EXECUTIVE COMMITTEE
BOARD OF TRUSTEES
UNIVERSITY OF VERMONT AND STATE AGRICULTURAL COLLEGE

A meeting of the Executive Committee of the Board of Trustees of the University of Vermont and State Agricultural College was held on Monday, November 17, 2014 at 1:00 p.m., in 427A Waterman Building.

MEMBERS PRESENT: Vice Chair David Daigle*, Secretary Joan Lenes, Bill Botzow*, Thomas Sullivan and Mark Young*

MEMBERS ABSENT: Chair Debbie McAneny and Frank Cioffi

OTHER TRUSTEES PRESENT: Dale Rocheleau

REPRESENTATIVES PRESENT: Foundation Representative Chief Executive Officer & President of the UVM Foundation Richard Bundy

REPRESENTATIVES ABSENT: Faculty Representative Julie Roberts, Staff Council Representative Renee Berteau, Student Government Association Representative Aya AL-Namee, and Graduate Student Senate Representative Lane Manning

PERSONS ALSO PARTICIPATING: Provost & Senior Vice President David Rosowsky; Vice President for Legal Affairs and General Counsel Francine Bazluke; Vice President for Finance and Treasurer Richard Cate; Director of Bailey/Howe Library Collection Management Laura Gewissler; Vice Provost for Student Affairs Annie Stevens; Vice President for University Relations and Administration Thomas Gustafson; Vice President for Human Resources, Diversity, & Multicultural Affairs Wanda Heading-Grant; and Special Assistant to the President & Director of State Relations Clarence Davis

*via conference call.

Vice Chair David Daigle called the meeting to order at 1:03 p.m.

Approval of Minutes

Acting Chair Daigle entertained a motion to approve the minutes from the September 15, 2014 meeting. The motion was made, seconded and it was voted to approve the minutes as presented.

Action Items

Acting Chair Daigle advised the Committee that, to maximize the efficiency of the meeting, each of the resolutions would be introduced and discussed, following which he would seek a motion to take action on them in a consent agenda format and, if the motion passed, the consent agenda would be addressed by roll call vote.
Acting Chair Daigle presented a resolution approving the appointment of Trustee Joan Lenes to the Career Services Work Group:

**Resolution Approving Appointment to the Career Services Work Group**
RESOLVED, that the Executive Committee approves the appointment of Trustee Joan Lenes to the Career Services Work Group.

Vice President for Finance and Treasurer Richard Cate next introduced a resolution approving the renewal of the library acquisition contract with EBSCO, Inc. He explained that UVM Libraries – Bailey/Howe Library and Dana Medical Library together acquire information resources each year to support the teaching and research missions of the institutions. EBSCO, Inc. is one of the largest vendors of periodicals and scholarly databases in North America. It is considered a single sole source vendor and has been a vendor with UVM for decades.

The following resolution was presented for approval:

**Resolution Approving Renewal of Library Acquisition Contract with EBSCO, Inc.**

BE IT RESOLVED, that the Vice President for Finance and Treasurer, or his successor or designee, in consultation with the Dean of Libraries, is hereby authorized to renew the contract with EBSCO, Inc. as subscription agent for library acquisitions at an amount not to exceed $3,000,000 through December 31, 2015.

Vice President Cate next introduced a resolution approving the renewal of a library acquisition contract with Elsevier, Inc. He indicated that UVM Libraries holds a journal license contract with Elsevier, Inc., a publisher of research materials largely in the areas of science, technology and medicine. Acquiring journals through an agency saves time and more importantly labor by consolidating complex processing.

The following resolution was presented for approval:

**Resolution Approving Renewal of Library Acquisition Contract with Elsevier, Inc.**

BE IT RESOLVED, that the Vice President for Finance and Treasurer, or his successor or designee, in consultation with the Dean of Libraries, is hereby authorized to negotiate and execute a journal license renewal contract with Elsevier, Inc. for a three-year contract ending December 31, 2017, in an amount not to exceed $9 million.

Acting Chair Daigle expressed concern regarding the consistent annual increases for the library contracts. Director of Bailey/Howe Library Collection Management Laura Gewissler explained that the library shares this concern and continually seeks ways to reduce costs as well as to explore potential alternatives.

Discussion ensued, during which the President noted that the book market is an oligopoly and prices reflect that. He also stated that the University is exploring means of coordinating with other institutions in our athletic conference means of maximizing our buying power.
Vice President Cate introduced a resolution authorizing a lease renewal with PMF Energy Associates, Inc., Axinn-Vermont, Inc., and Technology Park Associates, Inc. He commented that the University has rented the space for years and is looking to renew for ten (10) years in an amount not to exceed $4.5 million. The resolution is being presented well in advance of the current lease expiring because the landlord is looking for a commitment. Vice President Cate opined that it is in the University’s best interest to commit before there is competition for the space.

The following resolution was presented for approval:


BE IT RESOLVED, that the Vice President for Finance and Treasurer, or his successor or designee, is hereby authorized to negotiate and execute a lease renewal agreement with PMF Energy Associates, Inc., Axinn-Vermont, Inc. and Technology Park Associates, Inc. The lease renewal will be for ten years, and the aggregate rent will not to exceed $4,500,000 (including the estimated annual CPI increase and common area maintenance and utility expenses).

BE IT FURTHER RESOLVED, that the Secretary or Assistant Secretary will provide certificates of incumbency, as required, showing the names and signatures of those people appointed to any of the positions heretofore mentioned, and further, that any officer of this corporation is hereby authorized to certify this resolution to whom it may concern.

Vice President Cate next introduced a resolution authorizing a new agreement with the Stowe Electric Department. He explained that, while the agreement does not involve a large amount of money, it requires Board approval because its term exceeds the five-year Board approval threshold.

The following resolution was presented for approval:

**Resolution Authorizing New Agreement with Stowe Electric Department**

BE IT RESOLVED, that the Vice President for Finance and Treasurer, or his successor, is hereby authorized to negotiate and execute an agreement with Stowe Electric Department to install electric and fiber optic cables across University lands to the summit of Mt. Mansfield. The agreement will be for ten- years with one ten-year option to extend. The total license fee is $4,080 for the initial ten-year term plus the ten-year option period, if exercised.

Vice Provost for Student Affairs Annie Stevens introduced a resolution approving maximum room rates for off-campus student housing, Quarry Hill and Sheraton Hotel. She stated that, in order to market these off-campus housing options for next year, Residential Life needs to begin
offering students housing contracts and associated room rates in December, which necessitates the Board’s approval at this time.

The following resolution was presented for approval:

### Resolution Approving Maximum Room Rates for Off-Campus Student Housing (Quarry Hill and Sheraton Hotel)

RESOLVED, that the Executive Committee hereby approves maximum off-campus room rates for Academic Year 2015-2016 not to exceed $9,026/academic year for a private double and $9,242/academic year for a private single.

President Sullivan presented a resolution approving a modification to the administration of the George D. Aiken Lectures Fund. He explained that this is a minor change to harmonize the fund with current practices.

### Resolution Approving Modifications to Administration of the George D. Aiken Lecture Fund

RESOLVED, that the Executive Committee approves a modified structure for administration of the George D. Aiken Lectures Fund, as appearing in Appendix A to this document.

A motion was made, seconded and the following roll-call vote was taken to vote in the above resolutions as a consent agenda: Bill Botzow – Yes, David Daigle – Yes, Joan Lenes – Yes, Tom Sullivan – Yes, and Mark Young – Yes. Acting Chair Daigle asked whether any member wished to have any item removed from the consent agenda; no such request was made.

A motion was made, seconded and the following roll-call vote was taken to approve the consent agenda: Bill Botzow – Yes, David Daigle – Yes, Joan Lenes – Yes, Tom Sullivan – Yes, and Mark Young – Yes. The consent agenda was passed as presented.

At 1:30 p.m., Acting Chair Daigle entertained a motion to enter into executive session to discuss contracts and collective bargaining of which premature general public knowledge would clearly place the University at a substantial disadvantage. He noted that action was anticipated following.

Everyone was excused from the meeting with the exception Provost Rosowsky; Vice Presidents Cate, Gustafson, Heading-Grant and Bazluke; and Special Assistant to the President and Director of State Relations Clarence Davis.

At 2:05 p.m., the meeting was re-opened to the public.
The following resolution was presented for approval:

**Resolution Authorizing the Administration to Negotiate Collective Bargaining Agreement**

RESOLVED, that the Executive Committee hereby authorizes the administration to negotiate and settle a collective bargaining agreement with United Academics as to full-time faculty in the bargaining unit on the material terms reported on this date.

A motion was made, seconded and the following roll-call vote was taken to approve the resolution: Bill Botzow – Yes, David Daigle – Yes, Joan Lenes – Yes, Tom Sullivan – Yes, and Mark Young – Yes. The resolution was passed as presented.

**Adjournment**

There being no further business, the meeting was adjourned at 2:06 p.m.

Respectfully submitted,

Joan Lenes, Secretary
Appendix A

Summary of Proposed Modification to Administration of George D. Aiken Lectures Fund

The George D. Aiken Lectures Fund (“Aiken Fund”) was established by the UVM Board of Trustees as an endowed fund on June 1, 1974, with subsequent amendment to the Fund documents on December 13, 1974. As established, the Fund and lecture series are to operate under the supervision of named Directors, who have final authority for selection of the form and content of each lecture, with topic proposals generated by a named Program Committee. The composition of these bodies is as follows:

Program Committee

- One faculty representative from each college, division or school;  
- Student Association President;  
- Graduate Student Association President;  
- The three Chairmen of the respective Deans’ Advisory Committees to the Deans of Arts and Sciences, Agriculture, and Engineering, Mathematics and Business Administration;  
- The Dean of the Graduate College; and  
- One Dean on a rotating basis from the College of Arts and Sciences, Agriculture, and Engineering, Mathematics and Business Administration (as Chairman).

Directors

- The President of the University (as Chairman);  
- The three Deans of the Colleges of Arts and Sciences, Agriculture, and Engineering, Mathematics and Business Administration;  
- The Senior United States Senator from Vermont;  
- The Vice President for Development and External Affairs;  
- The Honorable George D. Aiken, of counsel;  
- The Governor of the State of Vermont; and  
- Three persons initially appointed by Senator Aiken (one for three years; one for four years; and one for five years) to be self-perpetuating representatives of the public. After the initial term the public representatives will serve terms of five years.

This structure is no longer administratively feasible or practicable. The following proposed language is offered jointly by the Offices of the President and Provost, with the cooperation of the UVM Foundation:

“The George D. Aiken Lectures shall focus on the three areas for which Senator Aiken is best known, namely, foreign affairs, energy, and agriculture, but responsive to change in those general areas. The lectures shall be delivered once each academic year, with programming themes and speakers recommended by an Advisory Committee convened by, and at the discretion of, the University’s Senior Vice President and Provost. The Provost shall have general charge and supervision over the Lecture Series, including consideration of suggestions presented by the Advisory Committee, and shall make final determination as to form and content thereof.”