

**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, April 15, 2019, at 1:00 p.m., in 427A Waterman Building.

**MEMBERS PRESENT:** Chair David Daigle, Vice Chair Ron Lumbra\*, Secretary Curt McCormack, President Thomas Sullivan, Frank Cioffi\*, Carolyn Dwyer\*, Bernard Juskiewicz\*, and Don McCree\*

**MEMBERS ABSENT:** None

**OTHER TRUSTEES PRESENT:** Kevin Christie, David Gringeri, Carole Ode, and Samuel Young

**REPRESENTATIVES PRESENT:** Faculty Representative Cathy Paris, Foundation Representative President & CEO Shane Jacobson\*\*, Staff Council Representative Stephen Lunna, and Student Government Association (SGA) Representative Ethan Foley

**REPRESENTATIVES ABSENT:** Graduate Student Senate Representative Joseph Campbell

**PERSONS ALSO PARTICIPATING:** Vice President for Finance & Treasurer Richard Cate, Vice President for Legal Affairs & General Counsel and Senior Advisor to the President Sharon Reich Paulsen, Vice President for Executive Operations Gary Derr, Vice President for University Relations & Administration Tom Gustafson, Director of Athletics Jeff Schulman, and Director of Capital Planning and Management Robert Vaughan

\*Joined by phone.

\*\*Arrived at 1:15 p.m.

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

### **Approval of Minutes**

Chair Daigle entertained a motion to approve the minutes from the January 7, 2019 and February 22, 2019 meetings. The motion was made, seconded and it was voted to approve the minutes as presented.

### **Opening Remarks**

Chair Daigle provided brief remarks, noting that the University has had a good fiscal year. However, he previewed that next fiscal year may have challenges.

Chair Daigle recognized this as Student Government Association (SGA) President Ethan Foley's

last meeting and thanked him for his campus leadership and Committee service. SGA President Foley expressed his gratitude to the Board and introduced SGA President-Elect Jillian Scannell.

### **President's Report**

President Tom Sullivan acknowledged SGA President-Elect Scannell for recently being named a 2019 Harry S. Truman Scholar. President Sullivan is currently working on his annual report and he noted that this year's report is larger than previous years partly as a result of the volume of UVM student awards received.

### **Approval of Presidential Appointment**

Chair Daigle introduced a resolution approving the appointment of Dr. Suresh Garimella as UVM's 27<sup>th</sup> President effective July 1, 2019.

The following resolution was presented for approval:

#### **Resolution Approving Presidential Appointment**

WHEREAS, on February 22, 2019 the Executive Committee authorized the Chair to negotiate, finalize and execute a letter of appointment and agreement with Dr. Suresh Garimella; and

WHEREAS, those negotiations have successfully been completed;

BE IT RESOLVED, that the Executive Committee unanimously approves the appointment of Suresh Garimella as President of the University, effective July 1, 2019.

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

### **Action Items**

Vice President for Finance and Treasurer Richard Cate introduced a resolution approving contract renewals for plumbing services. He explained that in April 2017, a request for proposals (RFP) was awarded to two local vendors, Ouellette Plumbing and Heating Corporation and A Cooper Mechanical, Incorporated for campus wide plumbing services for a two-year contract with an optional one-year renewal. Physical Plant is requesting to exercise the renewal option. Due to unforeseen emergency projects on campus, for example repair costs for the steam pipes and Torrey Hall fire, the total spend will exceed \$1 million during the renewal period. The current spend to date is \$978,000.

The following resolution was presented for approval:

#### **Resolution Approving Contract Renewals for Plumbing Services**

BE IT RESOLVED, that the Vice President for Finance and Treasurer, or his successor or designee, is hereby authorized to execute renewal contracts for plumbing services with Ouellette Plumbing and Heating Corporation and A Cooper Mechanical, Incorporated.

Each contract term began April 10, 2017 and with the extension will run through April 9, 2020, in an aggregate amount since inception not to exceed \$1,500,000 for the two contractors.

Vice President Cate next introduced a resolution approving contract renewals for site work services. He stated that in March 2017, an RFP was awarded to three local vendors, BAB Excavating, Incorporated, All Seasons Excavating & Landscaping, Incorporated, and A Marcelino and Company for site work contracting services on miscellaneous construction work including renovations, emergency work and maintenance on campus for a two-year contract with an optional one-year renewal. Physical Plant is requesting to exercise the renewal option. Due to extra projects on campus, for example steam pipes repairs, sidewalks/parking lots and catch basins repairs, the total spend will exceed \$1 million during the renewal period. The current spend to date is \$878,000.

The following resolution was presented for approval:

**Resolution Approving Contract Renewals for Site Work Services**

BE IT RESOLVED, that the Vice President for Finance and Treasurer, or his successor or designee, is hereby authorized to execute renewal contracts for site work services with BAB Excavating, Incorporated, All Seasons Excavating & Landscaping, Incorporated, and A Marcelino and Company. Each contract term began June 1, 2017 and with the renewal will extend from June 1, 2019 through May 31, 2020, in an amount not to exceed \$1,500,000 in aggregate from inception for all three contractors.

Vice President Cate moved on to introduce a resolution approving contracts with Steris Corporation. He explained that Technical Services Partnership (TSP) provides healthcare technology management services for client facilities in Vermont, New Hampshire and New York. Steris Corporation provides preventive maintenance and repair services for hospital sterilizers, operating room lights, operating room tables, as well as other medical equipment. TSP manages over 276 Steris devices at their 35+ client facilities. Over the last 3 years, TSP expanded their services to include five additional hospitals. By establishing a group contract, TSP is able to reduce the overall cost of maintenance on these devices to their clients. The cost of this contract is recovered by fees collected from the hospitals that own the equipment.

The following resolution was presented for approval:

**Resolution Approving Contracts with Steris Corporation**

BE IT RESOLVED, that the Vice President for Finance and Treasurer, or his successor or designee, is hereby authorized to execute contracts with Steris Corporation for maintenance management services beginning July 1, 2019 through June 30, 2020, with four optional one-year renewals in an aggregate amount not to exceed \$5,000,000.

Next, Vice President Cate introduced a resolution approving a contract with University Health Plans. He highlighted that in the spring of 2018, Risk Management & Safety 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 final evaluation of the three bid responses by the Center for Health and Wellbeing and Risk Management, University Health Plans via Commercial Casualty Insurance Company was the selected carrier. This vendor provides a 90/10 coinsurance plan for a premium of \$2,546 per student. The premium cost per student matches last year's prices with the same insurance carrier, which is based out of Massachusetts.

Trustee Carole Ode asked if the insurance plans cover mental health to which Vice President Cate affirmed.

The following resolution was presented for approval:

**Resolution Approving Contract with University Health Plans**

BE IT RESOLVED, that the Vice President for Finance and Treasurer, or his successor or designee, in consultation with the Director of Health and Wellbeing, and the Director of Risk Management & Safety, is hereby authorized to enter into a contract with University Health Plans, Incorporated for student health insurance beginning August 1, 2019 through July 31, 2020, with a one-year renewal option, for an amount not to exceed \$12,000,000 in aggregate.

Finally, Vice President Cate introduced a resolution authorizing the execution of individual lease amendments in connection with leases with the University of Vermont Medical Center for the Clinical Research Center, Trauma Coagulopathy Research Program, Center for Medical Imaging Research, and Dana Medical Library. He explained that The University wishes to enter into lease amendments with The University of Vermont Medical Center to replace existing annual automatic renewal terms with five one-year options for the following leased spaces at 111 Colchester Avenue, Burlington, Vermont:

- 9,290 square feet of clinical and related office space for the Clinical Research Center, located on Shephardson 2<sup>nd</sup> Floor with an associated annual rental expense of \$175,795, adjusted annually by the Consumer Price Index.
- 203 square feet of office space for the Trauma Coagulopathy Research Program, located on West Pavilion 1<sup>st</sup> Floor with an associated annual rental expense of \$3,834, adjusted annually by the Consumer Price Index.
- 1,065 square feet of procedure and equipment space for the Center for Medical Imaging Research, located on McClure 1<sup>st</sup> Floor with an associated annual rental expense of \$32,820 adjusted annually by the Consumer Price Index.
- 1,048 square feet of shell space for the Dana Medical Library, located in the Medical Education Center with no associated annual rental expense.

Chair Daigle asked why these leases are not part of a master lease. Vice President Cate explained that they emerged at different times. However, his team will eventually work to combine them.

The following resolution was presented for approval:

**Resolution Authorizing Execution of individual Lease Amendments in connection with leases with The University of Vermont Medical Center for the Clinical Research Center, Trauma Coagulopathy Research Program, Center for Medical Imaging Research, and Dana Medical Library, all located at 111 Colchester Avenue, Burlington, Vermont**

BE IT RESOLVED, that the Vice President for Finance and Treasurer, or his successor or designee, is hereby authorized to negotiate and execute documents in connection with leases with The University of Vermont Medical Center for continued use of space for the Clinical Research Center, Trauma Coagulopathy Research Program, Center for Medical Imaging Research, and Dana Medical Library, all located at 111 Colchester Avenue, Burlington Vermont, subject to material terms and conditions reported on this date.

Chair Daigle offered an opportunity for final discussion before seeking a motion to approve the resolutions above as a consent agenda. There being none, a motion was made, seconded and the consent agenda was unanimously approved as presented.

### **May 17-18, 2019 Board Meeting Preparations**

Chair Daigle highlighted the May 17-18, 2019 Board meeting schedule and Committee Chairs reviewed their individual draft agendas.

In reference to the Committee of the Whole agenda, Chair Daigle highlighted that that Committee will receive the following: a New England Commission on Higher Education (NECHE) Reaccreditation update; the final *Move Mountains: The Campaign for the University of Vermont* update; and an update on capital projects, including Innovation Hall and The University of Vermont Medical Center Miller Building.

Educational Policy and Institutional Resources Committee (EPIR) Chair Carolyn Dwyer previewed the EPIR agenda and noted that it will be the first meeting for UVM's Interim Provost. She stated that in addition to routine reports, the Committee will receive an update on the College of Arts & Sciences' strategies and progress relative to the eight academic excellence goals. Chair Dwyer also noted that EPIR will be invited to attend a portion of the Budget, Finance and Investment Committee (BFI) meeting related to the fiscal year 2020 budget.

BFI Chair Don McCree stated that he will not be in attendance at the May BFI meeting and Vice Chair Briar Alpert will serve as Chair in his absence. BFI Chair McCree noted that the Committee will consider the FY 2020 budget, which could have challenges based on current enrollment figures. BFI will also receive standard reports, discuss fundraising in relation to capital projects, and discuss bond refunding. Lastly, it was noted that University Budget Director Alberto Citarella will be leaving UVM as of May 15<sup>th</sup>. Vice President Cate will be working with the Financial Analysis and Budgeting team in preparation of presenting the FY 2020 budget.

**Executive Session**

At 1:23 p.m., Chair Daigle entertained a motion to enter into executive session for the purpose of discussing contracts, premature general public knowledge of which would clearly place the University at a substantial disadvantage, to receive advice from legal counsel, and to discuss terms and conditions of employment. The motion was made, seconded and approved. Chair Daigle indicated action is anticipated following and that the session would take approximately forty-five minutes. Everyone was excused from the meeting with the exception of Trustees, Vice President for Finance & Treasurer Richard Cate, Vice President for Legal Affairs & General Counsel and Senior Advisor to the President Sharon Reich Paulsen, Vice President for Executive Operations Gary Derr, Vice President for University Relations & Administration Tom Gustafson, Director of Athletics Jeff Schulman, and Director of Capital Planning and Management Robert Vaughan.

Directors Schulman and Vaughan were excused from the meeting following the first topic.

At 2:08 p.m., the meeting was re-opened to the public.

The following resolutions were presented for approval:

**Resolution Authorizing Subcontractor Pre-Construction Design Assistance for the On-Campus Multipurpose Center**

WHEREAS, on May 19, 2018 the Board of Trustees authorized the expenditure of private gifts to fund design development and permitting for the Multipurpose Center Project; and

WHEREAS, the University of Vermont Foundation reports that it has reached its \$30 million fundraising goal for the Multipurpose Center Project;

THEREFORE, BE IT RESOLVED, that the Board of Trustees authorizes the expenditure of up to \$700,000 of private gift funds for pre-construction design assistance for the On-Campus Multipurpose Center Project.

**Resolution Approving Amendments to the University of Vermont Health Network Medical Group, Incorporated Bylaws**

BE IT RESOLVED, that the Board of Trustees approves amendments to the University of Vermont Health Network Medical Group, Incorporated Bylaws on the terms reported on this date.

**Resolution Authorizing Funding Support for Research Assistant for President Tom Sullivan**

BE IT RESOLVED, that the Executive Committee hereby authorizes the Chair to establish funding support for a research assistant for President Tom Sullivan during his research leave on the terms and conditions reported today.

**Resolution Approving Contract with the City of Burlington for Policing Services**

BE IT RESOLVED, that the Vice President for Finance and Treasurer, or his successor or designee, is hereby authorized to execute two one-year contracts with the City of Burlington for police services including special events at the University and special police patrols, for an amount not to exceed \$94,000 per year. The period of the first contract shall cover August 15, 2018 through June 30, 2019 and the second contract August 15, 2019 through June 30, 2020.

This resolution supersedes the resolution previously approved by the Executive Committee on September 17, 2018.

**Resolution Approving Appointment of Interim Provost<sup>1</sup>**

BE IT RESOLVED, that the Executive Committee approves the appointment of the individual discussed today in executive session, as Interim Provost effective April 2019.

Chair Daigle offered an opportunity for final discussion before seeking a motion to approve the resolutions above as a consent agenda. There being none, a motion was made, seconded and the consent agenda was unanimously approved as presented.

**Adjournment**

There being no further business, the meeting was adjourned at 2:11 p.m.

Respectfully submitted,

David Daigle,  
Chair

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<sup>1</sup>Following the meeting, a notification was issued to the UVM Community announcing the appointment of Dean Patty Prelock as Interim Provost and Senior Vice President, effective April 15, 2019.