

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

MEMBERS PRESENT: Chair David Daigle*, Vice Chair Ron Lumbra*, Secretary Curt McCormack**, President Suresh Garimella*, Frank Cioffi, Carolyn Dwyer*, and Don McCree*

MEMBERS ABSENT: Bernard Juskiewicz

OTHERS TRUSTEES PRESENT: Carol Ode

REPRESENTATIVES PRESENT: Faculty Representative Thomas Chittenden, Foundation Representative President & CEO Shane Jacobson*, Staff Council Representative Stephen Lunna, and Student Government Association Representative Jillian Scannell

REPRESENTATIVES ABSENT: Graduate Student Senate Representative Jessica Bocanegra

PERSONS ALSO PARTICIPATING: Vice President for Finance & Treasurer Richard Cate, and Vice President for Legal Affairs & General Counsel and Chief of Staff to the President Sharon Reich Paulsen

*Joined by phone.

**Joined in person at 1:27 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 September 9, 2019 meeting. The motion was made, seconded and it was voted to approve the minutes as presented.

President's Report

President Suresh Garimella recently announced that tuition will not be increased for academic year 2020 and reported that the feedback received has been phenomenal. He noted that freezing tuition is a major accomplishment, and particularly so in UVM's case as it will be doing so without state assistance.

President Garimella announced that new Chief Communications Officer, Nicci Brown, began last week. He emphasized that this role will be vital in strengthening the communication of UVM's story.

Action Items

Vice President for Finance and Treasurer Richard Cate introduced a resolution authorizing a lease amendment with James and Lorraine Impey for continued use by UVM Extension in St. Johnsbury, Vermont. The three-year lease amendment, when combined with the previous lease terms, exceeds five years. Annual expense associated with the lease will be adjusted by Consumer Price Index, will not exceed \$56,750 in fiscal year 2020, and will be paid by UVM Extension.

The following resolution was presented for approval:

Resolution authorizing lease amendment with James and Lorraine Impey for continued use by UVM Extension in St. Johnsbury, Vermont

BE IT RESOLVED, that the Vice President for Finance and Treasurer, or his successor or designee, is hereby authorized to negotiate and execute a three-year lease amendment to the existing lease with James and Lorraine Impey for 4,350 square feet of office space for use by UVM Extension at 374 Emerson Falls Road, St. Johnsbury, VT, subject to material terms and conditions reported on this date. The lease amendment will begin January 1, 2020, and end December 31, 2022.

Vice President Cate next introduced a resolution authorizing a lease extension with Connor Realty, LLC for continued use by UVM Extension in Berlin, Vermont. He explained that the current five-year term expires September 14, 2020. Annual expense associated with this lease is \$73,920 for the first five-year renewal term, and \$81,312 for the second five-year renewal term.

Vice President Cate noted that UVM currently has 11 extension offices throughout Vermont. Chair Daigle encouraged President Garimella to communicate this component as he travels the state.

The following resolution was presented for approval:

Resolution authorizing lease extension with Connor Realty, LLC for continued use by UVM Extension in Berlin, Vermont

BE IT RESOLVED, that the Vice President for Finance and Treasurer, or his successor or designee, is hereby authorized to negotiate and execute a five-year lease extension with one additional five-year renewal option with the Connor Realty, LLC for continued use of office space by UVM Extension at 327 US Route 302, Berlin, Vermont, subject to material terms and conditions reported on this date. This license agreement will begin September 15, 2020 and end September 14, 2030, if the renewal option is exercised.

Vice President Cate moved on to introduce a resolution authorizing a license and stormwater agreement with the City of South Burlington, Vermont for a new stormwater pond at the Horticulture Research Complex in South Burlington, Vermont. The storm water pond will support the City of South Burlington's Bartlett Brook Flow Restoration Plan and the irrigation of University crops. The annual revenue associated with this license will not exceed \$1.00.

Chair Daigle noted that the agreement is a great benefit to South Burlington and urged such benefits be communicated when negotiating future agreements between the University and South Burlington. Vice President Cate concurred and noted the University benefits by being a good partner. Trustee Frank Cioffi added that the agreement is also a positive environmental decision.

The following resolution was presented for approval:

Resolution authorizing license and stormwater agreement with the City of South Burlington, Vermont for a new stormwater pond at the Horticulture Research Complex in South 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 a five-year license and stormwater agreement with four five-year renewal options with the City of South Burlington for a portion of University land to be used for a new stormwater pond, located at the Horticulture Research Complex, 65 Mountainview Drive, South Burlington, Vermont, for use by the City of South Burlington and UVM, subject to material terms and conditions reported on this date. This license and stormwater agreement will begin January 1, 2020 and end December 31, 2045, if all renewal options are exercised.

Next, Vice President Cate presented a resolution approving a contract with Cannon Cochran Management Services, Incorporated. UVM's Risk Management and Safety (RMS) currently has a five-year contract for the management of UVM's self-insured workers compensation claims with Cannon Cochran Management Services, Incorporated (CCMSI).

CCSMI is the only claims administrator with a local presence in Vermont to service UVM's claims. Over the last six months, CCSMI has engaged in developing an on line, web-based claims database into Riskconnect with RMS. The efforts to complete the on-line database is continuing and would prove to be costly to switch providers.

For the first and second years, pricing would remain the same as the prior year, 2019; a 2.5% increase would occur for the third year, with the fourth year remaining the same; and a 2% increase for the fifth year of the contract.

Chair Daigle asked for clarification of whether the agreement covers only administrative costs, or also includes payment of claims. Vice President Cate affirmed that it is for administrative costs and explained that claims are labor intensive. He added that the prices are fair and that the University recognizes a savings by working with a local company.

The following resolution was presented for approval:

Resolution approving contract with Cannon Cochran Management Services, Incorporated

BE IT RESOLVED, that the Vice President for Finance and Treasurer, or his successor or designee, is hereby authorized to enter into a contract renewal with Cannon Cochran Management Services, Incorporated for UVM's self-insured workers compensation

claims beginning January 1, 2020 through December 31, 2024, for a total not to exceed \$470,000.

Vice President Cate introduced a resolution approving a contract with Accruent, LLC. UVM conducted a request for proposal in 2011 for a comprehensive campus-wide software to schedule and manage events from start to finish, provide on-line registration services for conferences, maximize the utilization of rooms and resources and improve internal communication with customers. The contract was awarded in late 2011 to EMS Enterprise now known as Accruent, LLC. UVM Event Services continues to use this software and they are requesting the Executive Committee to approve a five-year renewal contract with Accruent, LLC and the combined term of this contract is in excess of five years, requiring Board approval.

The following resolution was presented for approval:

Resolution approving contract with Accruent, LLC

BE IT RESOLVED, that the Vice President for Finance and Treasurer, or his successor or designee, is hereby authorized to enter into a renewal contract with Accruent, LLC for event management systems software from December 1, 2019 through November 31, 2024, for an amount not to exceed \$130,000 in aggregate.

Vice President Cate next introduced a resolution approving a contract renewal with OSIssoft, LLC. UVM Physical Plant department entered into a contract with OSIssoft, LLC on September 4, 2015, for a software license to monitor, measure, and track building operation data to create templates, dashboards and visual measurements for energy savings and monitoring day-to-day building energy utilization across campus. This software stores all data readings on UVM servers and can be utilized for energy calculations, LEED certification information, steam pressure, and cooling measurements, at a glance.

This contract renewal includes an additional feature with visual dashboards, more robust reporting, communication alerts, and technical support at an annual cost of \$10,875. OSIssoft, LLC is offering a fixed annual price for all five years of the contract. The combined terms of this contract is in excess of five years, requiring Board approval.

The following resolution was presented for approval:

Resolution approving contract renewal with OSIssoft, LLC

BE IT RESOLVED, that the Vice President for Finance and Treasurer, or his successor or designee, is hereby authorized to enter into a contract renewal with OSIssoft, LLC for a software enhancement and technical support services beginning November 18, 2019 through November 17, 2024, for an amount not to exceed \$57,000.

Vice President Cate presented a resolution approving contracts with Internet2. Internet2 is a not-for-profit United States computer networking consortium led by members from the research and education communities, industry, and government. UVM has been a member of the consortium for over 10 years and has a physical connection to Internet2 to provide advanced networking

speeds for our researchers and collaborators, which is a critical component to UVM's ability to provide IT services, and provides networking for many primary schools and libraries across Vermont.

UVM takes advantage of several other services and negotiated discounts available through Internet2 for services and software programs that provide critical security tools for the UVM campus, as well as access to a global wireless network called eduroam for research and educational communities.

Enterprise Technology Services, UVM College of Medicine and UVM Telecommunications are a few of the departments that utilize Internet2 services. Once the negotiated pricing for the technology service was established in the existing contracts, the cost has remained the same without increases for future years.

The administration is requesting approval to renew contracts with Internet2 annually to retain the locked pricing for these technology services. The term of these contracts is in excess of five years, requiring Board approval.

Chair Daigle inquired if Chief Information Officer (CIO) Simeon Ananou is involved with the review of software agreements. Vice President Cate explained that the CIO's team is involved with the review.

The following resolution was presented for approval:

Resolution approving contracts with Internet2

BE IT RESOLVED, that the Vice President for Finance and Treasurer, or his successor or designee, is hereby authorized to renew contracts with Internet2 for technology licenses, certificates and services from November 1, 2019 through October 31, 2024, for an amount not to exceed \$750,000 in aggregate.

Finally, Vice President Cate presented a resolution approving a contract with Stryker Corporation. UVM Rescue is seeking approval of the contract for preventative maintenance on EMT equipment. The two power cots and one power loader used by Rescue have an average life expectancy of seven years before needing replacement. This maintenance plan will cover the life of these assets and certify the equipment is in compliance and operating at optimal level.

Annual maintenance and repair costs without a care plan averages between \$4,000 and \$5,000. UVM's return on invest and cost savings would begin to appear in year three of the contract. The term of this contract is in excess of five years, requiring Board approval.

The following resolution was presented for approval:

Resolution approving contract with Stryker Corporation

BE IT RESOLVED, that the Vice President for Finance and Treasurer, or his successor or designee, is hereby authorized to enter into a seven-year contract with Stryker

Corporation for preventative maintenance on EMT equipment with coverage through December 1, 2025, for an amount not to exceed \$12,000.

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

Executive Session

At 1:26 p.m., Chair Daigle entertained a motion to enter into executive session for the purpose of discussing the appointment of a public officer. The motion was made, seconded and approved. Chair Daigle indicated action is anticipated following and that the session would take approximately five minutes. Everyone was excused from the meeting with the exception of Trustees and Vice President for Legal Affairs & General Counsel and Chief of Staff to the President Sharon Reich Paulsen.

At 1:36 p.m., the meeting was re-opened to the public.

The following resolution was presented for approval:

Resolution approving appointment of Provost

BE IT RESOLVED, that the Executive Committee hereby approves the appointment of Patricia Prelock as Provost of the University, effective immediately.

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

Adjournment

There being no further business, the meeting was adjourned at 1:38 p.m.

Respectfully submitted,

David Daigle,
Chair