A meeting of the Board of Trustees of the University of Vermont and State Agricultural College was held on Saturday, February 11, 2006 at 8:00 a.m. in Memorial Lounge, room 338 Waterman Building.

MEMBERS PRESENT: Chair Carl Lisman, Vice Chair Martha Heath, Secretary Thomas Little, Claire Ayer, James Betts, Bill Botzow, Ian Boyce, Frank Cioffi, Robert Cioffi, Johannah Donovan, James Douglas, Daniel Fogel, Christine Hertz, Kathleen Hoyt, Richard Hube, Jr., James Leddy, Dean Maglaris, Deborah McAneny, Kami Patrizio, Raymond C. Pecor, Jr., John Snow, Mark Young and Robert Young

MEMBERS ABSENT: Edwin Amidon, Jr. and Helen Spaulding

ALSO PARTICIPATING: Provost John Bramley, Vice President for Finance and Administration and Treasurer Michael Gower, Vice President and General Counsel Francine Bazluke, Faculty Senate President Justin Joffe and Staff Council President Kathie Merchant

Chair Carl Lisman called the meeting to order at 8:00 a.m.

Approval of Previous Meeting Minutes

A motion was made, seconded and it was voted to approve the minutes from the November 19, 2005 meeting as presented.

Staff Council Report

Kathie Merchant reported on the progress of Staff Council initiatives since her last report to the Board. With President Fogel’s approval, an updated vacation accrual policy has been implemented for non-represented staff. This update rewards staff for length of service by vacation accruals beginning between ten and fifteen years of service.

The Staff Grievance Procedures for unrepresented staff has been finalized and the position of Staff Grievance Coordinator is once again connected to the Staff Council.

Another major initiative for the Staff Council is their annual salary recommendation which they request be given due consideration as the Board approves plans for fiscal year 2007.

The Council continues to develop as a significant voice on campus. Recently, four staff members were participants in the President’s Leadership Retreat, two staff members serve on the Provost’s Search Committee, and the Executive Leadership of the Council will soon participate in the Provost candidate interviews.
Mrs. Merchant concluded her remarks by thanking President Fogel and his administration for recognizing the indispensable contribution of staff to the operations of the University.

**Faculty Senate Report**

Professor Justin Joffe reported that the Senate has met once since his last report to the Board noting there were two uncommon items on the December meeting agenda. First, Chair Lisman attended, something that has not occurred for many years. Second, Evelyn Hankins, curator of the Fleming Museum attended and discussed ways in which the Fleming can be better used as a teaching resource by faculty outside the fields of art and art history.

Professor Joffe went on to report that the Senate’s work has continued apace, including the work of the ad hoc Committee on Faculty Governance with valuable assistance from Vice President Bazluke. The Executive Council and standing committees have met a total of nine times, and members of the Executive Council have met with senior administrators five times. Additionally, Professor Joffe has been involved in budget hearings and subsequent discussions in a process organized by the Provost to consider requests for additional resources for FY 07 from all across the campus. Professors Joffe, Judy Cohen and Richard Galbraith represented the faculty at the senior leadership retreat held in January.

The Senate sponsored the annual Book Banquet in December, a celebration of the accomplishments of faculty who published books in 2005. The Senate is looking for ways to broaden the celebration of scholarly and creative achievements by honoring other forms of productivity in disciplines where a book is not usually the product of faculty activity. He expressed his interest in possibly scheduling the celebration around a Board meeting.

Professor Joffe noted the achievement of a senior communication science major, Katherine Sadis, who received an award for the best student poster at a national linguistics conference last fall. The research underlying this outstanding accomplishment was supported by the URECA program.

Professor Joffe concluded his remarks by noting that the Senate hopes to devote most of their March meeting to the health component of the University’s mission and that matters likely to come before the Board for action or as information in the next few months include, a revised classroom code of conduct and a process for grade appeals, as well as the results of the almost perpetual work of Curricular Affairs on program review and of professional standards on evaluation of faculty for reappointment, tenure and promotion.

**Committee Reports**

**Audit Committee**

Chair Mark Young reported that the Committee reviewed the NCAA agreed upon Procedures and A-133 Audit. The Committee was concerned that the noncompliance points found by KPMG, if not corrected, might risk Grant and Federal program receipts. Management has
reviewed KPMG’s recommendations and has or will take corrective action. It is expected that management will inform the Committee of the corrective actions and anticipated timeline.

Representatives from KPMG reviewed the 2006 Comprehensive Engagement Plan describing their objectives, responsibilities and the general audit approach and timeline the firm will take. Emerging accounting policies and practices that will affect higher education, most notably the valuation of non-marketable investments, were identified.

Vice President Gower presented a report on the student debt process including student lending and debt counseling.

The Committee received a presentation on the University’s financial risk program through the use of captive insurance companies.

The Committee reviewed its work plan for the year and decided it will meet in conjunction with the May Board meeting.

Upon motion made and seconded, the Committee’s report was accepted.

Investment Committee

Chair Robert Cioffi reported that Cambridge Associates reviewed the performance numbers for the long term investment pool (formally referred to as the consolidated endowment) through December 31, 2005: consolidated endowment is $236.1 million, Wilbur Trust $21.2 million, and separately invested funds of $7.4 million for a total endowment of $264.7 million. Active managers outperformed the index funds for the calendar year led by Iridian.

A work group established to review the hedge fund program has some concerns with Maverick. Those concerns will be addressed at a conference call to be scheduled in March.

The Committee passed a motion to reduce the allocation target for U.S. Equities from 39.5% to 35.0%, increase the Global ex-U.S. Equity target from 15.0% to 17.5%, and increase the Venture Capital/Private Equity target from 2.0% to 4.0%. An additional motion to rebalance by moving $5 million from the SSgA S&P 500 index fund to Wellington was unanimously accepted. This move will help to overcome a current underweight in the area of inflation hedging.

Four Mega-Large Cap managers were interviewed by phone and in person last week. The list included Ark Asset Management, Jennison Associates, Rainier and Tukman. A motion was passed to invest $25 million with Ark, with funds accessed through trimming Iridian by $5 million and the SSgA S&P 500 fund by $20 million. This will be implemented by the end of this quarter.

Due to time constraints the following items were tabled and will be addressed at the March conference call; report on the 1/24 Committee on Socially Responsible Investing; the Vermont Heritage Fund, a venture capital fund that is currently being raised and intends to invest solely in Vermont; and discussion of an alumni advisory committee, a practice used by other colleges and universities.
A motion was made and an opportunity for discussion offered.

Trustee Dean Maglaris inquired about setting a reasonable endowment goal, specifically when this discussion would occur and the expected timeframe for achieving the goal. This topic will be added to the March conference call agenda.

Upon motion made and seconded, the Committee’s report was accepted.

**Debt Subcommittee**

Chair Hoyt reported that the Subcommittee began discussions with a recapitulation of the Strategic Financial Plan Version 4.0 as presented in November. The Committee then reviewed a detailed assessment of capital projects and related project spending expected to commence within the next thirty months, which was presented at a January 23 meeting of the Facilities and Technologies Committee. Project costs for this time period totaled $185.3 million. Current projections assume certain revenue streams that would lessen the amount to be financed to $163.4 million.

The Committee then discussed the impact of the capital plan for the thirty months as it related to the Strategic Financial Plan and its impact on the debt ratios. Four capital projects, totaling approximately $16.6 million were reviewed by the Subcommittee. Chair Hoyt reminded the Board that the responsibility of the Debt Subcommittee is not to determine the priority of the projects but rather to consider their impact on the debt ratios. Different scenarios were discussed showing the impact to the debt ratios should the four projects receive financing approval, as well as the impact if the full thirty-month commitment of $163.4 million were financed.

The Subcommittee concluded there is sufficient capacity to fund the $16.6 million of current projects within approved ratio standards. Full implementation of the thirty-month plan as structured, and maintaining approved ratio standards; the viability ratio was projected to be in deficit by $84.6 million beginning in 2008, and the debt burden ratio would fall outside its limit in 2009. Chair Hoyt explained that the analysis showed the University’s capacity to take on additional debt will grow at about $15 to $16 million per year for the next five years, at which time the University’s debt capacity would be reached. These levels are defined against the University’s internal policies. Chair Hoyt cautioned that the Board will need to think innovatively about other sources of funds, such as a campaign specific to capital projects, as well as the priorities of the projects.

Vice President Gower briefly reviewed the December 31, 2005 financial statements for Treasury Operations. The meeting concluded with a brief look at the debt management guidelines that had been drafted after a January 31, 2006 conference call of the Subcommittee, where a list of questions presented by the Subcommittee had been discussed. Members felt they needed more time to review this document before giving their approval. Chair Hoyt explained that the Subcommittee will convene in early April to review a comprehensive set of debt management/investment policies and procedures in advance of presenting the policies to the Board for its consideration in May.
A motion was made and an opportunity for discussion offered.

Trustee Dean Maglaris reminded the Board that the Subcommittee has established limits, that the Board should have comfort in the limits that have been set, and that the Board should never approve projects exceeding those limits.

Trustee James Betts inquired whether the limits include a buffer for unforeseen costs. Chair Hoyt, with assistance from Trustee John Snow, reiterated that limits were set mindful that matters outside the University’s influence can have an economic affect and that the ratios were picked to have tolerance for external events and controls.

The discussion concluded with the Board agreeing that each Committee must take responsibility and focus on the issue of raising funds for the vision.

Upon motion made and seconded, the Committee’s report was accepted.

**Academic and Student Programs Committee**

Chair Martha Heath reported that the Committee received reports from James Burgmeier, Chair of the Faculty Senate Curricular Affairs Committee; Sarah Poirier, President of the Student Government Association (SGA); and Rachel Weston, Graduate Student Representative. Each reported on completed actions and ongoing activities.

Vice President Parke reported on enrollment and applications. Current total enrollment is 11,107, up 625 over last year at this time, and of that number, 4,823 are Vermonters. There were 12,890 first time, first year applications last year; this year there are 17,616 first-time first-year applications. This is the highest number of applications in the University’s history and represents a 37% increase over last year and a 123% increase over 2000. ALANA applications have increased by 63.4%.

The Committee continued discussions begun at the November meeting regarding the results of the National Survey of Student Engagement and how they will be used to improve academic quality. The survey was administered in spring 2005 along with over 500 other colleges and universities. The NSSE survey has increasingly become the mechanism by which colleges seek to assess student experience and the quality of their academic program.

Provost Bramley reported on four enrollment management topic areas: planning, affordability and access, admissions and academics. Provost Bramley is working with the President to develop an academic vision that addresses growth while ensuring student’s success and managing all the University’s resources.

Three action items were approved by the Committee and appear on the consent agenda for the Board’s consideration. They include the approval to establish the Degrees of Master of Science and the Doctor of Philosophy in Neuroscience; the approval to establish the Master of Science in Dietetics, and the approval to establish a Minor in Sexuality and Gender Identity Studies.
Chair Heath thanked Trustee Christine Hertz for her contributions to the Committee and acknowledged that her student perspective was very helpful for members who are not on campus on a daily basis.

Upon motion made and seconded, the Committee’s report was accepted.

**Facilities and Technologies Committee**

Chair Robert Young reported that the Committee received a brief update on the work done on the *Comprehensive Master Plan* since the November meeting. The Campus Master Plan Executive Committee will meet to review the final plan in April and the intent is to bring the plan to the Board for approval in May.

In follow-up to the thirty-month rolling *Strategic Capital Plan*, previously reviewed in detail by the Committee on January 23, Vice President Gower reviewed a summary of square footage changes anticipated over the life of the plan.

The Committee reviewed initial planning for several projects including renovation of the Given Courtyard to create space for an anticipated new Department of clinical and translational sciences, the Cancer Center administrative offices, and student support functions; renovation of the first and second floors of Farrell Hall on the Trinity Campus to house the new Vermont Advanced Computing Center and the new National University Transportation Center; and planning for relocating the balance of the College of Education and Social Services from Waterman Building to McAuley Hall on the Trinity Campus.

Committee members reviewed and unanimously recommended for approval by the Finance and Budget Committee resolutions authorizing spending for four capital projects identified as critical projects at this time. The IT Machine Room Fit-Up resolution was amended to reflect updated project costs, cost of issuance, and capitalized interest.

Chair Young requested that, in the future, when the Committee is considering projects, they be provided a more detailed briefing outlining the nature of the project and cost analysis to ensure cost efficiency.

Upon motion made and seconded, the Committee’s report was accepted.

**Finance and Budget Committee**

Chair Kathleen Hoyt reported that the resolution to accept gifts and grants was approved by the Committee for recommendation to the full Board, and is on the consent agenda.

The Committee received a report on current budget projections for FY 2006, based on results through the second quarter of the fiscal year. At this time, there is approximately $2.7 million available for contingency purposes.
General fund revenues and expenditures assumptions for FY 2007 were reviewed. The working assumptions have continued to be refined since November’s meeting. The difference between projected revenue and expense is $5.5 million. Revenue and expenditure projections will continue to be reviewed with the goal of bringing a balanced budget to the Finance and Budget Committee meeting scheduled for March 27th.

The Committee reviewed maximum room and meal plan rates in order for the Department of Residential Life to market the residence hall system to returning students beginning in March. Final recommendations for student costs are currently in the discussion phase and will be formalized for the March Finance and Budget Committee meeting. Final maximum room and meal rates and student costs will be approved by the Committee in May.

Chair Hoyt reported to the Committee on the meeting of the Debt Subcommittee on Thursday afternoon during which the four capital projects resolutions were reviewed and forwarded to the Facilities and Technologies Committee for their consideration.

The Committee discussed the IT Machine Room Fit-Up resolution and requested that in the future they be advised of the alternative options that were explored by the administration for financing fit-up of leased building space. The Committee unanimously approved the projects for recommendation to the full Board and they appear on the consent agenda.

Upon motion made and seconded, the Committee’s report was accepted.

_University Advancement Committee_

Chair Frank Cioffi reported that Provost Bramley presented an impressive list of over 40 endowed professorships and chairs, many of which have been created as a result of The Campaign for the University of Vermont. These endowments assist with recruiting and retaining exceptional faculty members.

Development and Alumni Relations staff reported on voluntary support totals through January. The total received is $17.1 million. This includes $12.4 million in gifts booked through Development and Alumni Relations – an increase of 14.8%. The Campaign total to date is $220 million.

Athletic Director Robert Corran discussed the history of fund raising in the Athletic Department and future plans. The need to raise money for athletic scholarships was the focus of the discussion. Dr. Corran noted the success of the Victory Club.

Vice President Gustafson and Dean of Libraries and Learning Resources Maura Saule presented on UVM’s web presence. The main web site is refreshed every two years and a redesign is planned for the current version which launched in 2003. The Committee will receive a more in-depth presentation at the September meeting.
Chair Cioffi concluded his report by noting that the search for Vice President for Development and Alumni Relations is nearly complete and that the search committee has outstanding candidates from whom to choose.

Trustee Dean Maglaris reiterated the need to think creatively about sources of funding to achieve the vision and suggested this Committee add the review of innovative possibilities to its work plan.

Upon motion made and seconded, the Committee’s report was accepted.

**Diversity Committee**

Vice Chair Ian Boyce reported that a group was in attendance at the meeting in protest of action taken in response to a student complaint regarding Red Cross blood donation activities on campus. The group was acknowledged and a spokesperson invited to address the Committee.

The Committee received a report on ALANA student retention efforts, programs, and services provided by the ALANA Student Center and other units at UVM. The ALANA program highlights included the Peer Mentoring program and the Summer Enrichment Scholarship program.

The College of Education and Social Services and Department of Integrated and Professional Studies launched in the fall of 2005 a 3-credit course titled “Critical Competencies in Inter-group Dialogue”. Intergroup dialogues are used to facilitate conversations between students of different races, ethnicities, sexual orientations, religious affiliations, gender identities, and socioeconomic backgrounds. Several students enthusiastically reported on their experiences.

Vice Provost for Multicultural Affairs Coleman offered her personal vision for Diversity at the University in 2010 and highlighted initiatives including specific diversity benchmarks based on evolving campus needs; a strategic plan for housing diversity; a formal diversity communication network; the Diversity Graduation Proposal as a requirement; and faculty development opportunities that include exchange programs between UVM and the Faculty Resource Network.

Executive Director for Diversity and Equity Kathryn Friedman provided an update on status of the campus climate survey report and discussed the timeline for communication, as well as the development of action plans based on the survey report.

Upon motion made and seconded, the Committee’s report was accepted.

**Ad Hoc Committee on Board Operations**

Chair Robert Cioffi reported that the Committee reviewed a draft statement of expectations for Trustees. The statement will be revised to reflect suggestions and revisions offered by Committee members. The Committee discussed the importance of quality Board performance and effectiveness and expressed support for engaging a consultant to assist the Board with an effectiveness self-study.
Chair Cioffi, in consultation with Board leadership and administration, will examine the feasibility of a June retreat to address Board self-evaluation.

At Board Chair Lisman’s request, the Committee will examine options for public comment at Board meetings.

The Committee endorsed a draft proposal for a Board policy manual and the Chair requested that Vice President Bazluke proceed with preparing a mock-up.

Upon motion made and seconded, the Committee’s report was accepted.

**University of Vermont Board**

Chair Robert Cioffi reported that James Hilton Jr. was elected to the Board, effective March 1, 2006. The Committee also re-elected Ian Boyce for a full six-year term beginning March 1, 2006. The Board plans to elect one other member before the May Board meeting.

The Board re-elected Robert Cioffi, Chair and John Snow, Vice Chair for one-year terms as officers.

The Board thanked Trustees Dean Maglaris and Helen Spaulding for their service.

**Vermont Agricultural College Board**

Chair Thomas Little reported that the Board met in Montpelier earlier this week and received a status update of the University appropriations request. The University has requested a 5% increase in base funding and a supplemental $1 million to expand the University’s role in the state’s economic development around innovative and sustainable technologies. The capital request of $4 million includes approximately $2.4 million for the Plant Sciences Building and $1.6 million for other construction, renovation, and major maintenance projects.

Provost Bramley presented an overview of the Governor’s proposed Vermont Promise Scholarship Program and outlined possible criteria for award of University scholarships under the Program.

Provost Bramley discussed his proposed mission statement for the Board’s role in re-defining and implementing the University’s land-grant mission and presented suggestions for revitalizing land grant mission for the University that would promote more integration across the disciplines and more public responsibility and involvement. He also suggested an expanded role for the Agricultural College Board in focusing attention on the land grant mission and the many outreach, educational, and service activities in these areas that are often not recognized or appreciated by the University community or the public at large. These discussions will continue at future meetings.

**Election of Board Officers for 2006**

Chair Lisman announced that the Board would next be electing the following officers: Vice Chair, Secretary and Assistant Secretary of the Board, and that each officer elected will take
office effective March 1, 2006. Trustees were reminded that, in accordance with the University Charter, the Chair is elected at the annual meeting in May.

Chair Lisman reported that the Nominating Committee had met and developed a proposed slate of officers. He then asked Robert Young, Chair of the Nominating Committee, to identify the slate by office and proposed nominee.

Trustee Young presented the following slate:

Chair:  
Vice Chair:  
Secretary:  
Assistant Secretary:  

Chair Lisman asked for additional nominations. No further nominations were made.

A motion was made, seconded and voted to elect the proposed slate of candidates for Vice Chair, Secretary and Assistant Secretary.

In accordance with the Bylaws, Chair Lisman next entertained a motion for appointment of the following officers by virtue of their office for a one-year term beginning March 1, 2006, or until their successors take office:

Provost:  
Treasurer:  

A motion was made, seconded and voted to elect the officers as proposed.

Retiring Trustee Resolutions

Chair Lisman read and presented the following resolutions in honor of retiring Trustees:

Helen B. Spaulding (2000-2006)

WHEREAS, Helen Spaulding is nearing the completion of her term as Trustee of The University of Vermont and State Agricultural College; and

WHEREAS, Helen Spaulding has enriched the Board through her steadfast dedication to a better UVM during her service as Vice Chair and member of the University Advancement Committee and in her membership on Board Committees, including the Academic and Student Programs Committee, the Facilities and Technologies Committee, the University of Vermont Board, and through her membership on the Committee assisting the President with the next Vice President for Development and Alumni Relations selection;
THEREFORE, BE IT RESOLVED, that the Board of Trustees of The University of Vermont and State Agricultural College expresses its appreciation, affection, and heartfelt best wishes to Trustee Helen Spaulding.

**Christine E. Hertz (2004-2006)**

WHEREAS, Christine Hertz is nearing the completion of her term as Trustee of The University of Vermont and State Agricultural College; and

WHEREAS, Christine Hertz has articulated clear perspectives, offered sound advice and energetic engagement in her membership on Board Committees, including the Academic and Student Programs Committee, the Diversity Committee, and the ad hoc Committee on Board Operations, and during her service as Vice Chair of the Joint Committee on Honorary Degrees;

THEREFORE, BE IT RESOLVED, that the Board of Trustees of The University of Vermont State and Agricultural College expresses its appreciation, affection, and heartfelt best wishes to Trustee Christine Hertz.

**C. Dean Maglaris (1999-2006)**

WHEREAS, C. Dean Maglaris is nearing the completion of his term as Trustee of The University of Vermont and State Agricultural College; and

WHEREAS, Dean Maglaris has provided an unwavering commitment to strengthening the quality of the University in his service as Board Chair and Chair of the Executive Committee, Vice Chair of the Advancement Committee and Co-Chair of the Facilities and Technologies Committee, and in his membership on Board Committees, including the Investment Committee, the Finance and Budget Committee, the Committee on Health Education, the Debt Subcommittee, the Nominating Committee, the Subcommittee for Presidential Evaluation, the Joint Committee on Honorary Degrees, and the University of Vermont Board; and

WHEREAS, Dean Maglaris has further served the University as Chair of the New York Regional Board, Co-Chair of the UVM Fund Executive Committee and Reunion Gift Committee, Chair of the 1967 Class Gift Committee, and through his membership on the Marketing Advisory Board, and by establishing the Dean Maglaris Endowed scholarship;

THEREFORE, BE IT RESOLVED, that the Board of Trustees of The University of Vermont and State Agricultural College expresses its appreciation, affection, and heartfelt best wishes to Trustee C. Dean Maglaris.

A motion was made, seconded and it was voted to approve the resolutions as presented.
Chair Lisman presented the consent agenda for approval. Trustee Mark Young requested that resolution #9 be voted on separately.

The remainder of the consent agenda was presented for approval:

(1) **Revision of Allocation Targets in University Statement of Investment Objectives and Policies**

RESOLVED, that Exhibit 1 of the *University Statement of Investment Objectives and Policies* shall hereafter read as follows, until further revised by this Board:

**EXHIBIT 1**

**UNIVERSITY OF VERMONT**

**ASSET ALLOCATION STRATEGY**

<table>
<thead>
<tr>
<th>Strategy</th>
<th>Implementation</th>
<th>Target</th>
<th>Range</th>
</tr>
</thead>
<tbody>
<tr>
<td>U.S Equity</td>
<td>Core exposure to passive index complemented by one or more satellite managers as follows:</td>
<td>35.0</td>
<td>30-50%</td>
</tr>
<tr>
<td></td>
<td><em>Core-S&amp;P 500 or Wilshire 5000 Index</em></td>
<td>35</td>
<td></td>
</tr>
<tr>
<td></td>
<td><em>Large-Mega Cap Growth</em></td>
<td>27</td>
<td></td>
</tr>
<tr>
<td></td>
<td><em>Mid-Large Cap Value</em></td>
<td>28</td>
<td></td>
</tr>
<tr>
<td></td>
<td><strong>Subtotal Large Cap</strong></td>
<td>90</td>
<td></td>
</tr>
<tr>
<td></td>
<td><em>Small Cap Growth</em></td>
<td>10</td>
<td></td>
</tr>
<tr>
<td></td>
<td><em>Small Cap Value</em></td>
<td>0</td>
<td></td>
</tr>
<tr>
<td></td>
<td><strong>Subtotal Small Cap</strong></td>
<td>10</td>
<td></td>
</tr>
<tr>
<td>Non-U.S. Equity</td>
<td>One or more managers investing in developed and emerging markets</td>
<td>17.5%</td>
<td>10-20%</td>
</tr>
<tr>
<td>Non-US Emerging</td>
<td><em>A subset of Non U.S. Equity</em></td>
<td>5%</td>
<td>0-10%</td>
</tr>
<tr>
<td>Marketable Alternatives</td>
<td><em>A group of complementary managers with a distinct approach to investing, each offering attractive levels of expected returns while not being fully correlated with major equity and debt markets</em></td>
<td>17.5%</td>
<td>12-20%</td>
</tr>
<tr>
<td>Real Estate/Inflation Hedges</td>
<td>If real estate investments are undertaken, exposure will be achieved by investing in one or more commingled funds, offering broad diversification</td>
<td>5%</td>
<td>3-10%</td>
</tr>
<tr>
<td>Non-marketable/Alternatives</td>
<td>Focus will be on high quality of funds, providing a broad range of diversification</td>
<td>4%</td>
<td>0-10%</td>
</tr>
</tbody>
</table>
Fixed Income  One or more managers will be used to provide broad diversification to high quality domestic fixed income  20%  15-30%

Cash & Equivalents  Small amounts of cash may be held for purposes that the Investment Committee deems necessary  1%  0-3%

1 Alternative Assets include: Distressed Securities, Arbitrage and Hedge Fun

ACADEMIC & STUDENT PROGRAMS

(2) Approval to Establish the Degrees of Master of Science and the Doctor of Philosophy in Neuroscience

RESOLVED, that the Board of Trustees approves the establishment of the degrees of Master of Science in Neuroscience and the Doctor of Philosophy in Neuroscience as approved by the Provost on February 7, 2006 and by the President on February 7, 2006.

(3) Approval to Establish the Master of Science in Dietetics

RESOLVED, that the Board of Trustees approves the establishment of the degree of Master of Science in Dietetics as approved by the Provost on February 7, 2006 and by the President on February 7, 2006.

(4) Approval to Establish a Minor in Sexuality and Gender Identity Studies

RESOLVED, that the Board of Trustees approves the establishment of a Minor in Sexuality and Gender Identity Studies as approved by the Provost on February 7, 2006 and by the President on February 7, 2006.

FACILITIES & TECHNOLOGIES

(5) Marsh Life Sciences Addition Naming Resolution
(as approved by the Facilities & Technologies Committee on 1/23/06)

WHEREAS, in 1964, the Board of Trustees authorized the naming the Dairy Science Building (built in 1949) the Carrigan Dairy Science Building in honor of Joseph E. Carrigan, Emeritus Dean of the College of Agriculture and Home Economics, who held this position from 1931 until his retirement in 1957, and earned many honors and recognitions, including three honorary doctorate degrees, over his more than 40 years of distinguished service to Vermont agriculture and the University; and

WHEREAS, on September 11, 2004, the Board of Trustees approved the deconstruction of Carrigan Dairy Science Building to make room for construction of the Dudley Davis Center; and
WHEREAS, on September 11, 2004 the Board of Trustees also approved the construction of an addition to the Marsh Life Sciences Building to house the department of Nutrition and Food Sciences; and

WHEREAS, it is appropriate with the pending deconstruction of his namesake building to continue to honor former Dean Carrigan’s outstanding service to Vermont agriculture and the University of Vermont;

NOW, THEREFORE, BE IT RESOLVED, that Board of Trustees hereby approves the naming of the recently constructed addition to Marsh Life Sciences building the Joseph E. Carrigan Wing in honor of former Dean Joseph E. Carrigan; and

BE IT FINALLY RESOLVED, that the Secretary is hereby directed to send a copy of this resolution to any descendents of Joseph E. Carrigan known to the University.

FINANCE AND BUDGET COMMITTEE

(6) **Harris-Millis Dining Renovation Resolution**

WHEREAS, the University intends to renovate and expand the Harris-Millis dining hall to update the venue and provide additional seating capacity, due to the construction of the adjacent Residential Learning Center (the “Project”); and

WHEREAS, the University has adopted its Commercial Paper Note Resolution (the “Resolution”) on November 13, 2004, and thereby established a commercial paper program; and

WHEREAS, it may be beneficial to obtain internal or external interim financing, including the use of commercial paper, until bonds can be issued or other funds are available;

NOW THEREFORE, BE IT RESOLVED, that the President, Vice President for Finance and Administration and University Treasurer, or their successors or designees, are hereby authorized to commence the renovation and expansion of the Harris-Millis Dining Hall, and to execute any and all contracts and documents necessary to undertake the Project at a total project cost not to exceed $5,000,000;

BE IT FURTHER RESOLVED, that the President, Vice President for Finance and Administration and University Treasurer, or their successors or designees, are hereby authorized to obtain internal or external interim financing, including the use of commercial paper, until bonds can be issued for the project or other funds are available and;

BE IT FURTHER RESOLVED, that the external interim financing, including the use of commercial paper, shall be in an amount not to exceed $5,260,000, included in which shall be Costs of Issuance, as that term is defined in the Resolution, in an amount not to exceed $100,000 and capitalized interest in an amount not to exceed $160,000; and
BE IT FINALLY RESOLVED, that the Secretary or Assistant Secretary will provide certificates of incumbency, as required, showing the names and signatures of those persons 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; and

WHEREAS, the University expects to pay certain expenditures (the “Reimbursement Expenditures”) in connection with the Project before the issuance of indebtedness for the purpose of financing costs associated with the Project; and

WHEREAS, the University reasonably expects that debt obligations in an amount not expected to exceed $5,260,000 will be issued and that certain of the proceeds of such debt obligations will be used to reimburse the Reimbursement Expenditures; and

WHEREAS, Section 1.150-2 of the Treasury Regulations requires the University to declare its reasonable official intent to reimburse prior expenditures for the Project with proceeds of a subsequent borrowing;

NOW, THEREFORE, the University of Vermont declares:

Section 1. The University of Vermont finds and determines that the foregoing recitals are true and correct.

Section 2. This declaration is made solely for purposes of establishing compliance with the requirements of Section 1.150-2 of the Treasury Regulations. This declaration does not bind the University to make any expenditure, incur any indebtedness, or proceed with the Project.

Section 3. The University hereby declares its official intent to use proceeds of indebtedness to reimburse itself for Reimbursement Expenditures.

Section 4. This declaration shall take effect from and after its adoption.

(7) Carbon Monoxide Detection Project Resolution

WHEREAS, the University intends to undertake phase one of a two-phase project to install centralized carbon monoxide detection systems in all its residence halls/sleeping quarters (the “Project”); and

WHEREAS, the University has adopted its Commercial Paper Note Resolution (the “Resolution”) on November 13, 2004, and thereby established a commercial paper program; and

WHEREAS, it may be beneficial to obtain internal or external interim financing, including the use of commercial paper, until bonds can be issued at the appropriate time for the Project;

NOW THEREFORE, BE IT RESOLVED, that the President, Vice President for Finance and Administration and University Treasurer, or their successors or designees, are hereby authorized
to commence the Carbon Monoxide Detection Project, and to execute any and all contracts and
documents necessary to undertake the Project at a total project cost not to exceed $1,400,000;

BE IT FURTHER RESOLVED, that the President, Vice President for Finance and
Administration and University Treasurer, or their successors or designees, are hereby authorized
to obtain internal or external interim financing, including the use of commercial paper, until
bonds can be issued for the project; and

BE IT FURTHER RESOLVED, that the external interim financing, including the use of
commercial paper, shall be in an amount not to exceed $1,475,000, included in which shall be
Costs of Issuance, as that term is defined in the Resolution, in an amount not to exceed $30,000
and capitalized interest in an amount not to exceed $45,000; and

BE IT FINALLY RESOLVED, that the Secretary or Assistant Secretary will provide certificates
of incumbency, as required, showing the names and signatures of those persons 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; and

WHEREAS, the University expects to pay certain expenditures (the “Reimbursement
Expenditures”) in connection with the Project before the issuance of indebtedness for the
purpose of financing costs associated with the Project; and

WHEREAS, the University reasonably expects that debt obligations in an amount not expected
to exceed $1,475,000 will be issued and that certain of the proceeds of such debt obligations will
be used to reimburse the Reimbursement Expenditures; and

WHEREAS, Section 1.150-2 of the Treasury Regulations requires the University to declare its
reasonable official intent to reimburse prior expenditures for the Project with proceeds of a
subsequent borrowing;

NOW, THEREFORE, the University of Vermont declares:

Section 1. The University of Vermont finds and determines that the foregoing recitals are true
and correct.

Section 2. This declaration is made solely for purposes of establishing compliance with the
requirements of Section 1.150-2 of the Treasury Regulations. This declaration does not bind the
University to make any expenditure, incur any indebtedness, or proceed with the Project.

Section 3. The University hereby declares its official intent to use proceeds of indebtedness to
reimburse itself for Reimbursement Expenditures.

Section 4. This declaration shall take effect from and after its adoption.
(8) **Deferred Maintenance Projects Resolution**

WHEREAS, the University intends to undertake various projects aimed at reducing the deferred maintenance backlog in the Bailey-Howe Library, Campus Center Theatre, Cook Science Building, Given Building, Marsh Life Science, Morrill Hall, Ira Allen Chapel, PFG Athletic Complex, Rowell Building, Southwick Hall, Votey Building, Wheeler House, Williams Hall, and various other site and infrastructure improvements in and about academic and administrative buildings (the “Project”); and

WHEREAS, the University has adopted its Commercial Paper Note Resolution (the “Resolution”) on November 13, 2004, and thereby established a commercial paper program; and

WHEREAS, it may be beneficial to obtain internal or external interim financing, including the use of commercial paper, until bonds can be issued at the appropriate time for the Project;

NOW THEREFORE, BE IT RESOLVED, that the President, Vice President for Finance and Administration and University Treasurer, or their successors or designees, are hereby authorized to commence various academic and administrative deferred maintenance facility projects, and to execute any and all contracts and documents necessary to undertake the Project at a total project cost not to exceed $5,000,000;

BE IT FURTHER RESOLVED, that the President, Vice President for Finance and Administration and University Treasurer, or their successors or designees, are hereby authorized to obtain internal or external interim financing, including the use of commercial paper, until bonds can be issued for the project; and

BE IT FURTHER RESOLVED, that the external interim financing, including the use of commercial paper, shall be in an amount not to exceed $5,260,000, included in which shall be Costs of Issuance, as that term is defined in the Resolution, in an amount not to exceed $100,000, and capitalized interest in an amount not to exceed $160,000; and

BE IT FINALLY RESOLVED, that the Secretary or Assistant Secretary will provide certificates of incumbency, as required, showing the names and signatures of those persons 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; and

WHEREAS, the University expects to pay certain expenditures (the “Reimbursement Expenditures”) in connection with the Project before the issuance of indebtedness for the purpose of financing costs associated with the Project; and

WHEREAS, the University reasonably expects that debt obligations in an amount not expected to exceed $5,260,000 will be issued and that certain of the proceeds of such debt obligations will be used to reimburse the Reimbursement Expenditures; and
WHEREAS, Section 1.150-2 of the Treasury Regulations requires the University to declare its reasonable official intent to reimburse prior expenditures for the Project with proceeds of a subsequent borrowing;

NOW, THEREFORE, the University of Vermont declares:

Section 1. The University of Vermont finds and determines that the foregoing recitals are true and correct.

Section 2. This declaration is made solely for purposes of establishing compliance with the requirements of Section 1.150-2 of the Treasury Regulations. This declaration does not bind the University to make any expenditure, incur any indebtedness, or proceed with the Project.

Section 3. The University hereby declares its official intent to use proceeds of indebtedness to reimburse itself for Reimbursement Expenditures.

Section 4. This declaration shall take effect from and after its adoption.

(10) Acceptance of Gifts and Grants

RESOLVED, that the Board of Trustees hereby accepts gifts in the amount of $6,783,250.63 for the period October 1, 2005, through December 29, 2005, and grants and contracts in the amount of $18,215,896 for the period October 1, 2005, through December 31, 2005.

A motion was made, seconded and it was unanimously voted to approve the remainder of the consent agenda as presented (22-0).

Chair Lisman presented resolution #9 for approval. Trustee Mark Young explained that there was discussion at the Facilities and Technologies Committee meeting regarding the possibility of the landlord making improvements to the proposed leased space and offered the following amendments to the resolution as noted below:

(9) IT Machine Room Fit-up Resolution

WHEREAS, the University intends to lease and fit-up or lease a fully fit-up space for its information technology (IT) machine room currently located in the Waterman Building (the “Project”); and

WHEREAS, the University has adopted its Commercial Paper Note Resolution (the “Resolution”) on November 13, 2004, and thereby established a commercial paper program; and

WHEREAS, it may be necessary to obtain internal or external interim financing, including the use of commercial paper, until bonds can be issued at the appropriate time for the Project;
NOW THEREFORE, BE IT RESOLVED, that the President, Vice President for Finance and Administration and University Treasurer, or their successors or designees, are hereby authorized to commence the IT Machine Room project, and to execute any and all contracts and documents that may be necessary to undertake the Project at a total project cost not to exceed $4,400,000;

BE IT FURTHER RESOLVED, that the President, Vice President for Finance and Administration and University Treasurer, or their successors or designees, are hereby authorized to obtain internal or external interim financing, including the use of commercial paper, until bonds can be issued for the project or capital leasing of the improvements for a period not less than 10-years nor more than 20-years; and

BE IT FURTHER RESOLVED, that the external interim financing, including the use of commercial paper, shall be in an amount not to exceed $4,630,000, including in which shall be Costs of Issuance, as that term is defined in the Resolution, in an amount not to exceed $90,000, and capitalized interest in an amount not to exceed $140,000; and

BE IT FINALLY RESOLVED, that the Secretary or Assistant Secretary will provide certificates of incumbency, as required, showing the names and signatures of those persons 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; and

WHEREAS, the University expects to pay certain expenditures (the “Reimbursement Expenditures”) in connection with the Project before the issuance of indebtedness for the purpose of financing costs associated with the Project; and

WHEREAS, the University reasonably expects that debt obligations in an amount not expected to exceed $4,630,000 will be issued and that certain of the proceeds of such debt obligations will be used to reimburse the Reimbursement Expenditures; and

WHEREAS, Section 1.150-2 of the Treasury Regulations requires the University to declare its reasonable official intent to reimburse prior expenditures for the Project with proceeds of a subsequent borrowing;

NOW, THEREFORE, the University of Vermont declares:

Section 1. The University of Vermont finds and determines that the foregoing recitals are true and correct.

Section 2. This declaration is made solely for purposes of establishing compliance with the requirements of Section 1.150-2 of the Treasury Regulations. This declaration does not bind the University to make any expenditure, incur any indebtedness, or proceed with the Project.

Section 3. The University hereby declares its official intent to use proceeds of indebtedness to reimburse itself for Reimbursement Expenditures.

Section 4. This declaration shall take effect from and after its adoption.
A motion was made, seconded and it was unanimously voted to approve the resolution as amended (22-0).

At 10:35 a.m., the Chair entertained a motion to enter into executive session to consider contracts. The motion was seconded and approved. All in attendance were excused from the meeting with the exception of Provost Bramley, Vice President for Finance and Administration Michael Gower, and Vice President and General Counsel Francine Bazluke.

The meeting was re-opened to the public at 11:30 a.m.

**Other Business**

The Chair entertained a motion to authorize the administration to conclude collective bargaining negotiations in the exercise of its reasonable discretion and a manner generally consistent with the status report presented.

The motion was seconded and approved.

**Adjournment**

There being no further business the meeting was adjourned at 11:35 a.m.

Respectfully submitted,

Thomas A. Little, Secretary