

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

A special meeting of the Board of Trustees of the University of Vermont and State Agricultural College was held on Monday, March 15, 2021, at 1:00 p.m. The meeting was held via remote conferencing due to the COVID-19 pandemic.

**MEMBERS PRESENT:** Chair Ron Lumbra, Vice Chair Cynthia Barnhart, Secretary John Bartholomew, Briar Alpert, David Aronoff, Robert Brennan, Frank Cioffi, Kevin “Coach” Christie<sup>1</sup>, John Dineen, Johannah Donovan, Carolyn Dwyer, President Suresh Garimella, Stephanie Jerome, Kisha Kalra, Carol Ode<sup>2</sup>, Ed Pagano, Lucy Rogers, Shap Smith, Berke Tinaz, Catherine “Kitty” Toll and Samuel Young

**MEMBERS ABSENT:** Otto Berkes, Jodi Goldstein, Don McCree and Governor Phil Scott

**ALSO PARTICIPATING:** Provost and Senior Vice President Patricia Prelock, Vice President for Legal Affairs & General Counsel and Chief of Staff to the President Sharon Reich Paulsen and Vice President for Finance & Administration Richard Cate

Chair Ron Lumbra called the meeting to order at 1:05 p.m. and welcomed new trustees Stephanie Jerome, Kisha Kalra, Lucy Rogers and Kitty Toll to their first official meeting. He also congratulated trustee Ed Pagano whom was re-appointed by Governor Phil Scott for a second 6-year term.

<sup>1</sup> Joined the meeting at 1:10 p.m.

<sup>2</sup> Joined the meeting at 1:11 p.m.

**Approval of previous minutes**

A motion was made, seconded and it was voted to approve the minutes from the January 25, 2021 meeting as presented.

**Election of board chair**

Board Governance Committee Chair Frank Cioffi reminded trustees that the board elected university and board officers other than the chair at the February 5, 2021 meeting, and that, in accordance with the University Charter, the chair election is held in March once new trustees begin their terms.

The following resolution was presented for approval:

**Resolution approving appointment of board chair**

BE IT RESOLVED, that the Board of Trustees hereby accepts the recommendation of the Nominating Committee and approves the re-appointment of Ron E. Lumbra as chair, effective immediately.

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

**Chair's remarks (see full remarks appended on page 6)****President's remarks**

President Suresh Garimella began by welcoming new trustees and congratulating trustee Ed Pagano on his reappointment. He next recognized the exhaustion felt by all community members as a result of the constant demands of the past year. Acknowledging that challenges as a result of COVID-19 guidelines and protocols continue, he shared that his team is partnering with students to develop solutions to help them cope with the pressures they are experiencing. He cited Duke University's decision requiring students to stay in place that went into effect on Saturday, March 13 until Sunday, March 21 as an example of how what has been achieved can be easily lost. He recognized UVM students for their efforts and adherence to the university's protocols and acknowledged the faculty and staff for the enormous amount of work being done to maintain campus operations and offered his sincere thanks to all for their hard work, patience and collaboration during these challenging times.

President Garimella then shared details regarding fall 2021 plans. In a memo to the campus community earlier today the following key points were outlined:

- UVM is planning for a full on-campus fall 2021 semester.
- Contingency plans are being prepared that will allow the university to adjust to Vermont health and safety guidelines for fall reopening when they are available. While this may require some modification to the schedule of courses, plans are designed to minimize the impact of any changes on our students, with a majority of instruction still delivered in person.
- Students with concerns about returning to in-person instruction are strongly encouraged to speak with an academic advisor or their Student Services Office to better understand their options.
- As in previous years, select courses in online and hybrid formats will be offered.
- Every student is encouraged to be vaccinated when they are able.
- No pre-arrival testing is anticipated but initial testing may be instituted early in the semester. This may change as further data and guidance from the Center for Disease Control and Protection emerges.
- The university will observe Vermont quarantine and travel guidance in place at the time of reopening.
- Guidance related to COVID-19 vaccinations will be shared when available.

He concluded by reporting that the administration is working the with State of Vermont on plans for this year's Commencement noting that public health regulations may require in-person attendance to graduates only. Updates will be shared once more information becomes available.

**Action items**

Chair Lumbra noted the remaining resolutions would be voted on as a consent agenda unless someone requests a separate vote on a particular resolution.

The following resolutions were presented for approval and an opportunity for discussion offered.

**Resolution approving committee and chair appointments**

BE IT RESOLVED, that the Board of Trustees approves the committee and chair appointments for 2021 as presented today and appearing as appendices A and B to this document.

**Retiring Trustee resolutions:**

***David J. Gringeri (2019–2021)***

WHEREAS, David J. Gringeri has completed his term as Trustee of the University of Vermont and State Agricultural College; and

WHEREAS, David Gringeri has articulated clear and thoughtful perspectives and has participated energetically and constructively during his membership on board committees, including the Audit Committee; Budget, Finance and Investment Committee; Committee on Board Governance; and the Educational Policy and Institutional Resources Committee; and through his service on the Sustainability Work Group; with additional service to the University as a member on the Student Government Association Student Action Committee and Finance Committee; the Grossman School of Business Advisory Committee; and through his leadership as CEO of the Catamount Innovation Fund;

THEREFORE, BE IT RESOLVED, that the Board of Trustees of the University of Vermont and State Agricultural College expresses its appreciation, affection, and heartfelt best wishes to Trustee David J Gringeri.

***Curt McCormack (2015–2021, Secretary 2019-2021)***

WHEREAS, Curt McCormack has completed his term as Trustee of the University of Vermont and State Agricultural College; and

WHEREAS, Curt McCormack has served and supported the University of Vermont with passion and conviction during his service as Secretary of the Board and in his leadership as Secretary of the Vermont Agricultural College Board; and through his membership on the Audit Committee, Educational Policy and Institutional Resources Committee and the Executive Committee;

THEREFORE, BE IT RESOLVED, that the Board of Trustees of the University of Vermont and State Agricultural College expresses its appreciation, affection, and heartfelt best wishes to Trustee Curt McCormack.

***Tristan D. Toleno (2015-2021)***

WHEREAS, Tristan D. Toleno has completed his term as Trustee of the University of Vermont and State Agricultural College; and

WHEREAS, Tristan Toleno has enriched the Board through his effective leadership as Chair of the Vermont Agricultural College Board, discharging his responsibilities with outstanding dedication in service to the greater good of UVM; and

WHEREAS, Tristan Toleno has provided constructive and practical ideas during his service on the Budget, Finance and Investment Committee and Educational Policy and Institutional Resource Committee; and through his service on the ad hoc Labor Advisory Group, Board Governance Work Group and Presidential Housing Work Group;

THEREFORE, BE IT RESOLVED, that the Board of Trustees of the University of Vermont and State Agricultural College expresses its appreciation, affection, and heartfelt best wishes to Trustee Tristan D. Toleno.

**Former trustee resolution:**

***Bernard C. Juskiewicz (2015–2020)***

WHEREAS, Bernard C. Juskiewicz served and enriched the Board with his wise and thoughtful counsel, and through his steadfast support of, and enthusiastic and exceptional dedication to, the greater good of UVM; and

WHEREAS, Bernard Juskiewicz displayed an unwavering commitment to strengthening the quality of the University, and gave generously of his time during his service as Chair of the Audit Committee; and in his membership on the Budget, Finance and Investment Committee, Executive Committee and the Vermont Agricultural College Board; and through his service on the Bond Work Group and Board Governance Work Group; and

WHEREAS, Bernard Juskiewicz was a tireless advocate for UVM whose leadership and many contributions as a trustee and state legislator will have a lasting and profound impact on the University and State of Vermont;

THEREFORE, BE IT RESOLVED, that the Board of Trustees of the University of Vermont and State Agricultural College expresses its appreciation, affection, and respect to the late Bernard C. Juskiewicz.

Referencing the resolution approving committee and chair assignments, Chair Lumbra highlighted the Sustainability Work Group completed its charge and has been sunsetted and that assignments will take effect once approved.

There being no further discussion, a motion was made, seconded, and the resolutions were unanimously approved as presented.

**Approval of 2022 board and retreat dates**

Chair Lumbra referred trustees to the 2022 board meeting and retreat dates as proposed in attachment 3 of the meeting materials.

A motion was made, seconded, and voted to approve the 2022 meeting and retreat dates as presented.

**Executive session**

At 1:23 p.m., Chair Lumbra entertained a motion to enter into executive session for the purpose of discussing labor relations agreements. He noted the session would last for approximately 15 minutes and that there is potential for action following. Everyone was excused from the meeting with the exception of Trustees; Provost & Senior Vice President Patricia Prelock; Vice President for Legal Affairs & General Counsel and Chief of Staff to the President Sharon Reich Paulsen; Vice President for Finance and Treasurer Richard Cate and Special Assistant to the Chief of Staff Erin Dickinson.

The meeting re-opened to the public at 1:47 p.m.

**Other business**

The following resolution was presented for approval:

**Resolution authorizing negotiation of collective bargaining agreement**

BE IT RESOLVED, that the Board of Trustees authorizes the administration to negotiate a collective bargaining agreement on the material terms reported on this date.

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

**Adjournment**

There being no further business, the meeting adjourned at 1:49 p.m.

Respectfully submitted,

Ron Lumbra, Chair

**Ron E. Lumbra**  
**UVM Board of Trustees Chair's Report**  
**March 15, 2021**

Thank you Board Governance Committee Chair Frank Cioffi for your leadership, to members of the Governance Committee, and to all my fellow trustees. I am profoundly grateful for your trust and support, and am honored to continue to serve as board chair.

This has been a year like few others. A year ago I began my term and had about 10 days of calm before the pandemic struck. The twists and turns that the institution and we the board of trustees have faced over the last year have been extraordinary. I truly appreciate your ability to dig-in, to be agile, and to adjust to the needs of the institution and, despite the disruptions in your personal lives, to forge ahead conducting the work of the University. I'm struck by the wide and varied contributions of the trustees on this board. It's often said that a board is really a team with each member having a specific role to play, and unique opportunity to impact. I saw those contributions on full display this year with people bringing their insights around health and safety, budget and finance, public and community relations, working with state and local government officials, and advising on the strategic future of the University in context with the broader challenges facing academia and the State of Vermont. Many have been called upon to help address and advise on specific situations throughout the year. This is an amazing group of people who support UVM and I'm so pleased with how we've been able to come together as a team to govern and advise the University during this time in our history.

I look back over the past year with a bit of amazement. I am proud that President Garimella and the administrative team have been able to so effectively work to keep our community safe and healthy, along with our faculty, staff, and students to maintain safe operations. I'm pleased with the work of our Budget, Finance & Investment Committee (BFI) and Investment Subcommittee (ISC) to help guide us through this challenging time with both the University budget and uncertain financial markets. With all that is going on we still managed to divest from fossil fuel investments with the leadership of trustee Carolyn Dwyer and the Sustainability Work Group in collaboration with ISC. Additionally, with the BFI leadership of trustees Don McCree and Briar Alpert, and the administration, the phasing of the multi-purpose center has been adjusted as appropriate given the shifting budget challenges we are facing. I'm so appreciative of our legislative and gubernatorial trustees who've helped us secure much needed pandemic relief funding.

I am looking forward to getting back to a normal rhythm and re-emphasizing the focus our North Star, with a clear vision on where UVM is heading and the tremendous opportunity before us. We will focus on the future of UVM as we strive for improved research investment and achieving R1 status and continuing emphasis on the critical land grant mission of the University. We will face challenges and obstacles along the way. Change is difficult and there will be naysayers. I encourage us all to remember we have a job to do: to look out for the best interest of the University over the long term. It's also important to remember the challenges we face are not unique to the University of Vermont, whether they be changing student demographics, concerns with student debt and the cost of higher education, to the appropriate allocation and alignment of resources to meet student needs. We are part of a larger, complex, and highly competitive academic ecosystem.

I'm confident with that in mind we will bring our unique competitive advantages, our legacy and reputation, and the leadership we need to thrive in what will surely be a new environment for higher education in the years to come.

Thank you in advance for all your continued support.