levels much lower than many competitors and that the University is beginning to lose students as a result.

President Sullivan asked Vice President for University Relations and Administration Tom Gustafson to expand on current plans of the housing at Fort Ethan Allen. Vice President Gustafson stated that the sale is not yet final, but once ownership changes over, the objective is to allow current residents to stay until their studies are completed. The University will be exploring properties closer to the campus that will be appropriate for graduate students. He also added that communication with residents has been made in the most transparent way consistent with contractual confidentiality.

President Sullivan next requested that Dean of the Graduate College Cynthia Forehand address concerns regarding graduate student stipends. Dean Forehand acknowledged that graduate student stipends, in many disciplines, need to be more competitive. A further challenge is that the cost of living in Burlington is 123.3% of the national average, with the cost of housing 152.4% of the national average. She recalled that beginning in FY 2011, the Graduate College has raised doctoral stipends every year and master’s stipends four of six years. The Graduate College is currently completing a detailed study of stipend levels, cost of living, and related costs and comparing UVM data to peers in each discipline. They will use these data to make a recommendation to deans regarding stipend levels for next year, as well as a three-year plan to raise stipends to a competitive level.

Trustee Samantha Lucas stated that she attended a recent Graduate Student Senate meeting where these issues were discussed and acknowledged that they are important ones to address.

Referencing graduate student stipends, Provost Rosowsky clarified that differential rates are paid to graduate students depending on their specific program. Some programs have already begun awarding a higher level of funding, and they might not be required to adjust their levels if they are already meeting what the Graduate College deems is the minimum stipend level.

President Champagne concluded his report by stating that in terms of stipends, the cost of living in Vermont poses the largest challenge.
Staff Council President Renee Berteau confirmed that the Staff Council Executive Board rose to Chair McAneny’s challenge and participated 100% in the campaign. She moved on to report that Staff Council continues to work on objectives that were established to address concerns identified through staff focus groups and brainstorming sessions. Throughout the summer, Staff Council worked with Vice President for Executive Operations Gary Derr and Vice President for Human Resources, Diversity and Multicultural Affairs Wanda Heading-Grant to discuss these objectives in detail, understand areas currently being addressed, and with whom Staff Council should partner with to achieve positive outcomes. Currently, Staff Council standing committees have been charged with evaluating which objectives they can reasonably address this year. In Spring 2016, Staff Council will complete the third iteration of its biannual staff survey. Questions regarding objectives selected for further investigation will be incorporated.

Provost Rosowsky asked how many staff attended the Staff Appreciation Luncheon held September 16th. President Berteau replied that approximately 1,052 staff attended.

Chair McAneny observed a powerful connection throughout each of the governance leader reports, noting that they all shared a focus on community and communications.

**Acknowledgement of Grants and Contracts Awards Report**


**Capital Projects Update**

This summer, Chittenden, Buckham and Wills student residences (aka ‘the shoeboxes’) and Angell Hall were taken down to make way for the construction of the Science, Technology, Engineering & Mathematics (STEM) Complex, the new First Year Residence Hall, and the UVM Medical Center’s new Patient Care Facility. Director of Capital Planning & Management Bob Vaughan provided an update on the transformation under way on central campus and progress made on these projects since the last meeting. This serves as his first such update to the Board, and he will continue to provide one at every Board meeting going forward.

Director Vaughan thanked Provost Rosowsky for hosting a website that tracks each of the major projects. He highlighted the progress of the projects while displaying the construction locations via live webcam links on the website. He explained that a major challenge for his team is managing resources to make the projects run smoothly. As an example, for the STEM Complex project, he explained that when Angell Hall was demolished, there was a need to remove the fill. At the same time, the Medical Center Infrastructure site needed fill. As a result, they demolished Angell Hall first, completed the excavation, and then provided the fill to the Medical Center site. Work is currently underway for installing the footings and foundation walls for the STEM Complex. Next steps include the first steel installation, which will take place after the crane arrives the week of October 12th. Decking and concrete slab work will begin the week of October 20th.
Referencing the UVM Medical Center Infrastructure project, Director Vaughan explained that his staff meets regularly with their construction manager. In early August, the project received approval to perform infrastructure only. Infrastructure work includes re-routing of underground electric lines; the installation of water lines, stormwater lines, and sanitary sewer lines; and the leveling of the extended Converse Hall parking lot and construction road installation. Sidewalk installation on the south of Converse Hall parking lot will be used throughout the Medical Center construction. Director Vaughan reported that beginning October 10th, work will ensue to transition the sidewalk and fence line that will stay in place for the next two years.

Director Vaughan next displayed a time-lapse video of the removal of the shoeboxes, which took place from early June to the end of July. Site work and utility relocation for the project will begin in late October.

Chair McAneny inquired if there have been any surprises with the project so far. Director Vaughan explained that his team has worked closely with all parties involved and they have yet to experience any major surprises. He also affirmed that the project is running on time.

Trustee Brennan asked if the University and the UVM Medical Center are sharing contractors on the project. Director Vaughan answered that the contractors are not shared. However, there is coordination between the projects. Contractors, as well as other stakeholders, from both sides meet regularly to keep each other informed.

Trustee David Brandt asked whether feedback has been received regarding the construction activities. Director Vaughan indicated that he has received some feedback identifying construction noise as an issue. However, there is not much that can be done to prevent noise issues other than timing of when it occurs. He added that his team works very hard to mitigate any disruptions that they are able to.

Trustee Dale Rocheleau asked whether the approval for the UVM Medical Center Infrastructure project to go forward with meeting LEED requirements is affecting our project. Director Vaughan replied that the resulting delay of the Medical Center project served as beneficial and that the University was supportive of the process.

Trustee Bill Botzow noted the volume of projects that are occurring simultaneously and asked how this is affecting the resources of Director Vaughan’s office. Director Vaughan explained that he anticipated the needs for additional support in going through each construction phase and has been able to hire temporary support accordingly. He added that his team has enjoyed the challenges of the projects.

Trustee Lisa Ventriss commented on how timely these projects are to keep the University up to speed with the changing times.

**Other Business**

At 9:22 a.m., the meeting was recessed.
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The Committee reconvened in Marsh Lounge, Billings Library, at 12:54 p.m.

Executive Session

At 12:54 p.m., Chair McAneny entertained a motion to enter into executive session to consider contracts, of which premature general public knowledge would clearly place the University at a substantial disadvantage. She noted that action was anticipated following and that the session is anticipated to last approximately ten minutes. Everyone was excused from the meeting with the exception of Provost David Rosowsky, Vice President for Finance and Treasurer Richard Cate, Vice President for Executive Operations Gary Derr, CEO & President of the UVM Foundation Rich Bundy, UVM Foundation Vice President for Principal Gifts Kathleen Kelleher, and Dean of the School of Business Administration Sanjay Sharma.

The meeting re-opened to the public at 1:01 p.m.

Other Business

The following resolution was presented for approval:

**Resolution Approving the Naming of the School of Business**

RESOLVED, that the Board of Trustees hereby approves the name of the School of Business to be known hereafter as, The Grossman School of Business, in recognition of the Grossman Family Foundation’s extraordinary philanthropy through the establishment of faculty and general purpose endowments that support business education at the University of Vermont.


At 1:02 p.m., the meeting was recessed.

The Committee reconvened Saturday, October 3, 2015, at 8:06 a.m., in Livak Ballroom, Room 417-419 at the Dudley H. Davis Center.

Executive Session

At 8:06 a.m., Chair McAneny entertained a motion to enter into executive session to consider contracts, of which premature general public knowledge would clearly place the University at a substantial disadvantage. She noted that action was anticipated following and that the session is anticipated to last approximately thirty-five minutes. Everyone was excused from the meeting.
with the exception of Provost Rosowsky and Vice Presidents Cate, Gustafson, Derr, Kostell, and Bazluke.

Vice President Kostell was excused following the first topic and Rick Morin, Dean of the College of Medicine was invited to join.

At 8:50 a.m., the meeting was re-opened to the public.

Other Business

The following resolutions were presented for approval:

**Resolution Authorizing Retention of Enrollment Management Services (160over90)**

RESOLVED, that the Committee authorizes the Vice President for Enrollment Management to engage the services of a new firm, 160over90, to assist in the development and implementation of an enrollment management program, at a projected expense over three years not to exceed $1,500,000, plus costs assessed pursuant to an established costs schedule.

**Resolution Authorizing Negotiations with The University of Vermont Health Network**

RESOLVED, that the Board hereby authorizes the President, or his designee(s), to enter into negotiations with The University of Vermont Health Network, including without limitation University of Vermont Medical Center and University of Vermont Medical Group, regarding possible changes to the governance structure of University of Vermont Medical Group designed to advance the integration of all members of The University of Vermont Health Network into the academic health system, provided that the President, or his designee(s), shall seek the advance final approval of this Board of the material terms of any such agreement.

**Resolution Authorization Negotiations with Western Connecticut Health Network**

RESOLVED, that the Board hereby authorizes the President, with and through the Dean of the College of Medicine, to negotiate an affiliation agreement with Western Connecticut Health Network for the Network to serve as a site for clinical education of medical students and, potentially, clinical research, such agreement to be negotiated on the material terms described by the Dean in his report on this date.

A motion was made, seconded and the following vote was taken to approve the resolutions as presented: Bill Botzow – Yes, David Brandt – Yes, Robert Brennan – Yes, Frank Cioffi – Yes, David Daigle – Yes, Richard Gamelli – Yes, Bernie Juskiewicz – Yes, Joan Lenes – Yes, Samantha Lucas – Yes to the first two resolutions and Abstain from the third, Ron Lumbra – Yes, Debbie McAneny – Yes, Curt McCormack – Yes, Don McCree – Yes, Anne O’Brien –

There being no further business, the meeting was adjourned at 8:53 a.m.

Respectfully submitted,

Debbie McAneny, Chair
Deborah H. McAneny  
Board of Trustees, Chair’s Report  
October 2, 2015

Good morning everyone and welcome to what promises to be a busy and action packed weekend. As you are all aware, in addition to our Board of Trustees Meeting, the Board and Leadership Council of the UVM Foundation are meeting on campus. In addition, it is Homecoming and Campaign Kick-off weekend. So what does all this mean to us? First, we have a somewhat condensed Board agenda ahead of us. We wanted to free up time for the members of this Board to participate in the many events of the weekend so we elected to defer less time sensitive items until our February meeting. Second, we have some rare and important opportunities over the next couple of days to meet and get to know members of the Board of the UVMMC and members of its Foundation as well as the UVM Foundation and its Leadership Council. These organizations are very important sister entities and I urge you to attend as many of the scheduled events as you can and to meet the talented governance leaders of these groups. Third, please remember to take a moment to enjoy the festivities, celebrate the generous and vital spirit of the UVM community, breathe in the energy and excitement of students, families and alumnae on campus and be optimistic about the future of this great university.

I also wanted to thank you all for your time, participation, and engagement in our annual retreat two weeks ago. As you are all aware, we use the retreat to enhance Board effectiveness especially around long-range issues, and I hope we would all agree, to that end, it was a great success. I would also like to thank President Sullivan, Provost Rosowsky and the many members of the leadership team for their time and effort in both planning for and presenting to the Board. We are grateful for your clarity, wisdom, and insights and we look forward to revisiting some of these issues in the months ahead. As always a special thank you also goes to Corinne and Erin for all the logistics planning that goes into a gathering like this and for all they do to support this Board on a day to day basis.

The President’s Annual Performance Review was recently completed, and I am pleased to report that President Sullivan received an excellent review. On behalf of the Annual Review Subcommittee, I want to thank this Board for the input we received in May, which informed the President’s review. And on behalf of the Board, Tom, I want to once again express our gratitude for your leadership and all you do to advance this great university.

One other quick update. Over the summer, as a result of a recommendation included in the final report of the Career Services Workgroup of this Board, Trustee Carolyn Dwyer was asked to serve as a Trustee Representative on the Career Advisory Board. The Board will continue to receive an annual progress report on the Career Success Action Plan at each fall Board meeting and Carolyn will have the opportunity to periodically report to EPIR on the activity of the Advisory Board.

Lastly and most importantly, at this meeting we will further discuss a proposed liquidity policy, which I view as the minimum amount of funds necessary to maintain solvency. I feel compelled
to remind all of us that we operate with a budget we often struggle to balance. We have no excess dollars in the budget. We have maxed out our established debt limits. Our state appropriation is among the lowest in the country and while it has been fairly stable over the last few years, we have experienced declines on a real dollar basis. We cannot run this university so thin that we will risk insolvency. If it were not for the generous private philanthropic support that we will celebrate over this weekend and continuously throughout the year, Vermont would not be blessed with this fine institution and UVM would not be the university it is today.

To that end, I want to thank you all for your demonstrated leadership, thoughtful consideration, and generous giving to the Campaign we are about to launch. I am delighted, proud and grateful to report to you today that we have 100% participation by this Board of Trustees in the Campaign. As you may also recall, I challenged the other University Governance Leaders who attend our regular meetings to establish a goal of 100% participation by their respective leadership teams as well. I know I speak for the entire Board when I say we are incredibly grateful to each of these leaders for their tireless efforts to achieve this goal. I won’t steal their thunder but I will say I think the leadership and generosity that abounds on this campus will overwhelm you. This weekend is all about celebrating that generosity.

As an aside, for obvious reasons, the student associations were not included in that challenge, but yesterday I was surprised and thrilled to learn that the leaders of the SGA have all participated. I also know that both our student led organizations have led significant fund raising initiatives throughout the year for the benefit of our students and are dedicated to community service participation. With this kind of leadership by example you will not be surprised to learn that in the last year nearly 900 current students at all levels (undergrad, grad and medical students) have made gifts to the University. Suffice it to say, we are grateful to all the leaders in this room for the depth of your generosity, both in time and treasure.