A special meeting of the Board of Trustees of the University of Vermont and State Agricultural College held a meeting on Monday, September 12, 2011 at 1:00 p.m. in the Sugar Maple Ballroom, 401 Dudley H. Davis Center.

MEMBERS PRESENT: Chair Robert Cioffi, Vice Chair Harry Chen, Secretary Donna Sweaney, Bill Botzow, Ian Boyce*, John Bramley, Christopher Bray*, Frank Cioffi, David Daigle*, Jeff Davis, Kyle DeVivo, John Hilton, Jr.*, Joan Lenes, Debbie McAneny*, David Potter, Kesha Ram, Dale Rocheleau, and Mark Young

MEMBERS ABSENT: Samuel Bain, Carolyn Branagan, Bill Ruprecht, Governor Peter Shumlin, Brian Sozansky, and Jeanette White

ALSO PARTICIPATING: Provost Jane Knodell, Vice President for Legal Affairs and General Counsel Francine Bazlueke, Vice President for Student and Campus Life Thomas Gustafson, Vice President for Finance & Administration Richard Cate, Vice President for Executive Operations Gary Derr, Vice President for Development and Alumni Relations Richard Bundy, Vice President for Enrollment Management Christopher Lucier, and Chief Compliance Officer Anna Drummond

* via conference phone

Chair Robert Cioffi called the meeting to order at 1:00 p.m.

Approval of Previous Minutes

A motion was made, seconded and it was voted to approve the minutes from the August 10, 2011 meeting as presented.

Chair’s Report

Chair Cioffi noted that his report to the Board at last week’s meeting retreat would be appended to the minutes.

Interim President’s Report

Interim President Bramely shared his thoughts on positioning UVM to thrive and excel in challenging times. He cited one of his main goals for this year is to chart a path that will allow the University to maintain its upward trajectory and ensure UVM’s continued success over the next ten years. He acknowledged that simply maintaining status quo will not achieve that goal and that the University must identify that which is most important and invest in it, that efficiency and productivity across the institution must be increased, and that all expenses must be examined to ensure their alignment with strategic priorities.
He next cited some of the challenges the University must confront and focus on. Among them are declining numbers of college-aged students, decreasing availability of public funding, a depressed economy, having reached full undergraduate capacity, and the unsustainable practice of relying on significant tuition increases.

He further noted that if the administration fails to act now, these internal and external forces will conspire to create a University that is increasingly unstable and unsustainable and the University will be faced with budget shortfall and crisis decision making year after year. Failure to act also puts the University at risk of finding itself in an unavoidable slide toward mediocrity, a possibility that is unacceptable.

Interim President Bramley reported that the work to address some of these challenges has already begun. Provost Knodell has been charged with creating a framework for campus dialogue and progress toward the goal of academic improvement and fiscal sustainability, called the Strategic Initiative Project (SIP). It consists of five primary working teams, each with its own purpose and building on previous efforts and accomplishments. The SIP has been in the planning stages for the past three months and is now entering the critical phase of campus engagement.

Interim President Bramley concluded his remarks by sharing with Trustees UVM’s response to Hurricane/Tropical Storm Irene. While the Burlington area and UVM campus were only minimally affected by the storm, the entire campus has come together to assist those who have been significantly impacted. He acknowledged that there are UVM family members who have been personally affected and extended goodwill to those families. Efforts to assist those in need include: donating or selling surplus furniture at reduced costs; members of the Outing Club are working on the Woodward Mountain Trail and volunteering in the southern part of the state; Staff Council is helping with VT211 coverage; the Agricultural Experiment Station is providing free soil testing for impacted farmers; Development and Alumni Relations is planning a benefit concert as part of reunion, family and homecoming weekend; the Administrative Business Center has set up a means to handle donations; and Sodexo is leading a food collecting and running a food drive until September 26. Finally, to assist staff wanting to participate in relief efforts an interim policy granting employees’ emergency/disaster leave will be in effect through December 31, 2011.

Ad Hoc Report Oversight Committee Status Update

Bill Botzow, Chair of the Ad Hoc Report Oversight Committee, reported that the Committee met this morning to review preliminary work done on the three areas of focus identified in the Report on Reviews issued last month.

- Audit Services - the Committee heard from Chief Internal Auditor Bill Harrison on his office’s review of travel reimbursement for employee and volunteer expenses and associated recommendations. The next step is for management to respond to the recommendations.

- Workplace Climate – the Committee heard from Provost Knodell who is leading an effort to draft a UVM-community-vetted policy statement regarding workplace climate that
incorporates and reinforces new and/or existing requirements and standards. The Committee expects to receive a draft statement at its next meeting.

- Presidential Spouse/Partner Policy – the Committee reviewed a draft Policy and it is the Committee’s intent to advance this policy for Board consideration at the October meeting.

The Ad Hoc Report Oversight Committee has set monthly meeting to provide oversight of progress toward and the completion of the directives set forth in the Report on 2011 Reviews.

**Presidential Housing Work Group Status Update**

Chair Cioffi reported that the Presidential Housing Work Group also met earlier today and invited Work Group Leader Debbie McAneny to offer a status update. Trustee McAneny reported that the Work Group has met several times. The Work Group has reviewed the results of extensive internet research regarding presidential housing at universities across the country and including all the New England Land Grants. The group has also examined tax considerations and several members of the group toured Englesby House and other potential sites for Presidential Housing.

The Work Group has come to the belief that the President should live in on-campus housing. However, it also notes that Englesby House, in its current condition, is not feasible, nor does the University have any other appropriate on campus options at this point in time. The Work Group further notes that Englesby House has significant deferred maintenance and, even if the President does not live there, this deferred maintenance needs to be addressed in order to preserve the asset. Early estimates suggest up to $1 million is needed to address these issues. Approximately $700,000 of this amount is needed to correct a major drainage issue created by the university properties uphill. Other items include a new roof and exterior trim and masonry work. The Work Group notes that Englesby House is strategically important to the university given the size of the property, proximity to campus and the fact that the university owns the rest of the block.

The current thinking of the Work Group is that Englesby House is the best on-campus option for Presidential Housing. If it were to be re-dedicated principally as a residence for the President, in addition to the already mentioned deferred maintenance, it will require renovation, remodeling and decorating to render it a suitable residence. Importantly, it is the strong belief of the Work Group that these remodeling and redecorating costs should be paid for by private funds and the Work Group is working with Vice President Bundy in this regard.

Ms. McAneny emphasized that this is just a status update and that as a result of this morning’s meeting, the Work Group decided to table the Englesby House resolution included on the consent agenda to allow time for Vice President Cate and his team to go out to bid on the necessary work. If timing allows, the Work Group will present a firmer project budget for the Board to consider at the October meeting. A question and answer period followed her report.
Action Items

Vice President Bundy reported that, in follow-up to the May 2011 request to accept a gift of $1.5 million to construct a new Lacrosse/Soccer Field at the Archie Post Athletic Complex, the Board is being asked to approve the naming of the new Lacrosse/Soccer Field “Virtue Field,” in honor of Ted and Dani Virtue of Rye, N.Y., who made the leadership gift required to cover the full cost of the field’s construction.

If the Board accepts this recommendation, the University intends to recognize the gift by placing “Virtue Field” signage on the field scoreboard as well on the field’s wind screening. There will also be a formal plaque placed at the entrance to the field.

The field project is the first phase of what is anticipated to be a larger stadium development plan, currently projected to include permanent spectator seating for 3,000, game-day locker rooms, restrooms, and concessions. UVM Foundation leadership and UVM Athletics are beginning to identify donors who have interests in additional components to the athletics’ facility master plan, including additional phases to the Lacrosse/Soccer Field.

Chair Cioffi presented the following resolution for approval and offered an opportunity for discussion:

Resolution Approving Naming of Lacrosse-Soccer Turf Field

WHEREAS, on May 21, 2011, the Board authorized the construction of a new Lacrosse-Soccer Turf Field at the Archie Post Athletic Complex upon receipt of the first installment of a major gift to support this facility; and

WHEREAS, Ted and Dani Virtue of Rye, New York, have generously donated funds for this purpose;

NOW, THEREFORE, BE IT RESOLVED, that the new Lacrosse-Soccer Turf Field shall be named “Virtue Field.”

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

Next, Vice President Lucier reported that a new section has been added to the Residency Policy entitled, Residency Rules for Members of the Armed Forces and Their Family Members. This addition is mandated under the Higher Education Opportunity Act and requires that members of the armed forces and their family members be treated as in-state residents for tuition purposes. The section defines the requirements for service members to be considered eligible for in-state tuition under the Act.

He noted that additional updates were made in order to clarify certain sections of the policy and to maintain consistent word usage throughout the document; these edits, however, do not change the policy substantively. These proposed changes arose from the experience of the residency officer and appellate authority with advice from the Office of General Counsel. He further noted
that the policy was also distributed for campus-wide comment. Comments were considered and incorporated as appropriate into the final document.

Chair Cioffi presented the following resolution for approval and offered an opportunity for discussion:

**Resolution Approving Amendments to Residency Policy**

RESOLVED, that the Board hereby accepts the addition of a new section to the Residency Policy entitled ‘Residency Rules for Members of the Armed Forces and Their Family Members’, as mandated under the Higher Education Opportunity Act and appearing as appendix A to this resolution.

Trustee Botzow inquired about the anticipated impact of this change. Vice President Lucier responded that one member of the armed forces and one family member have applied in the last year.

There being no further discussion a motion was made, seconded and it was unanimously voted to approve the resolutions as presented.

Next, Vice President Cate reported that the Board is being asked to renew the agreements with EBSCO the subscription agent and Elsevier, the journal publisher for library acquisitions.

Chair Cioffi presented the following resolution for approval and offered an opportunity for discussion:

**Resolution Approving Renewal of Library Acquisition Agreements with EBSCO, Inc. and Elsevier, Inc.**

BE IT RESOLVED, that the Vice President for Finance and Administration, in consultation with the Dean of Libraries, is hereby authorized to renew the agreements with EBSCO, Inc. and Elsevier, Inc. as subscription agents for library acquisitions. The new contract for EBSCO, Inc. shall not exceed $2,400,000 for calendar year 2012, and the new contract for Elsevier, Inc. running through calendar year 2014, shall not exceed $4,050,000.

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

Vice President Cate reported that Campus Planning Services, in conjunction with Dean Mara Saule and her team, recently conducted an extensive RFP process for consultant services to undertake a Library Study and Master Planning process. The effort resulted in a large number of responses and a final selection of the firm of Shepley Bulfinch of Boston. He acknowledged that he signed what he believed to be a $231,500 contract with the firm on July 22nd. After signing the contract, it was called to his attention that, although the cost of the consulting services is $231,500, the contract also included a provision for payment of "reimbursable expenses up to
$20,000". Therefore, it is possible that the total cost of this contract could amount to $251,500, exceeding the Board threshold for approval. The Board was therefore asked to ratify the Shepley Bulfinch contract.

Chair Cioffi presented the following resolution for approval and offered an opportunity for discussion:

**Resolution Ratifying Contract with Shepley Bulfinch**

BE IT RESOLVED, that the Board hereby ratifies the consulting services contract with Shepley Bulfinch for the Library Study and Master Planning, which was approved by the Vice President for Finance and Administration on July 22, 2011. The contract, in the amount of $251,000, will cover the period from July 22, 2011, through December 11, 2011.

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

**October Meeting Preparations**

Chair Cioffi previewed the preliminary schedule and draft agendas for the October 21-22 Board meeting. He noted that the annual Kroepsch-Maurice Award Recipients Reception will be held on Thursday afternoon and encouraged Trustees who will be in town to attend. The Committee of the Whole will meet two times on Friday, October 21, with the Budget, Finance & Investment (BFI) and Educational Policy & Institutional Resources (EPIR) Committee meetings following. He noted that board social on Friday night would be a reception only.

Committee Chairs were invited to offer agenda highlights.

Trustee McAneny, Chair of the BFI Committee, noted that the topic of long-term tuition and budget planning needs to be revisited following discussions that occurred at the retreat. In addition to the routine reports and action items entertained by BFI at the fall meeting, the Committee will be considering a funding proposal for the Development Campaign.

Donna Sweaney, Chair of the Educational Policy and Institutional Resources Committee, reported that, in addition to the routine reports and action items, the Committee will spend time discussing the Board’s responsibilities for academic quality and will also receive a status update on the Strategic Initiatives Project.

Chair Cioffi concluded by noting that the Board will relocate to Waterman Building on Saturday morning, October 22, for The University of Vermont Board and the Vermont Agricultural College Board meetings. The full Board will convene immediately following to hear public comments, receive Committee reports from meetings the previous day (and from off-cycle Committee meetings held since the last Board meeting), as well as to consider action items coming before the Board.
Executive Session

At 1:37 p.m., the Chair Cioffi entertained a motion to enter into executive session for the purpose of considering civil actions, collective bargaining, contracts and personnel matters. He stated action was anticipated following the session. All in attendance were excused from the meeting with the exception of Vice Presidents Knodell, Bazluke, Cate Derr and Gustafson. Chief Compliance Officer Anna Drummond was invited to remain for the first topic. She departed the meeting at 1:50 p.m.

At 2:33 p.m. the meeting was re-opened to the public.

Other Business

Chair Cioffi presented the following resolution for approval:

**Authorizations relative to Collective Bargaining**

BE IT RESOLVED, that the Board hereby authorizes the administration to negotiate and, as appropriate, resolve, collective bargaining agreement with United Academics governing the employment of faculty in the certified unit, with the Teamsters governing police services staff, and with United Electrical governing service and maintenance workers in the certified unit, such agreements to be consistent with the material terms the administration today proposed.

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

Adjournment

There being no further business the meeting was adjourned at 2:35 p.m.

Respectfully submitted,

Donna Sweaney, Secretary
Chair’s Remarks
Board of Trustees Meeting Retreat
September 9, 2011

Let me begin by thanking you for taking the time to be with us for these couple of days, I realize that everybody’s schedules are busy and I appreciate the effort made by all Trustees to be here. During my time on the Board, I have found these retreats to be some of the most worthwhile and thought provoking meetings. Based on our agenda, I believe this will be no different.

Let me preview briefly our agenda for the next twenty-four hours. At the conclusion of my comments, I will entertain a motion to go into executive session for the purpose of reviewing Interim President Bramley’s goals and objectives for FY 2012. At the conclusion of the discussion, we will come out of executive session for two discussions: 1) an update on the strategic financial initiatives that have been undertaken on campus led by Provost Jane Knodell; and 2) a perspective on the national landscape of searches for Presidents of Universities led by John Isaacson of Isaacson, Miller.

We will then go back into executive session to begin the Board’s work on the search process and discussion of candidates with Isaacson, Miller. This work will take us through dinner this evening and into tomorrow morning.

I would be remiss at this point if I did not address two topics that have attracted lot of media attention in the State of Vermont over the past few months.

First, the events of the past two weeks and the devastation caused by Hurricane Irene in the southern part of our state is unprecedented in our lifetimes. The people and infrastructure of the state have been profoundly affected and they are in our thoughts and prayers. As these numerous communities continue the process of recovery and rebuilding, I am pleased to announce that collectively, through personal donations, this Board has raised $5,175 to contribute to the relief efforts. I have asked Vice President Gary Derr to work with Governor Shumlin’s office to determine the appropriate target for our donation. I appreciate your commitment to this cause and thank every member of this Board for helping those in Vermont who have been affected by this natural disaster.

The second issue that I would like to address is the continuing attention we have received over past two months in the wake of President Fogel’s departure. Let me start by saying something that cannot be said often enough, UVM is a profoundly strong institution and is in a better situation academically and fiscally that it has been the case in many years. We need to continue to support it and strengthen it as the powerful financial, cultural and economic engine that it is for the state of Vermont.

With that said, I realize that there are many who have disagreed with some of the decisions that this Board has made, and I respect those views. However I strongly believe that individuals with the breadth and completeness of knowledge about the situation that those sitting around this table were privy to, would have come to similar conclusions. I wholeheartedly stand by our decisions, and I am proud of the careful, deliberative approach that led to them.
On a personal note, I would like to thank the entire Board for its work in this difficult matter, but in particular those Trustees who live in the State of Vermont and are in our legislature. I realize how often you have had to address our decisions in everyday conversations and I cannot tell you enough how much I have appreciated your unwavering support for the decisions that we had to collectively make. Though I sat through my share (or maybe more than my share) of press interviews on this topic, I understand that those interviews are at times far easier than the confrontations on these topics that occur in the grocery store or in a legislative committee room.

Despite the criticism that has come our way, this Board has remained universally committed to one thing: ensuring a stronger, better, more sustainable UVM in the future. I look forward to working with all of you over the next couple of days and in the future to continue to strive toward this goal.

I’d be happy to entertain any questions before we move into Executive Session.
Residency

Policy Statement
The Vermont Legislature has established a lower rate of tuition for students who are Vermont residents. These regulations define eligibility requirements for in-state status classification. All students at The University of Vermont and State Agricultural College (UVM) shall be assigned an in-state or out-of-state status classification consistent with these regulations. The establishment of domicile in Vermont is necessary, but not sufficient, for a student to qualify for in-state status.

Reason for the Policy
To define criteria for in-state residency status of students in accordance with Vermont Statute (Title 16, Chapter 75 p. 2282).

Strategic Direction
This policy supports the following goal in the University’s Strategic Plan: http://www.uvm.edu/president/strategic_planning/Strategic%20Plan%202009-2013.pdf

- Student Experience: Provide a distinctive university experience that prepares students for success as accountable leaders in the 21st century.

Applicability of the Policy
This policy applies to all University of Vermont students.
Policy Elaboration

In-State Classification Rules

1. Domicile shall mean a person's true, fixed, and permanent home. It is the place at which one intends to remain indefinitely and to which one intends to return when absent.
2. In addition to establishing domicile, an in-state status applicant must reside in Vermont continuously for one full year prior to the semester for which in-state status is sought.
3. A residence or domicile established for the purpose of attending UVM shall not qualify a student for in-state status.
4. An in-state status applicant who applies for admission or registers for class within one year of first moving to the state shall have created a rebuttable presumption that residency in Vermont is for the purpose of attending UVM and/or acquiring in-state status for tuition purposes.
5. A domicile or residency classification assigned by a public or private authority other than UVM neither qualifies nor disqualifies a student for UVM in-state status. Such classification may be taken into consideration, however, in determining the student's status at UVM.
6. It shall be presumed that a student who has not reached the age of majority (18) holds the domicile of his/her parents or legal guardian(s).
7. Receipt of financial support by a student from his/her family shall create a rebuttable presumption that the student's domicile is with his/her family, regardless of whether the student has reached the age of 18.
8. A student who has not reached the age of 18 whose parents are legally separated or divorced shall be rebuttably presumed to hold the domicile of the parent with legal custody.
9. A student of parents legally separated or divorced may be granted in-state status if a noncustodial or joint custodial parent is domiciled in Vermont and has contributed more than 50 percent of financial support for at least one year prior to the semester for which in-state status is sought.
10. The burden of proof as to eligibility for in-state status rests with the student. Eligibility must be established by clear and convincing evidence.

Residency Rules for Members of the Armed Forces and Their Family Members - In compliance with the Higher Education Opportunity Act, the following rules and definitions apply for members of the armed forces, their spouses and dependent children:

1. A member of the armed forces who is on active duty for a period of more than 30 days and whose domicile or permanent duty station is in Vermont, or his or her spouse or dependent children, will be charged tuition at the in-state rate.
2. The member of the armed forces or his or her family member eligible for in-state tuition under this paragraph will continue to be eligible for in-state tuition as long as the individual is continuously enrolled, even if there is a subsequent change in the permanent duty station of the member to a location outside of the State of Vermont.

3. For purposes of this Rule for members of the armed forces the following definitions apply:
   a. “Armed Forces” means the Army, Navy, Air Force, Marine Corps, and Coast Guard.
   b. “Active duty for a period of more than 30 days” means active duty under a call or order that does not specify a period of 30 days or less.
   c. “Active duty” means full-time duty in the active military service of the United States and includes full-time training duty, annual training duty, and attendance, while in the active military service, at a school designated as a service school by law or by the Secretary of the military department concerned. Such term does not include full-time National Guard duty.

Definitions

In-state status: eligible for Vermont resident tuition rate

Procedures

In-State Status Classification Documentation:
   1. The student must submit with the Application for In-State Status all relevant information.
   2. The classification decision shall be made by the Residency Officer based upon information furnished by the student, information requested of the student, and other relevant information available consistent with University policies and procedures and legal guidelines.
   3. Additional documents and/or verification may be requested.
   4. The student's failure to produce information requested may adversely affect the decision for in-state status.
   5. A student or others furnishing information may request the deletion of irrelevant private data from documents.
   6. A determination of in-state status is valid only if a student actually enrolls for the semester in question. If a student does not enroll, they must submit a new and timely Application for In-State Status for subsequent semesters.

Appeal of In-State Status Classification:
The decision of the Residency Officer must be appealed in writing to the Residency Appellate Officer within thirty (30) calendar days of the date of the Residency Officer's written decision. Appeal to the Residency Appellate Officer is the final internal appeal at UVM.

In-State Status Reclassification:
   1. A student who does not qualify for in-state status classification may reapply for such classification once each semester by submitting the Application for In-State Status to the Residency Officer.
2. In-state status reclassification becomes effective for the semester for which the successful application was made, provided that the Application for In-State Status was received on or before the last day to add/drop classes for that semester. An application may be submitted as early as 75 days in advance of the first day of classes for a semester. Approved residency reclassification will not be applied retroactively to previous terms.

Re-Examination of Classification Status:
Classification status may be re-examined upon the initiative of the Residency Officer in the exercise of sound discretion. Circumstances such as periodic enrollment may be cause for re-examination.

**Forms**

Application for In-State Status
http://www.uvm.edu/~rgweb/forms/download/app_in_state.pdf
Contacts
Questions related to the daily operational interpretation of this policy should be directed to:
Residency Officer
Registrar@uvm.edu
802-656-8515

Residency Appellate Officer
Residency.Appeals@uvm.edu
802-656-1394

The Senior Vice President and Provost is the official responsible for the interpretation and administration of this policy.

Related Documents / Policies
None

Effective Date
Approved by:

__________________   Interim President   ___________
John Bramley   Date