

**THE UNIVERSITY OF VERMONT AND STATE AGRICULTURAL COLLEGE
BOARD OF TRUSTEES**

EXECUTIVE COMMITTEE

Members: Chair Cynthia Barnhart, Vice Chair Don McCree, Secretary Catherine Toll, Frank Cioffi, John Dineen, Stephanie Jerome, Kristina Pisanelli, Patricia Prelock, and Shap Smith

Representatives: Faculty Representative Tom Borchert, Foundation Representative Monica Delisa, Staff Representative Monika Donlevy, Student Representative Kennedy Connors, and Graduate Student Representative Cara Simone

Monday, April 14, 2025

1:00 p.m. – 2:30 p.m.

Memorial Lounge 338 Waterman Building

Public access to the meeting is available at
<https://go.uvm.edu/bot-executive-committee-04-14>

AGENDA

	Item	Enclosure/ Exemption	Discussion Leader(s)	Time
	Call to order			*1:00 p.m.
1.	Approval of November 18, 2024 minutes	Attachment 1	Cynthia Barnhart	1:00-1:02
2.	Chair's remarks		Cynthia Barnhart	1:02-1:07
3.	Acting Provost's remarks		Linda Schadler	1:07-1:12
4.	Action items: <ul style="list-style-type: none">• Resolution approving extension of the voluntary payment for services letter agreement with the City of Burlington• Resolution authorizing a lease agreement with Appletree Bay Physical Therapy• Resolution approving contract with Philips Healthcare• Resolution approving contract with Steris Corporation	Attachment 2	Richard Cate	1:12-1:30

	<ul style="list-style-type: none"> • Resolution approving contract with University Health Plans • Resolution approving contract with D&H Distributing Company • Resolution ratifying contract for university dining services 			
5.	Faculty Senate President's report		Tom Borchert	1:30-1:35
	Motion to enter executive session**			
6.	Collective bargaining updates	Labor relations agreements	Chris Lehman	1:35-1:50
7.	Transition issues	Personnel	Sharon Reich Paulsen	1:50-2:20
	Motion to go out of executive session			
8.	Other business <ul style="list-style-type: none"> • Resolution authorizing negotiation of collective bargaining agreements 	Separate distribution	Cynthia Barnhart	2:20-2:30
	Motion to adjourn			2:30 p.m.

* Time is approximate.

** The Chair will entertain a motion to enter into executive session for the purpose of discussing labor relation agreements and personnel matters. Action is anticipated following.

Executive Committee - Executive Summary
Monday, April 14, 2025

Prepared by: Cynthia Barnhart, Chair

The committee will convene to consider the action items listed below. Time is reserved at the end of the meeting for executive session to discuss labor relation agreements and personnel matters. Action is anticipated following.

ACTION ITEMS

Approval of previous minutes

The minutes for the November 18, 2024, meeting are included as **attachment 1**.

Action: Motion to approve the minutes.

Resolution approving extension of the voluntary payment for services letter agreement with the City of Burlington

The Committee will be asked to consider a one-year extension of the letter of agreement with the City of Burlington for voluntary payment for services subject to the same terms and conditions and for a total payment not to exceed \$1,540,000. (2% increase from current year).

Payment to the City is intended to cover any and all impacts UVM personnel, students, and operations may have upon the City and any associated services, including, but not limited to police and fire services, and resources the City or its agent render to UVM and its community.

Action. Authorization to negotiate and execute an extension to the voluntary payment for services letter agreement with the City of Burlington. **Attachment 2**

Resolution authorizing a lease agreement with Appletree Bay Physical Therapy

The University wishes to enter into a lease agreement with Appletree Bay Physical Therapy to allow the leasing of office space located at 1205 North Avenue, Burlington, Vermont for up to 25-years not to exceed market rate. This lease term is consistent with a requirement in the gift agreement related to the acquisition of 1205 North Avenue by UVM.

Approval is being requested for a 25-year lease agreement term with Appletree Bay Physical Therapy. The revenue associated with the lease will be escalated annually not to exceed market rate, as required by the gift agreement, and collected to offset actual expenses.

Action. Approval of resolution authorizing a lease agreement with Appletree Bay Physical Therapy. **Attachment 2**

Resolution approving contract with Philips Healthcare

The Larner College of Medicine (LCOM) is requesting approval to purchase a new MR7700 3.0T Magnetic Resonance Imaging (MRI) system, software subscription, and a 15-year maintenance service contract.

The MR 7700 is the premier 3.0T system in the Philips portfolio. The MRI system and software subscription over the 10-year cost would total \$1,549,923 and would be covered by LCOM funds beginning May 1, 2025, through April 30, 2035.

The 15-year maintenance service agreement costs would total \$2,961,330 and be reimbursed by UVM Health Network via a separate agreement beginning May 1, 2025, through April 30, 2040.

The Larner College of Medicine is requesting approval to contract with Philips Healthcare beginning May 1, 2025, through April 30, 2040, in an amount not to exceed \$4,600,000.

Action. Resolution approving contracts with Philips Healthcare for MRI equipment, software subscription and maintenance services agreement. **Attachment 2**

Resolution approving contract with Steris Corporation

Instrumentation Tech Services (ITS) provides healthcare technology management services for client facilities in Vermont, New Hampshire and New York for maintenance management services with Steris products.

Steris Corporation provides an Equipment Maintenance Management Program for managing preventive maintenance and repair services for hospital sterilizers, operating room lights, operating room tables, as well as other medical equipment. ITS manages over 300 Steris devices at their 35+ client facilities and hospitals. By establishing a group contract with Steris, ITS is able to reduce the overall cost of maintenance on these devices to their clients.

Additional equipment and locations are added and removed from year-to-year fluctuating costs. The contract costs are recovered by fees collected from the hospitals that own the equipment. Steris proposed an average 4.5% annual price increase over the contract.

ITS is requesting approval of a four-year contract term beginning July 1, 2025, through June 30, 2029, in an amount not to exceed \$5,500,000.

Action. Resolution approving four-year contract for maintenance management services with Steris Corporation. **Attachment 2**

Resolution approving contract with University Health Plans

Risk Management requested bid proposals with UVM's Insurance Broker, University Health Plans, to seek an insurance carrier for basic accident and sickness insurance for students. After evaluation of the responses by the Center for Health and Wellbeing and Risk Management, University Health Plans via Wellfleet Insurance is the selected carrier. This vendor provides an 80/20 coinsurance plan for a premium of \$4,941 per student in AY 26. The contract will begin August 1, 2025, and run through July 31, 2026, for an aggregate amount not to exceed \$8,400,000.

The premium cost per student increased 14.1% from last year's pricing with the same carrier Wellfleet. Insurance premiums are paid by the students.

Action. Resolution approving contract with University Health Plans for student health insurance through July 31, 2026. **Attachment 2**

Resolution approving contract with D&H Distributing Company

In 2023, Apple Incorporated announced changes in how college purchases would be made through a wholesale distributor rather than direct through Apple. The UVM Bookstore is requesting contract approval to partner with D&H Distributing Company (D&H) for the purchase of Apple desktop and laptop computers for resale to students, university departments, and individual faculty and staff members. The UVM Bookstore also provides technical support services on Apple products.

The contract averages \$2,500,000 per year, driven and based on customer demand.

The UVM Bookstore is requesting approval with D&H Distributing Company for the purchase of Apple computers and related equipment for resale beginning May 1, 2025 through April 30, 2030, in an amount not to exceed \$12,500,000.

Action. Resolution approving five-year contract with D&H Distributors for the purchase of Apple computers and related equipment for resale. **Attachment 2**

Resolution ratifying contract for university dining services

RFP # 06-08-25 for university dining services was issued on September 9, 2024. Four vendors expressed interest and toured campus through first round interviews. Two vendors submitted bid proposals, Sodexo and Harvest Table. After a thorough evaluation, Sodexo was the selected vendor for the 10-year contract with a projected 3.5% annual escalation on student meal plans, beginning July 1, 2025, with an estimated total cost of \$280,000,000 for the contract term.

Action. Resolution ratifying university dining services contract with Sodexo.
Attachment 2

INFORMATIONAL UPDATES

Faculty Senate President's report – time is reserved for Faculty Senate President Tom Borchert to offer a brief report.

OTHER BUSINESS

Following executive session discussions it is anticipated that the committee will consider a resolution related to collective bargaining agreements. **Separate distribution**

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

The Executive Committee of the Board of Trustees of the University of Vermont and State Agricultural College held a meeting on Monday, November 18, 2024, at 1:00 p.m., in Memorial Lounge, 338 Waterman Building, via remote conferencing.

MEMBERS PRESENT: Chair Ron Lumbra, Vice Chair Cynthia Barnhart, Frank Cioffi, Carolyn Dwyer, Patricia Prelock, Don McCree, and Shap Smith

MEMBERS ABSENT: Secretary Catherine Toll

REPRESENTATIVES PRESENT: Faculty Senate Representative Tom Borchert, Staff Council Representative Monika Donlevy, Graduate Student Senate Representative Cara Simone, and Foundation Representative Monica Delisa

REPRESENTATIVES ABSENT: Student Government Association Representative Mahder Teferra

PERSONS ALSO PARTICIPATING: Trustee Kristina Pisanelli, Acting Provost Linda Schadler, Vice President for Finance & Administration Richard Cate, Deputy General Counsel, John Collins, and Chief of Staff to the President Jonathan D'Amore

Chair Ron Lumbra called the meeting to order at 1:02 p.m.

Approval of minutes

Chair Lumbra entertained a motion to approve the minutes from the September 16, 2024, meeting. The motion was made, seconded, and it was voted to approve the minutes as presented.

Chair's remarks

Chair Lumbra offered a brief update on the presidential search process. He reported that the Presidential Search Advisory Committee met with Isaacson, Miller on Friday, November 15th and discussed prospective candidates. The current list includes approximately twenty robust candidates while the firm continues to identify additional prospective candidates with the goal of a total of approximately thirty. The Search Advisory Committee is next scheduled to meet with Isaacson, Miller on December 13th to refine the candidate list and initial interviews are anticipated in January. He concluded by noting that the pool of candidates is consistent with the UVM community feedback regarding desired skillset and

leadership qualities sought in the next president. Vice Chair Cynthia Barnhart added that she is impressed by the pool of candidates identified thus far.

Interim President's remarks

Interim President Patricia Prelock shared the following updates: she noted with excitement the two America East athletic championships won by UVM teams, field hockey and men's soccer. She shared the possibility that the men's soccer team would host an NCAA tournament game at Virtue Field later in the week.

She updated the committee about commencement planning, following the presentation Senior Coordinator, Presidential Events and Protocol Kelly O'Malley made at the October meeting, sharing that that graduating seniors in the Class of 2025 have been surveyed about their expectations and desires for commencement, and that further planning and adjustments will be communicated to the Board and the community soon.

She also shared that the Interfaith Center has hosted successful Interfaith Shabbat dinners the last two Fridays with students of multiple faiths attending.

Finally, she introduced the Catamount Counseling Collaborative for Rural Schools, which is a new UVM initiative that hopes to address the shortage of mental health professionals available to support the state's youth. The program plans to train and place 52 school counselors, social workers and mental health clinicians in rural schools throughout Vermont for the next five years, and it is funded by a \$3.8 million grant from the U.S. Department of Education. Through the program, UVM graduate students should contribute at least 25,000 clinical hours annually to support rural communities.

Resolution approving an additional meal plan rate for fiscal year 2026

Deputy General Counsel John Collins reported that last year, the Division of Student Affairs piloted a voluntary All Access Plus meal plan. This plan was inadvertently omitted from the list of meal plans presented to the Board for approval last month. The administration is asking the Executive Committee to approve this additional rate for FY 2026.

The following resolution was presented for approval:

Resolution approving an additional meal plan rate for fiscal year 2026

BE IT RESOLVED, that the Executive Committee hereby approves an additional meal plan rate for the 2025-2026 academic year as follows:

All Access Plus Plan \$5,146

A motion was made, seconded and the resolution was unanimously approved as presented.

Vice President for Finance & Administration report

Chair Lumbra directed committee members to attachment 3 in the meeting materials. Per the Board's delegation and retention of authority resolution, Vice President Cate is notifying the committee of a change in a previously approved Board contract. In June of this year, a five-year renewal contract with StarRez Incorporated for student housing management software was approved with an annual 5% escalation. However, during contract negotiations, the final annual increase agreed upon by the vendor was 6.8%.

Faculty Senate President's report

Faculty Senate President Tom Borchert thanked Chair Lumbra for the opportunity to address the committee and offered comments on the following two topics:

- **Faculty Senate leadership transition** – he shared the faculty have chosen a President-elect to the Faculty Senate and that he will be succeeded in this role by Abigail McGowan, a professor in the History Department. Professor McGowan also served as an Associate Dean for the College of Arts and Sciences for nine years. She will assume the role of President-elect in the spring, and starting on July 1, 2025, she will assume the role of President.
- **Active enrollment for university-wide benefits** – as has been reported to the Board, the university has initiated an active enrollment and is now requiring everyone to register each year for their benefits. He acknowledged that Interim President Patty Prelock and Acting Provost Linda Schader reported this to the Faculty Senate Executive Council in mid-October, and the Acting Provost announced it at the October Faculty Senate meeting. He also observed that the University Benefits Council, which includes a representative from both the Faculty Senate and the faculty union. He opined that while there are some good reasons for initiating this process, such as enabling a broader range of health care options and requiring that people revisit their benefit selections when their lives have changed, the broader faculty were taken by surprise by the switch to active enrollment and the way the timing intersected with negotiations between the administration and various unions at UVM. He shared that from his communications with members of the faculty, United Academics felt that they were given insufficient time to respond to a memorandum of

understanding brought to the table regarding health insurance options. Their response was a grievance, complicating the negotiation process. He concluded by noting these concerns have been shared with the president and provost and that they have had good conversations. His intent in offering an update today is to make the committee aware of the continued fraught nature of the atmosphere on campus.

Staff Council President Monika Donlevy shared that she has heard from staff who also felt there was a short amount of time to review and understand the changes in benefit options.

Chair Lumbra asked Faculty Senate President Borchert what could have been done differently to which he responded the roll-out of the new initiative could have occurred earlier and more effectively across the entire campus.

Executive Session

At 1:20 p.m., Chair Lumbra entertained a motion to go into executive session to discuss labor relations agreements. He noted the session is expected to last approximately 15 minutes and action is anticipated following.

Everyone was excused from the meeting except for Trustees, Acting Provost Linda Schadler, Deputy General Counsel, John Collins, Vice President for Finance & Administration Richard Cate, Chief of Staff to the President Jonathan D'Amore, and Trustee Coordinator Corinne Thompson.

The meeting was re-opened to the public at 1:38 p.m.

Other business

Chair Lumbra introduced the following resolution:

Resolution authorizing negotiation of collective bargaining agreement

BE IT RESOLVED, that the Executive Committee authorizes the administration to proceed with collective bargaining agreement negotiations on the material terms reported on this date.

A motion was made, seconded, and the resolution was unanimously approved.

Adjournment

There being no further business, the meeting was adjourned at 1:39 p.m.

Respectfully submitted,

Ron Lumbra, Chair

DRAFT

EXECUTIVE COMMITTEE

April 14, 2025

Resolution approving extension of the voluntary payment for services letter agreement with the City of Burlington

WHEREAS, on September 8, 2007, the Board of Trustees authorized the administration to enter into a letter agreement with the City of Burlington regarding a voluntary payment for services; and

WHEREAS, the Board has since then approved extensions of the voluntary payment for services letter agreement; and

WHEREAS, the current Letter of Agreement (“the Agreement”) for the voluntary payment of services, as extended in June of 2022, is set to expire on June 30, 2025.

THEREFORE, BE IT RESOLVED, that the Board of Trustees hereby approves extension of the Agreement for an additional one year period on the same terms and conditions, expiring on June 30, 2026, with a total payment to the City in the aggregate not to exceed \$1,540,000. for the one year extension term of the agreement, and authorizes the Vice President for Finance and Administration, or his successor or designee, to negotiate and execute an amendment to the Agreement to so extend its term.

Resolution authorizing a lease agreement with Appletree Bay Physical Therapy

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to negotiate and execute a 25-year lease agreement with Appletree Bay Physical Therapy for use of a portion of University property located at 1205 North Avenue, Burlington, Vermont, subject to material terms and conditions reported on this date.

Resolution approving contract with Philips Healthcare

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into contracts with Philips Healthcare for the purchase of MRI equipment, software subscription and maintenance services beginning May 1, 2025 through April 30, 2040, in an amount not to exceed \$4,600,000.

Resolution approving contract with Steris Corporation

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to execute contracts with Steris Corporation for maintenance management services beginning July 1, 2025 through June 30, 2029, in an amount not to exceed \$5,500,000.

Resolution approving contract with University Health Plans

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into a contract with University Health Plans, Incorporated for student health insurance beginning August 1, 2025 through July 31, 2026, for an amount not to exceed \$8,400,000.

Resolution approving contract with D&H Distributing Company

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to contract with D&H Distributing Company for the purchase of Apple computers and related equipment for resale beginning May 1, 2025 through April 30, 2030, in an amount not to exceed \$12,500,000.

Resolution ratifying contract for university dining services

BE IT RESOLVED, that the Board of Trustees hereby ratifies the university dining services contract with Sodexo, which was approved by the Vice President for Finance and Administration on March 3, 2025, in consultation with the Vice Provost for Student Affairs. The contract projected cost of \$280,000,000 will commence July 1, 2025, through June 30, 2032, with three one-year renewal options.