

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

A meeting of the Committee of the Whole of the University of Vermont and State Agricultural College Board of Trustees was held on Friday, October 17, 2025, at 8:30 a.m., in the Silver Maple Ballroom (401), Dudley H. Davis Center.

MEMBERS PRESENT: Chair Cynthia Barnhart, Vice Chair Donald McCree, Secretary Catherine Toll, John Bartholomew, Scott Beck, Susan Brengle, Frank Cioffi¹, Matt Devost, John Dineen, Jodi Goldstein², Jennifer Ha, McKenzie Hart, Stephanie Jerome, Ed Pagano, Kristina Pisaneli², Lucy Rogers, Shap Smith, Tristan Toleno², and President Marlene Tromp

MEMBERS ABSENT: R. Stanton Dodge, Ron Lumbra, Jason Maulucci, Carol Ode, Monique Priestly, and Governor Phil Scott

ALSO PARTICIPATING: Student Government Association President Kennedy Connors, Faculty Senate President Abigail McGowan, Staff Council President Jennifer Jorgenson, UVM Foundation Interim President and CEO Kathleen Kelleher, and Rubenstein School of Environment & Natural Resources Dean Peter Newman

¹Joined the meeting at 9:02 a.m.

²Joined the meeting via remote conferencing

Chair Cindy Barnhart called the meeting to order at 8:31 a.m.

Approval of minutes

Chair Barnhart presented the May 16, 2025, meeting minutes for approval. A motion was made, seconded and voted to approve the minutes as presented.

Chair's report (see full report appended, beginning on page 9)

President's report

President Marlene Tromp reported that she entered her role with significant input from leaders of the colleges, schools, and divisions as well as helpful information from other constituents from across campus to help her understand the potential of the university moving forward nationally. Using that information along with a close study of the president's position profile, the university's website and marketing materials, social media produced by UVM affiliates, and other forms of

inputs, President Tromp drafted an outline of where the UVM community saw opportunities and challenges. She shared that information with senior leadership and trustees and continued to refine the outline over the first few months. As a result, a Strategic Planning Committee was appointed, led by the College of Education and Social Services Dean Katie Shepherd and with broad representation from the campus community. The committee is hosting dozens of listening sessions for various groups in the university community to share their insights and perspectives. The expectation is that the committee will provide a complete draft later this semester; and after further refinement and review, a plan will be brought to the Board for approval at the February 2026 meeting. The plan will lay out high-level goals, identify tactics to achieve those goals, and metrics to measure success which in turn will build momentum and energy for the university's efforts, and will align with a philanthropic campaign plan to be developed in time. The President concluded her report by expressing her excitement of the possibilities for the future of the university.

Governance leaders' reports

Chair Barnhart invited constituent group leaders to share important, strategic initiatives on which they are working.

- Student Government Association (SGA) President Kennedy Connors reminded the trustees that at the May Board meeting she shared the SGA's three senate-wide goals for their year-long session. These include expanding student support amidst the current political climate, leading sexual violence prevention initiatives at UVM, and reforming internal student government operations to engage more directly with students. SGA President Connors reported that significant progress has been made on these goals and highlighted a few examples including: partnering with the CARE (Connect, Assess, Refer, Engage) Team at UVM and other university clubs to bring support directly to students in the SGA Galaxy Space; establishing the Federal Actions Committee to address student concerns; and working with the Office of Equal Opportunity to provide care packages to those involved in the Title IX process. The SGA has also implemented accountability cards, reinstated their operational documents, and created a semester calendar available to the student body. In concluding her report, SGA President Connors reported that the SGA has heard ongoing concerns from students about the infrastructures of residential, athletic, and student spaces, and in response, the SGA is helping to advocate for the development of these spaces as this impacts all students.
- Faculty Senate President Abigail McGowan presented an overview of the work of the Faculty Senate as both continuing in established forms (setting policy in

core areas like curriculum, graduation requirements, professional standards, and academic freedom), and new in a variety of ways (advising and participating in the formulation of policy on other matters, including institutional priorities and academic organization). As examples, she cited the faculty's contribution to the strategic planning process currently underway and in conversations about data governance, AI initiatives, and efficiencies on campus.

Faculty Senate President McGowan acknowledged that in the current climate, universities are navigating new levels of government intervention into academic appointments and policies. Nationally, faculty are seen as problems and that context means that the everyday work of faculty in UVM's key shared governance body, the Faculty Senate, does not feel fully normal right now. She added that part of the role of the Senate, in this moment, is to help navigate through both disagreements and changes, to focus on hearing and honoring each other and engaging across differences. She recognized there are great challenges at UVM and in higher education, and at the same time, there are great opportunities to innovate, improve and imagine. She concluded her report by stating that the Senate looks forward to partnering with the trustees and the administration to navigate UVM's path forward.

- Staff Council President Jennifer Jorgenson reported on several key goals council leadership is focusing on including: advocating for inclusive policies and initiatives that amplify underrepresented staff voices, including extension and remote staff; strengthening collaboration with the staff union through respectful and clear communication; and elevating staff voices in university decision-making to ensure staff are heard, valued, and supported. Staff Council President Jorgenson then reported on the targeted goals for this year for Staff Council committees including engaging off-campus and remote staff in social events, responding to the Occupation Environment survey results and inviting the new UVM Chief Financial Officer to future Compensation, Benefits & Budget Committee meetings. Staff Council President Jorgenson concluded by noting the Council remains focused on practical, inclusive initiatives that promote staff well-being, recognition, professional development, and engagement.

UVM Foundation President & CEO report

UVM Foundation Interim President & CEO Kathleen Kelleher reported that in FY 2025, the Foundation raised \$60.3M, falling \$19.7M short of their \$80M goal. A key factor was the two largest solicitations were not successfully closed. However, this year the Foundation is back on track working on continued support from both donors. In contrast, the FY 2025 receipt figure of \$59.4M represents the Foundation's second best-ever year after FY 2022 when the bulk of Dr. Robert

Larner's estate commitment was realized. The Foundation's top priority is to fulfill and surpass the FY 2026 goal to raise \$75M. To date, almost \$25M has been raised well in advance of the \$8.2M progress-to-date in FY 2025. In terms of receipts, the Foundation is ahead of last year at this time: \$17.4M to date as compared to \$9.5M last year. Interim President and CEO Kelleher shared a few highlights of recent giving by donors Dr. George Bemis '60, Richard Barrett '66 and the Barrett Foundation, Richard Levy Friend, Fred 'Chico' Lager '75 and Dr. Yvette Pigeon, Ed.D. '99, Ron Nadel '59 MD '63, and the Schmidt Family Foundation's 11th Hour Project.

Interim President and CEO Kelleher reported that at the UVM Foundation's fall Board meeting in September, Board Chair and past Trustee Rob Brennan announced that the total UVM endowment had crossed \$1 billion for the first time ever. Since it was launched in 2021, the Foundation has received \$435M in contributions, the endowment has had a \$572M investment return and made distributions in support of the people and programs at UVM totaling \$322M.

Interim President and CEO Kelleher announced two additional fundraising priorities for this year: Research Resilience Fundraising Initiative and the Legacy Giving Program. She also noted that Dr. Tromp has had a busy travel schedule since becoming UVM's 28th president in July meeting with top donors and volunteers in Vermont and around the country.

In concluding her report, Interim President and CEO Kelleher reported that the Foundation team is planning for the University's fourth comprehensive campaign and that the UVM Foundation Board Chair is completing recruitment of a search firm and once in place the process is anticipated to move at a brisk pace to recruit a dynamic, innovative, and strategic Foundation President and CEO.

The Rubenstein School of Environment & Natural Resources presentation

Rubenstein School of Environment & Natural Resources (RSENR) Dean Peter Newman began his presentation with an overview of the School. RSENR focuses on education, research, and solutions for environmental challenges and community engagement. RSENR was established in 1973 as the School of Natural Resources at UVM and became the first named endowed academic unit in 2003, named after Steve Rubenstein '61 and Beverly Rubenstein. Currently the School has 1,285 undergraduates, 114 graduate students, 17 post-doctoral associates, and 59 tenure-track faculty. The School offers five undergraduate majors, four graduate programs, and five undergraduate minors.

Dean Newman reported that this is an important and challenging time for Land Grant Universities. Current challenges include climate change, socio-ecological

complexities, challenging political conditions with fiscal uncertainty, and low public confidence in government and higher education. There is increasing reliance on tuition due to stagnant public funding and declining traditional-aged college students; however, public confidence in higher education is slowly improving. The School's curriculum and hands-on learning opportunities result in high retention rates and highly skilled graduates through implementing high-touch, best practices for student support, cohort building from day one, collaborative assignments, undergraduate research and internships, diversity/global learning, service learning and community-based learning, and capstone courses and projects.

Dean Newman reported that undergraduate enrollment increased 107% since 2015, particularly in the sustainability, ecology, and policy programs. The yield rate remains one of the highest at UVM at 24% for first-time first-year students. Total graduate enrollment and PhDs have remained steady. New distance-learning programs have increased accessibility and diversity of RSENR graduate offerings. Regarding research growth, extramural funding increased by 277% since 2015, with a total of \$15,782,757 in 2025.

Dean Newman concluded his presentation by sharing initiatives going forward, including continued refinement of the organizational structure and development of new strategies for undergraduate/graduate programs (2025-2026), enhance strategic fundraising and increase RSENR impact in the state and beyond (2027-2030), and the aspirational goal of two new state-of-the-art facilities (2030-2035).

At 10:00 a.m., Chair Barnhart called for a recess.

The meeting reconvened at 3:00 p.m.

MEMBERS PRESENT: Chair Cynthia Barnhart, Vice Chair Donald McCree, Secretary Catherine Toll, John Bartholomew, Scott Beck, Susan Brengle, Frank Cioffi, Matt Devost, John Dineen, Jodi Goldstein, Jennifer Ha, McKenzie Hart, Stephanie Jerome, Ed Pagano, Kristina Pisanelli¹, Lucy Rogers, Shap Smith, Tristan Toleno¹, and President Marlene Tromp

MEMBERS ABSENT: R. Stanton Dodge, Ron Lumbra, Jason Maulucci, Carol Ode, Monique Priestly, and Governor Phil Scott

ALSO PARTICIPATING: Director of Compliance Services and Chief Privacy Officer Tessa Lucey, Vice President for Enrollment Management Jay Jacobs, Vice President for Legal Affairs & General Counsel Sharon Reich Paulsen, and College of Education and Social Services Katharine Shepherd

¹Joined the meeting via remote conferencing

Biennial Enterprise Risk Management (ERM) report

Director of Compliance Services and Chief Privacy Officer Tessa Lucey presented the 2024 Enterprise Risk Management results noting that every two years a comprehensive assessment is conducted, with a survey administered in the intervening year. Director Lucey reported the program's transition from the traditional static "Heat Map" to the use of interactive dashboards, which allow responsible officials to monitor, in real time, the status of management response plans, as well as more effectively incorporate controls and mitigation or exploitation plans for identified risks and opportunities. She explained that rather than reporting on individual risks and opportunities at each Audit Committee or Board meeting, the responsible officials are now better able to integrate risk and opportunity response plans into existing processes and projects. This embedded approach enhances continuity and strategic alignment.

Director Lucey then presented portfolio risks and opportunities. Identified risks include financial sustainability, risky student behavior, deferred maintenance, and cybersecurity. Other risks involve recruitment and retention, workplace culture, ADA compliance, and emergency preparedness. Opportunities include enhancing workplace safety culture, facility modernization, and expanding non-traditional markets. Other opportunities focus on inclusive excellence, R1 status, and global growth.

Catamount Run in South Burlington

Vice President for Legal Affairs & General Counsel Sharon Reich Paulsen and Vice President for Enrollment Management Jay Jacobs provided an update on Catamount Run, a private/public partnership involving UVM and the Snyder-Braverman Development Company. Located in South Burlington's City Center this partnership has created housing opportunities for UVM faculty and staff, graduate students, and upper classmen. Green Mountain Transit provides bus routes available every 15 minutes to UVM and the UVM Medical Center. The layout and design of the Catamount Run development includes residential spaces tailored for the university community.

Vice President Jacobs reported that in order to make the area feel like UVM and to create a strong sense of place and visual identity, the university is working to produce and install branded window graphics that incorporate Catamount Run's (and by virtue, UVM's) logo elements and color palette into high-impact, externally viewable visual spaces. Current work has targeted 10 high-traffic spaces to include

modern, clean, frosted window graphics, including 8 residential entrances along Market and Garden Streets, and parking areas; and 2 corner vacant retail spaces located at busy intersections. This approach transforms building exteriors into brand touchpoints, creating an immediate and recognizable connection to the university, enhancing the work in marketing housing opportunities in this distinct area, and aiding in treating this area as a satellite campus to main campus.

Next steps include aligning the website with the branding foundation established for Catamount Run, planning for digital screen placements within the building, integrating messaging from university partners into the building spaces, and exploring additional environmental branding opportunities.

Strategic planning progress report

President Marlene Tromp introduced College of Education and Social Services Dean Katharine Shepherd who provided a comprehensive presentation on the progress of the strategic planning process. On September 19th, President Tromp charged the Strategic Planning Committee with gathering community perspectives and developing a vision for UVM's future. The process emphasizes transparency, trust, and open engagement with diverse stakeholders. Feedback is being collected through various communication methods to foster connections and promote progress. During August and September, the launch phase established foundational structures followed by gathering input from all constituent groups during the months of September – October. During the month of November, input will be synthesized and the strategic goals finalized. The preparation for implementation and approval process will occur December – February.

Over two dozen members serve on the committee with leadership provided by Dean Shepherd, Ian Davis, Enterprise Technology Services, Senior Systems Engineer, and Vicki Gilwee, Larner College of Medicine, Senior Executive Assistant to Dean Richard L. Page, MD. Faculty members of the committee were elected by their colleges. Most staff members were nominated by college leaders comprising a truly representative committee. There are over 45 listening sessions planned, and as of October 16th, 20 sessions have been completed. There are additional feedback opportunities, which can be found on the website:

<https://www.uvm.edu/president/strategic-planning>.

Dean Shepherd explained the structure of the plan which consists of a mission and a vision and four components: pillars/goals, strategies, tactics, and metrics. The mission articulates UVM's purpose and objectives, and the vision delineates the university's strategic outlook for the future. Dean Shepherd explained that the four draft pillars will (1) focus on student belonging, learning, and career goals, (2)

emphasize values-driven research and teaching that address real-world problems, (3) enhance access and partnerships with communities and organization, and (4) improve infrastructure to support community efforts and focus on impactful work.

Dean Shepherd concluded her presentation previewing next steps including a communication and marketing plan that will align with unit-level plans and tactics, and consideration of a 5th pillar. Finally, during November and December, the strategic planning committee will vet the final draft with leadership teams and trustees in advance of seeking approval at the February 6, 2026, Board meeting.

Adjournment

There being no further business, the meeting was adjourned at 3:58 p.m.

Respectfully submitted,

Cynthia Barnhart, Chair

Cynthia Barnhart
UVM Board of Trustees Chair's Report
October 17, 2025

I would like to open my remarks by welcoming Dr. Marlene Tromp to her first full Board meeting and recognize her official installation as UVM's 28th president on September 30th. Over 100 university leaders, scholars and dignitaries from around the nation joined in the celebration of UVM's tradition of excellence. A common theme shared by the various speakers was their enthusiasm for Dr. Tromp's passion, energy and her ability to lead this university at a pivotal time for colleges and universities across the country. I wish to recognize and thank the tireless efforts of Kelly O'Malley and Roya Millard from the Presidential Events team, and Jen Mitiguy and Justin Sell from the University Event Services team, along with their colleagues and many others across campus who made installation events special.

Let me also take a moment to acknowledge the ongoing challenges faced by higher education and express the Board's confidence and gratitude to Dr. Tromp, and her leadership team, for helping the UVM community navigate these uncertain times.

To provide a brief overview of the meeting agenda, this morning trustees will have an opportunity to hear from governance leaders available to be here today and receive a report from the Interim CEO and President of the UVM Foundation. The session will wrap up with a presentation from Peter Newman, Dean of the Rubenstein School of Environment & Natural Resources.

The Budget, Finance & Investment and Educational Policy & Institutional Resources Committees will meet after lunch with agendas coordinated to enable all Board members to join the FY 2027 tuition setting discussion.

The Committee of the Whole will reconvene this afternoon to receive the biennial Enterprise Risk Management report, an update on Catamount Run in South Burlington, and a progress report on strategic planning.

The UVM and Vermont Agricultural College Boards will convene tomorrow morning followed by the Full Board to hear public comments, receive committee reports, and vote on a consent agenda of recommended action items.

I would like to thank governance leaders for the written informational reports included in the meeting materials and encourage all trustees to review reports submitted by the Provost, the Vice President for Finance & Administration, and the Vice President for Research and Economic Development.

Lastly, I would like to recognize Ron Lumbra's departure from the Board after 11 years of service, including five years of outstanding leadership as Board Chair. Included on our consent agenda for approval tomorrow is a resolution recognizing Ron's service on the Board and to the University. Finally, I would like to thank Don McCree for his willingness to serve out the remainder of Ron's term through the end of February 2028.