The Executive Committee of the Board of Trustees of the University of Vermont and State Agricultural College held a meeting on Monday, April 10, 2017, at 1:00 p.m., in 427A Waterman Building.

MEMBERS PRESENT: Chair David Daigle, Vice Chair Ron Lumbra, Secretary Donna Sweaney*, President Thomas Sullivan, Bernie Juskiewicz, and Don McCree*

MEMBERS ABSENT: Frank Cioffi

OTHER TRUSTEES PRESENT: Shap Smith

REPRESENTATIVES PRESENT: Foundation Representative Executive-in-Charge Mark Dorgan, Faculty Representative Cathy Paris, Staff Council Representative Karmen Swim, Graduate Student Senate Representative Devin Champagne*, and Student Government Association Representative Jason Maulucci*

REPRESENTATIVES ABSENT: None

PERSONS ALSO PARTICIPATING: Provost & Senior Vice President David Rosowsky, Vice President for Finance and Treasurer Richard Cate, Vice President for University Relations & Administration Thomas Gustafson, Vice President for Legal Affairs & General Counsel Francine Bazluke, Vice President for Executive Operations Gary Derr, Chief of Staff & Senior Counsel to the President Sharon Reich Paulsen, and Senior Advisor to the President and Provost John Evans

*via conference call.

Chair David Daigle called the meeting to order at 1:02 p.m.

Approval of Minutes

Chair Daigle entertained a motion to approve the minutes from the January 9, 2017 meeting. The motion was made, seconded and it was voted to approve the minutes as presented.

Opening Remarks

Chair Daigle recognized that this is SGA President Jason Maulucci’s last meeting and thanked him for his campus leadership and service on this Committee.
President’s Remarks

President Sullivan reported that it has been a busy semester with great local and national coverage of the University including feature stories in The New York Times, The Washington Post, The Boston Globe, and The Chicago Tribune to name a few, as well as stories reported on CBS and NBC news. He noted it has also been an exceptional time for UVM athletics, beginning with soccer in the fall and followed by men and women’s hockey this semester. It was a record-setting year for the men’s basketball team with 26 victories and another trip to the NCAA, the second time in six years the Catamounts have played in the tournament. Several basketball players and the Coach John Becker have received recognition from America East, Coach John Becker having unanimously been picked as the Coach of the year. President Sullivan was pleased to report that Coach Becker will be staying on at UVM, noting he has received much attention and offers in in recent weeks. President Sullivan concluded by advising that, this week, the University will be hosting Dr. Peter Agre, a Nobel Laureate in Chemistry, as part of the Dan and Carole Burak President’s Distinguished Lecture Series and that Gail Sheehy, a renowned writer and alumni, will also be on campus teaching seminars to faculty and students.

Trustee Bernard Juskiewicz shared that he will be hosting the men’s basketball team at his home this week and plans to praise the athletes on their success in the classroom as well as on the court. President Sullivan referenced last month’s issue of Time Magazine that featured the Catamounts in an article regarding national championship of academics, noting that the Catamounts are one of 12 teams with a 100% player graduation success rate from an institution with an overall male graduation rate above 75%.

Action Items

Chair Daigle reported that resolutions would be introduced individually with an opportunity for discussion following. Once all resolutions have been introduced, the Committee will vote on all as a consent agenda unless someone requests a separate vote on a particular resolution.

He presented the first resolution approving two technical amendments to the Committee and Chair assignments approved by the Board on March 6.

**Resolution Approving Amendments to Committee Assignments**

RESOLVED, that the Executive Committee approves amendments to the 2017 committee assignments as presented today and appearing as Appendices A and B to this document.

Amendments include the appointment of Jeff Wilson as Vice Chair of the Audit Committee and Ron Lumbr as Vice Chair of the Annual Review Subcommittee and Vice Chair of the ad hoc Presidential Comprehensive Review Committee.

An opportunity for discussion was offered. There being none, Chair Daigle next invited Vice President for Finance and Treasurer Richard Cate to introduce the three contracts before the Committee today, beginning with a resolution approving a contract with CBORD Corporation.
Vice President Cate reported that, since 1995, CBORD Corporation, located in Ithaca, N.Y., has provided the software and hardware for the UVM CatCard program. UVM has maintained this system with annual hardware and software maintenance, hardware purchases, and system upgrades.

The following resolution was presented for approval:

**Resolution Approving Contract with CBORD Corporation**

BE IT RESOLVED, that the Vice President for Finance and Treasurer, or his successor or designee, is hereby authorized to execute a contract with CBORD Corporation for the campus CATcard program beginning January 1, 2017 through December 31, 2021, for an amount not to exceed $2,400,000.

Chair Daigle inquired if there is an alternative vendor for these specialized hardware and software services. Vice President Cate explained that this contract has been treated as a sole source and, while not impossible, it would be a huge effort to change vendors for this product. CBORD Corporation has been providing excellent service over the duration of the contract with annual price increases running below 4-5%, and in some years remaining flat. He further noted that, as a matter of due diligence, the University does cross-checking for pricing.

Vice President Cate next introduced a contract extension for general office supplies with Staples, Inc. He reported that the University has contracted with Staples, Incorporated since July 1, 2012, when UVM partnered with the State of Vermont to utilize their existing contract to consolidate purchasing power and engage in strategic initiatives. The one-year renewal contract will retain existing deep discounts and lower contract pricing. The one-year extension would offer UVM departments a rebate of 11-13% directly to their budget when placing orders.

The following resolution was presented for approval:

**Resolution Approving Contract Extension with Staples, Inc.**

BE IT RESOLVED, that the Vice President for Finance and Treasurer, or his successor or designee, is hereby authorized to execute a contract extension with Staples, Incorporated for general office supplies, beginning July 1, 2017 through June 30, 2018, in an amount not to exceed $1,000,000.

An opportunity for discussion was offered. President Sullivan inquired whether the University is engaged in any other joint ventures with the State. Vice President Cate replied that that are a few other contracts, but that this one is the most significant. Vice President Cate concluded by noting that the next RFP process will likely result in a three-year contract.

Vice President Cate introduced a final resolution approving a contract extension with University Health Plans (UHP). In June 2014, the Executive Committee approved University Health Plan, Incorporated (UHP, Inc.) as the insurance broker for student health insurance. University Health Plans via Nationwide Insurance Company was the vendor selected to provide a health plan for students.
The original term of the contract runs August 1, 2014 through July 31, 2017, with an amount not to exceed $12,100,000.

Since 2014, the student health care insurance premiums have risen 11-12% average annually, and UVM has experienced an increase in student health insurance enrollment of about 9.5% per year. UHP solicited quotes for the 2018 academic year from the only insurers currently approved to operate in Vermont -- National Guardian Life and Atlanta Specialty, designed to cover approximately 1,975 students. Atlanta Specialty has quoted premium costs of $2,978 per student for 2018, compared to $3,093 in 2017.

The following resolution was presented for approval:

**Resolution Approving Contract Extension with University Health Plans**

BE IT RESOLVED, that the Vice President for Finance and Treasurer, or his successor or designee, in consultation with the Director of Health and Wellbeing, and the Director of Risk Management & Safety, is hereby authorized to enter into two one-year contract extensions with University Health Plans, Incorporated for student health insurance beginning August 1, 2017 through July 31, 2019, in an amount not to exceed $12,700,000 in aggregate.

Chair Daigle inquired whether self-insurance is an option. Vice President Cate replied that the University, because of the small number of insured and the uniqueness of the product, there does not appear to be any financial benefit to doing so and it would create additional work for staff. That said, he believes that we should have the option to self-insure if the need arises and he and counsel have had discussions Department of Financial Regulation staff about working with the Legislature to amend the statutes to authorize this approach.

Chair Daigle asked how many of the estimated students could be covered by parents. Vice President Cate noted that, out of the estimated 1,975, approximately 800 are international students, who would not be eligible for parental coverage, and that he really did not have the data to accurately estimate how many students might be eligible to be covered under a parent’s policy.

President Sullivan observed that Vice President Cate has spent a significant amount of on this issue over the last six to eight months and thanked him for his efforts and due diligence.

Chair Daigle offered an opportunity for final comments before seeking a motion to approve all three contract resolutions. There being none, a motion was made, seconded and the resolutions were unanimously approved as presented.

**May Board Meeting Preparations**

Chair Daigle explained that he would review the Committee of the Whole and Full Board agendas after which he will invite Committee Chairs to preview their agendas. He began by
previewing the Committee of the Whole agenda, noting that standard governance reports will be
offered on Friday morning.

Chair Daigle invited UVM Foundation Executive in Charge Mark Dorgan to offer a status update
on the comprehensive campaign to the Committee. Mr. Dorgan reported that $410M of the
$500M goal has been raised to date, and that $110M has been raised so far this year.

Returning to the Committee of the Whole agenda, Chair Daigle reported that the academic
presentation will focus on faculty research. Executive session time is reserved in the afternoon
session, during which he will update the Board on the status of the annual and five-year
comprehensive presidential reviews.

Chair Daigle next reported that the full Board will convene on Saturday morning to hear
Committee reports and to vote on recommended action items. He added that the Board will be
briefed in executive session on labor relations agreement negotiations.

Educational Policy and Institutional Resources (EPIR) Committee Chair Donna Sweaney was
invited to preview the EPIR agenda. She noted that annual reports on Research, Graduate
Education and Academic Advising will be provided in addition to a routine report by the Chair
of the Curricular Affairs Committee. She further noted that Committee will consider seven
academic proposals as outlined on the agenda included as part of attachment 3 in the meeting
materials. The Committee will revisit Academic Excellence Goal #3, which calls for improving
student advising, both academic and pre-professional/career, and it will receive updates on
efforts to shape the University of Vermont narrative and the work of the Career Advisory Board.

Budget, Finance and Investment Committee (BFI), Committee Chair Don McCree reported that
the Committee met earlier today and previewed the FY 2018 budget, which will be presented for
Board approval in May. Included in the budget proposal will be resolutions approving the
general fund budget, tuition, room/meal rates and student fees. As previewed at the March 6
special Board meeting, the administration will seek final authorization for bond issuance that will
achieve a savings of approximately $6 - $7 million over the terms of the bonds, and will include
the first $4 million of debt for deferred maintenance that was authorized by the Board in
February. The Committee will review projected outcomes from the strategic financial planning
model introduced at the last meeting and receive routine reports from the Chair of the Investment
Subcommittee and Vice President for Finance and Treasurer on topics detailed in the agenda
included in attachment 3 of the meeting materials.

Chair Daigle concluded by offering highlights of the annual meeting schedule, included at the
beginning of attachment 3. He reminded everyone that the meeting coincides with
Commencement weekend and encouraged trustees to participate in as many of the activities as
their schedules allow. He further noted that, on Friday afternoon, Trustees will have an
opportunity to tour the Discovery Hall of the STEM Complex, which will open this summer, and
the First-Year Residential Housing Complex, which will open in the fall.
Executive Session

At 1:32 p.m., Chair Daigle entertained a motion to enter into executive session to discuss contracts, premature general public knowledge of which would clearly place the University at a substantial disadvantage. The motion was seconded and approved. He noted that the session would take approximately forty-five (45) minutes and that action was expected following. Everyone was excused from the meeting with the exception of Trustees; Provost Rosowsky; Vice Presidents Bazluke, Cate, Gustafson, and Derr; Chief of Staff & Senior Counsel to the President Sharon Reich Paulsen and Senior Advisor to the President and Provost John Evans.

Mr. Evans was excused after the second item. Foundation Executive-in-Charge Mark Dorgan was invited to join for the remaining items.

At 2:26 p.m., the meeting was re-opened to the public.

The following resolutions were presented for approval:

**Resolution Authorizing Kalkin Hall Expansion Project Expenditures**

WHEREAS, the Board approved the construction of the Kalkin Hall Expansion Project on October 22, 2016 at cost not to exceed $11 million, using gift funds and general reserves of the University, which will be reimbursed future gift receipts; and

WHEREAS, the administration updated the Executive Committee today on the status of fundraising for the Kalkin Hall Expansion Project, and the current estimate of cash receipts available to fund the project is $5.6 million;

THEREFORE, BE IT RESOLVED, that the Executive Committee authorizes the administration to use up to $5.4 million, made up of short-term debt and University reserves, including funds from the capital projects prefunding account which will be the first source of University reserves used, to fund this project until the remainder of the private funding becomes available, provided that the amount of the short-term debt shall not exceed $3 million.

**Resolution Approving the Naming of Ifshin Hall**

WHEREAS, on October 18, 2014, the Board of Trustees approved a project plan for a Kalkin Hall Expansion; and

WHEREAS, on October 22, 2016, the Board of Trustees approved the project expenditures for a Kalkin Hall Expansion; and

WHEREAS, the Kalkin Hall Expansion will be situated next to Kalkin Hall, as an addition to the Grossman School of Business complex; and
WHEREAS, in recognition of the extraordinary philanthropy of Stephen N. Ifshin ’58 and the Ifshin Family,

BE IT RESOLVED, that the Executive Committee hereby approves the name of the new addition to the Grossman School of Business facility, to be known hereafter as Ifshin Hall.

Resolution Approving the Naming of the Gund Institute for Environment

WHEREAS, on October 22, 2016 the Board of Trustees approved the establishment of an Institute for Environment at the University of Vermont; and

WHEREAS, in recognition of the extraordinary philanthropy of Gordon Gund and his wife, Llura; Grant Gund and his wife, Lindsey Guinan Gund; and Zachary Gund and his wife, Lara Talbot Gund,

BE IT RESOLVED, that the Executive Committee hereby approves the naming of the Gund Institute for Environment.

Chair Daigle offered an opportunity for final comments before seeking a motion to approve the resolutions. There being none, a motion was made, seconded and all three resolutions were unanimously approved as presented.

Adjournment

There being no further business, the meeting was adjourned at 2:30 p.m.

Respectfully submitted,

David Daigle,
Chair