

2001 Resolutions

October 20, 2001

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- 6) Approval of Changes to *Officers' Handbook*
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- 1) Resolution for Appointment of a Presidential Search Committee Members
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- 6) Authorization for President to Award March Degrees
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- 10) Retiring Trustees Resolutions (Peter D. Baldwin, Gerry F. Gossens, Mary-Ann Parizo, Chad Tsounis, and Richard A. Westman)
- 11) Resolution Establishing Search Committee for an Interim President
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- 1) Audit Firm for Fiscal Year 2001 Audit

CONSENT AGENDA

October 20, 2001

COMMITTEE OF THE WHOLE

(1) Appointment of Committee Assignments for New Trustee

RESOLVED, that the Board approves the appointment of Trustee Frank J. Cioffi to the Academic & Student Programs and Diversity Committees.

(2) Resolution for Appointment of Investment Committee Vice Chair

RESOLVED, that the Board hereby designates and appoints Trustee Kathleen C. Hoyt as Vice Chair of the Investment Committee.

(3) Resolution for Appointment of Academic & Student Programs Vice Chair and Joint Committee on Honorary Degree Co-Chair

RESOLVED, that the Board hereby designates and appoints Trustee Thomas A. Little and as Vice Chair of the Academic & Student Programs Committee and Co-Chair of the Joint Committee on Honorary Degrees.

(4) Resolution for Change of Committee Assignment

RESOLVED, that the Board hereby approves the appointment of Trustee Helen B. Spaulding to the Advancement & Constituency Committee from the Diversity Committee.

INVESTMENT COMMITTEE

(5) Establishment of Brokerage Account

RESOLVED, that the President, Provost, Vice President for University Relations and Operations, Controller and/or Treasurer, or any officer holding the above positions on an interim basis, singly is authorized to open/close brokerage accounts for the purpose of conducting corporate business.

BE IT FURTHER RESOLVED, that the President, Provost, Vice President of University Relations and Operations, Controller, Treasurer, Assistant Controller for Financial Services, Treasury Specialist III, and/or Treasury Specialist II, or any officer holding the above positions on an interim basis, singly is authorized to be signatories on these accounts.

This resolution supersedes all previous authorizations.

(6) Cambridge Associates, Inc.

RESOLVED, that the President, Provost, Vice President for Relations and Operations, Controller and/or Treasurer, or any officer holding the above positions on an interim basis, singly is authorized to enter into a contract with Cambridge Associates, Inc. for the purpose of serving as an investment consultant to the University at a fee of \$97,000.00 plus expenses for the period July 1, 2001 through June 30, 2002.

This resolution supersedes all previous authorizations.

(7) Establishment of Account with Citibank, N.A.

BE IT RESOLVED, that Citibank, N.A. (the Bank) be and hereby is designated a depository of the funds of the University and the President, Provost, Vice President for University Relations and Operations, Controller and/or Treasurer, or any officer holding the above positions on an interim basis, singly is authorized to sign, for and on behalf of the University, checks, drafts, and other orders with respect to any funds at any time to the credit of the University with the Bank and/or against any account of this University maintained at any time with the Bank, inclusive of any such checks, drafts, and other orders in favor of any of the above-designated officers, or other persons and that the Bank be and hereby is authorized (a) to pay the same to the debit of any account of the University then maintained with it; (b) to receive for deposit to the credit of this University, and/or for collection for the account of this University, any and all checks, drafts, notes, and other instruments for the payment of money, whether or not endorsed by this University, which may be submitted to it for such deposit and/or collection, it being understood that each such item shall be deemed to have been unqualifiedly endorsed by this University; and (c) to receive, as the act of this University, any and all stop-payment instructions (inclusive of any relative agreement) with respect to any such checks, drafts, or other orders as afore said and reconciliation of account when signed by any one or more of the officers and/or other person(s) as hereinabove designated.

BE IT FURTHER RESOLVED, that the President, Provost, Vice President for University Relations and Operations, Controller and/or Treasurer, or any officer holding the above positions on an interim basis, singly is authorized, for and on behalf of this University, to transact any and all other business with or through the Bank which at any time may be deemed by the said officer and/or other person transacting the same to be advisable, including, without limiting the generality of the foregoing, authority to execute and deliver to the Bank automated customers services and other agreements relative to performance of various computer services.

BE IT FURTHER RESOLVED, that the Bank is further authorized to pay to the debit of any account of this University, any and all checks, drafts, and other instruments for the payment of money drawn in the name of this University bearing or purporting to bear the facsimile signatures of the President, Provost, Vice President for University Relations and Operations, Controller and/or Treasurer, or any officer holding the above positions on an interim basis, singly inclusive of any in favor of any person whose facsimile signature appears thereon, if the facsimile thereon, regardless of by whom or what means affixed, resembles the specimens thereof filed with the Bank.

BE IT FURTHER RESOLVED, that any and all withdrawals of money and/or other transactions heretofore had in behalf of this University with the Bank are hereby ratified, confirmed, and approved, and that the Bank (and any interested third party) may rely upon the authority conferred by this entire resolution unless, and except to the extent that, this resolution shall be revoked or modified by a subsequent resolution of this Board.

This resolution supersedes all previous authorizations.

(8) Establishment of Account with Penn Security Bank and Trust Company

BE IT RESOLVED, that in connection with an agreement between the University of Vermont and the Penn Security Bank and Trust Company, whereby that banking institution will serve as the University's vendor for credit card collections, the Vice President for University Relations and Operations, Controller and Treasurer, Assistant Controller for Financial Services, Treasury Specialist III, and/or Treasury Specialist II, or any officer holding the above positions on an interim basis, singly is authorized to be signatories on that account.

This resolution supersedes all previous authorizations.

(9) Establishment of Bank Account

BE IT RESOLVED, that the President, Provost, Vice President for Relations and Operations, Controller and/or Treasurer, or any officer holding the above positions on an interim basis, singly is authorized to open commercial checking accounts for the purpose of conducting corporate business.

BE IT FURTHER RESOLVED, that the President, Provost, Vice President for Relations and Operations, Controller and Treasurer, Assistant Controller for Financial Services, Treasury Specialist III, and/or Treasury Specialist II, or any officer holding the above positions on an interim basis, singly is authorized to be signatories on these accounts.

This resolution supersedes all previous authorizations.

(10) Banknorth - MicroACH/Smart ACH

BE IT RESOLVED, that the University of Vermont and State Agricultural College is authorized to engage in the initiation of Credit and Debit Entries through the MicroACH system computer software program offered by the Howard Bank and to enter into an agreement with the Howard Bank, or its successor Bank ("the Howard Bank"), for that purpose.

BE IT FURTHER RESOLVED, that the President, Provost, Vice President for University Relations and Operations, Controller and/or Treasurer, or any officer holding the above positions on an interim basis, singly is authorized to enter into and execute the SMART A.C.H. Services Agreement and the security and operations procedure and other addenda thereto (collectively the "Agreement") between the University of Vermont and State Agricultural College and the Howard Bank providing for the initiation of Credit and Debit Entries by the Company.

BE IT FURTHER RESOLVED, that the President, Provost, Vice President for University Relations and Operations, Controller and/or Treasurer, or any officer holding the above positions on an interim basis, singly is authorized to designate, from time to time, one or more employees or agents to initiate or confirm Credit or Debit Entries pursuant to the Agreement and to take any other actions necessary and incident thereto.

This resolution supersedes all previous authorizations.

(11) Signatory Authority- Purchase/Order Checks

BE IT RESOLVED, that the Board of Trustees hereby authorizes the following officers of the University of Vermont to execute purchase/order checks on behalf of the University: Controller and Treasurer; Assistant Controller for Financial Services; Treasury Specialist III; Treasury Specialist II; Director of Purchasing; Purchasing Agent III; Financial Manager and/or Financial Assistant, University Store, or any officer holding the above positions on an interim basis; and further that any officer of this corporation is hereby authorized to certify this resolution to whom it may concern.

This resolution supersedes all previous authorizations.

(12) Sale of Securities

RESOLVED, that the Board of Trustees hereby authorizes only the following officers to sell securities received as contributions to the University: President, Provost, Vice President for Relations and Operations, Controller and/or Treasurer, or any officer holding the above positions on an interim basis.

BE IT FURTHER RESOLVED, that the President, Provost, Vice President for Relations and Operations, Controller and/or Treasurer, or any officer holding the above positions on an interim basis, singly is authorized to execute any and all instruments necessary, proper, and desirable for that purpose; and further that any officer of this Corporation is hereby authorized to certify this resolution to whom it may concern.

This resolution supersedes all previous authorizations.

(13) Signatory Authority - Endowment Funds

WHEREAS, the Board of Trustees has fiduciary responsibility for the University of Vermont and State Agricultural College Consolidated Endowment Funds, The University of Vermont Trust, certain Separately Invested Endowment funds, certain Charitable Trusts and the Pooled Income Fund; and

WHEREAS, from time to time documents relating to securities transfers, purchases, and sales are required in connection with the operation of these trusts;

BE IT RESOLVED, that the President, Provost, Vice President for University Relations and

Operations, Controller and/or Treasurer, or any officer holding the above positions on an interim basis, singly is authorized to execute any and all instruments necessary, proper, and desirable for that purpose.

This resolution supersedes all previous authorizations.

(14) Signatory Authority - UVM Pooled Income Fund

WHEREAS, the Board of Trustees has appointed the University of Vermont and State Agricultural College as the custodian for securities held in connection with the UVM Pooled Income Fund; and

WHEREAS, from time to time documents relating to securities transfers, purchases, and sales are required in connection with the operation of this fund;

BE IT RESOLVED, that the President, Provost, Vice President for University Relations and Operations, Controller and/or Treasurer, or any officer holding the above positions on an interim basis, singly is authorized to execute any and all instruments necessary, proper, and desirable for that purpose, and further that any officer of this corporation is hereby authorized to certify this resolution to who it may concern.

This resolution supersedes all previous authorizations.

(15) Transfers Between Corporate Accounts

BE IT RESOLVED, that the Board of Trustees hereby authorizes the Vice President for University Relations and Operations, Controller and Treasurer, Assistant Controller for Financial Services, Treasury Specialist III, and/or Treasury Specialist II, or any officer holding the above positions on an interim basis, to issue telephone instructions to banks for the purpose of conducting University business by making transfers between the University's corporate accounts at banks and the University's accounts at other institutions.

This resolution supersedes all previous authorizations.

(16) Banknorth - Wire Transfer Agreement

BE IT RESOLVED, that the Board of Trustees authorizes the President, Provost, Vice President for University Relations and Operations, Controller and/or Treasurer, or any officer holding the above position on an interim basis, to enter into and execute the Wire Transfer Agreement and all its Exhibits and Schedules (collectively the "Agreement") between the University of Vermont and State Agricultural College and the Howard Bank.

BE IT FURTHER RESOLVED, that the Board of Trustees authorizes the President, Provost, Vice President for University Relations and Operations, Controller and/or Treasurer, or any officer holding the above positions on an interim basis, to execute on behalf of the University additional exhibits to said Agreement in order to, from time to time, select different services.

BE IT FURTHER RESOLVED, that any officer of this Corporation is hereby authorized to certify this resolution to whom it may concern.

This resolution supersedes all previous authorizations.

FACILITIES AND TECHNOLOGIES COMMITTEE

(17) State Capital Request FY 2003

RESOLVED, that the President be and hereby is authorized to request \$4,112,500 from the Governor and Legislature of the State of Vermont toward Given Renovations.

(18) Community Energy Support Resolution

WHEREAS, the University and the Burlington Electric Department have individually and jointly examined various options to use thermal energy generated at the McNeil Electric Generating Station; and

WHEREAS, at its October 24, 1998, meeting, this Board adopted a resolution in support of pursuit of a district heating system mutually beneficial to the City of Burlington and the University; and

WHEREAS, participation in a district energy system could yield benefits to the University, including a reliable heating energy source that is market-competitive, cost-effective and environmentally sound;

NOW, THEREFORE, BE IT RESOLVED, that the Board expresses continuing support for examination of options to use thermal energy generated at the McNeil Electric Generating Station; and

BE IT FURTHER RESOLVED, that the Board authorizes the President, Provost, and/or Vice President for University Relations to express such support to Vermont's Congressional delegation in connection with Burlington Electric Department's application for Federal funding; and

BE IT FINALLY RESOLVED, that the University's participation as a customer of a district heating system shall not be contingent upon its incurring of capital or other project costs associated with system start-up or maintenance; and shall be based upon market-competitive rates for heating resources, favorable environmental impacts, reliable service, and other factors consistent with reasonable and prudent business and management judgment.

(19) Heat Line Replacement Budget Revision

WHEREAS, the Board of Trustees approved at its May 18, 2001, meeting a partial heat line replacement and thermal conversion for the South Campus Heating System; and

WHEREAS, the cost of the project has increased from \$2,500,000 to \$3,100,000 as a result of prudent design changes and unanticipated expenses; and,

WHEREAS, funding for this additional work will come from a future bond issue to be repaid by the Residence Hall System and general funds available through Physical Plant;

THEREFORE, BE IT RESOLVED, that the President, Provost, and Vice President for University Relations and Operations, and/or their successors or designees, are hereby authorized to increase the budget for the Heat Line and Thermal Conversion Project from \$2,500,000 to \$3,100,000 and to execute any and all instruments necessary to accomplish this purpose.

(20) Gutterson Parking Structure

WHEREAS, approximately 317 existing surface residential parking spaces will be displaced by the construction of the new student apartment housing project; and

WHEREAS, construction of replacement surface parking spaces and additional spaces needed for the residents of the apartment project would necessitate converting significant "green" space into surface parking lots; and,

WHEREAS, such conversion of "green" space would be contrary to the principles of UVM's Campus Master Plan; and

WHEREAS, an opportunity exists, due to the existing topography of the parking lots east of the PFG Complex, to economically construct at that location a parking structure to accommodate up to 900 parking spaces; and

WHEREAS, related capital costs can be financed through a future bond issue and repaid from revenue generated by the housing project and from increased parking permit fees;

THEREFORE, BE IT RESOLVED, that the President, Provost, and/or Vice President for University Relations and Operations, or their designees, are hereby authorized to execute any and all documents necessary and proper to design and construct a parking structure and associated roadway improvements adjacent to the PFG Complex at a cost not to exceed \$8,000,000; and,

BE IT FURTHER RESOLVED, that this project be developed through a design/build contract, to allow its permitting and completion to parallel that of the housing project; and

BE IT FURTHER RESOLVED, that construction not commence until suitable financing has been approved by this Board; and

BE IT FURTHER RESOLVED, that the Secretary or Assistant Secretary will provide certificates of incumbency, as required, showing the names and signatures of those persons appointed to any of the positions heretofore mentioned; and further, that any officer of this corporation is hereby authorized to certify this resolution to whom it may concern.

(21) Residential Life Master Plan Resolution

WHEREAS, the University recognizes that quality housing is essential to the recruitment, retention and well-being of its students; and

WHEREAS, the University administration presented a preliminary residential life master plan to the Facilities and Technologies Committee on August 17, 2001; and

WHEREAS, the Facilities and Technologies Committee reported to the Full Board on August 18, 2001, its positive reaction to the plan; and

WHEREAS, the University requires project master planning efforts to address detailed programming components and site recommendations as a part of the final residential life master plan; and

WHEREAS, impact on to parking, traffic, and existing functions in the areas designated for new construction will need to be addressed;

THEREFORE, BE IT RESOLVED, that the Board endorses the concepts of the preliminary residential life master plan; and

BE IT FURTHER RESOLVED, that the President, Provost, and/or Vice President for University Relations and Operations (“Vice President”), or a designee of either, is authorized and directed to execute any and all contracts and documents necessary to undertake a full programming and site study for this plan for an amount not to exceed \$250,000; and

BE IT FURTHER RESOLVED, that the Board directs the President, or his designee to develop financing plans for the residential life master plan; and

BE IT FINALLY RESOLVED, that the President is directed to obtain Board approval before implementing the results of the final residential life master plan.

(22) Resolution as to Student Housing Project

WHEREAS, on May 18, 2001, this Board authorized the negotiation and execution of Part 1 of a two part contract for pre-design services for the University's planned new student housing project; and,

WHEREAS, on August 18, 2001 this Board approved the results of the Part 1 contract and authorized proceeding with Part 2, Part 2 being the negotiation and execution of a ground lease and, further authorized establishment of a non-profit corporation to construct, own, and operate a student housing facility; and

WHEREAS, after due diligence examination of financing options, the administration recommends that the University of Vermont itself secure financing and own the project,

directly or through its supporting organization, while contracting with a private developer to oversee the design, construction and management of the project;

NOW THEREFORE BE IT RESOLVED, that the President, Provost, and/or Vice President for University Relations and Operations or their successors in function, are hereby authorized to enter into an agreement with a project development and/or management company for the purpose of managing the design, construction and operation of the proposed student housing project on Redstone Campus, performance of such agreement in whole or part being subject to the availability and approval of project financing, and the securing of all necessary permits; and

BE IT FURTHER RESOLVED, that the University is hereby authorized to proceed with initial steps to secure project financing and to negotiate and enter into a project management agreement subject to the above-mentioned contingencies and such other terms and conditions as may be appropriate, desirable or necessary for the successful completion and operation of the project.

ACADEMIC & STUDENT PROGRAMS COMMITTEE

(23) Authorization for President to Award October Degrees

RESOLVED, that the Board of Trustees approves the awarding of degrees to those students who have completed degree requirements and who have been recommended by their respective deans and approved by the UVM Faculty Senate at their October 4, 2001 meeting.

(24) Approval to Terminate the Program in Resource Economics

RESOLVED, that the Board of Trustees approves the termination of the program in Resource Economics in the School of Natural Resources.

(25) Approval of Name Change for Department of Animal Sciences

RESOLVED, that the Board of Trustees approves to change the name of the Department of Animal Sciences to the Department of Animal Science.

(26) Approval of Appointment of Dr. William Kilpatrick as the Howard Professor

RESOLVED, that the Board of Trustees approves the appointment of Dr. William Kilpatrick as the Howard Professor of Natural History and Zoology.

ADVANCEMENT & CONSTITUENCY COMMITTEE

(27) Affirmation of Campaign Budget and Financing

BE IT RESOLVED, that the Advancement Committee hereby acknowledges and approves budgetary parameters the administration presents with respect to financing the Campaign for The University of Vermont.

(28) Affirmation of Support for Campaign for UVM

WHEREAS, The University of Vermont and State Agricultural College is within its third century as a distinguished institution of higher learning; and

WHEREAS, the University's vision (as articulated in the Strategic Action Plan adopted by the University's Board of Trustees in October 2000) for the highest quality academic excellence includes recruiting and retaining world-class teacher-scholars, helping to ensure that the most qualified and diverse students, regardless of financial ability, can benefit from a University of Vermont education, and refreshing and restructuring programs and curricula to meet the ever evolving requirements of students, employers and society; and

WHEREAS, key strategies to fulfilling that vision include an intensified effort towards becoming more focused and efficient and aggressively seeking new investment partners in both the public and private sectors; and

WHEREAS, The University of Vermont is entering an exciting and promising new era of challenge and opportunity and is poised to make significant progress towards its strategic vision;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Trustees of The University of Vermont endorses and initiates a comprehensive campaign with a goal of \$250 million, such goal to be inclusive of all private support (including but not limited to annual giving) secured through the duration of the effort with the passing of this resolution, campaign accounting to begin effective July 1, 2001; and

BE IT FURTHER RESOLVED, that the Board wishes to express and affirm its support and signals the launch of this campaign at this time, the second such effort in the history of the University.

FINANCE AND BUDGET COMMITTEE

(29) Acceptance of Gifts and Grants

RESOLVED, that the Board of Trustees hereby accepts gifts in the amount of \$3,970,838.58 for the period July 1, 2001 through September 30, 2001 and grants and contracts in the amount of \$26,869,547 for the period July 1, 2001 through August 30, 2001.

(30) Summer Session and Distance Learning Tuition Rates

RESOLVED, that the Board of Trustees hereby approves increases in tuition for the Summer Session and for academic year off-campus courses from \$281 to \$290 per credit hour for in-state students and from \$618 to \$650 per credit hour for out-of state students, and the distance learning tuition rate at the in-state summer rate for all non-degree and graduate students regardless of residency status. The increases are to become effective with the 2002 summer session.

(31) General University and Morgan Horse Farm FY 2003 State Appropriation Request

RESOLVED, that the President be and hereby is authorized to request from the Governor and the Legislature of the State of Vermont an appropriation for general operations of The University of Vermont in the amount of \$36,950,006 for Fiscal Year 2003.

RESOLVED, that the President be and hereby is authorized to request from the Governor and the Legislature of the State of Vermont a one-time FY 03 Budget Adjustment Appropriation for strategic investment initiatives to fund research and services and to begin the enhancement of the technological infrastructure for teaching and research. This one-time strategic investment initiatives list will be updated annually, as necessary.

BE IT FURTHER RESOLVED, that the President be and hereby is authorized to request an appropriation for general operations of the Morgan Horse Farm of \$40,650 for Fiscal Year 2003.

(32) Sprinkler Indebtedness

DECLARATION OF OFFICIAL INTENT OF THE UNIVERSITY OF VERMONT TO REIMBURSE CERTAIN EXPENDITURES FROM PROCEEDS OF INDEBTEDNESS

WHEREAS, the University of Vermont intends to install sprinklers in its residence hall system (the "Project"); and

WHEREAS, the University expects to pay certain expenditures (the "Reimbursement Expenditures") in connection with the Project prior to issuance of indebtedness for the purpose of financing costs associated with the Project on a long-term basis; and

WHEREAS, the University reasonably expects that debt obligations in an amount not expected to exceed \$100 million, will be issued and that certain of the proceeds of such debt obligations will be used to reimburse the Reimbursement Expenditures; and

WHEREAS, Section 1.150-2 of the Treasury Regulations requires the University to declare its reasonable official intent to reimburse prior expenditures for the Project with proceeds of a subsequent borrowing;

NOW, THEREFORE, the University of Vermont declares:

Section 1. The University of Vermont finds and determines that the foregoing recitals are true and correct.

Section 2. This declaration is made solely for purposes of establishing compliance with the requirements of Section 1.150-2 of the Treasury Regulations. This declaration does not bind the Issuer to make any expenditure, incur any indebtedness, or proceed with the Project.

Section 3. The Issuer hereby declares its official intent to use proceeds of indebtedness to reimburse itself for Reimbursement Expenditures.

Section 4. This declaration shall take effect from and after its adoption.

(33) Resolution Authorizing Execution and Recording of Notice of Federal Interest in Health Sciences Research Facility

WHEREAS, on July 24, 2000, The University of Vermont and State Agricultural College was awarded a construction grant, No. 1 C06 RR 14577-01 A1, by the National Institutes of Health of the United States Department of Health and Human Services; and

WHEREAS, the grant will support the construction of animal care facilities in a portion of the basement level within the Health Sciences Research Facility; and

WHEREAS, the University must execute and record, in the City of Burlington Land Records Office, a Notice of Federal Interest that conforms to the grant's requirements;

NOW THEREFORE BE IT RESOLVED, that the Board hereby authorizes the execution and recording, in the City of Burlington Land Records, of a Notice of Federal Interest.

BE IT FURTHER RESOLVED, that the currently authorized representative of the grantee is the Director of Sponsored Programs.

BE IT FURTHER RESOLVED, that the President, Provost, or Director of Sponsored Programs, or their successors or designees, are hereby authorized and directed to take all other actions, and execute all other documents, that may be necessary to receive the grant.

BE IT FURTHER RESOLVED, that the Secretary or Assistant Secretary will provide certificates of incumbency, as required, showing the names and signatures of those persons appointed to any of the positions heretofore mentioned, and further, that any officer of this corporation is hereby authorized to certify this resolution to whom it may concern.

(34) Capital Campaign Line-of-Credit

RESOLVED, that the Board of Trustees hereby authorizes the President, the Provost, the Vice President for University Relations and Operations, the Controller, and/or the Treasurer, or any officer holding the above positions on an interim basis, to obtain and enter into a bank line of-credit agreement promissory note on reasonable terms and conditions not to exceed \$5,000,000

for the purpose of funding expenses associated with a fundraising campaign, and further, to execute any and all loan documents related thereto as required by bank, and, that any one officer of this corporation is hereby authorized to certify this resolution to whom it may concern; and

BE IT FURTHER RESOLVED, that the Secretary or Assistant Secretary will provide certificates of incumbency, as required, showing the names and signatures of those persons appointed to any of the positions heretofore mentioned.

AUDIT COMMITTEE

(35) Acceptance of Fiscal Year 2001 Annual Audit

WHEREAS, the books and accounts of the University of Vermont and State Agricultural College for the Fiscal Year ended June 30, 2001, have been audited by KPMG, Certified Public Accountants, under the supervision of the Auditor of Accounts, State of Vermont, and the report of such audit published in detail in accordance with 16, V.S.A., Section 2281(a);

BE IT RESOLVED, that in accordance with authorization contained in the Bylaws, the Board hereby accepts such audit in lieu of the annual audit, and that the same be considered as the report of the Audit Committee.

(36) Audit Firm for Fiscal Year 2002 Audit

RESOLVED, that the Board of Trustees authorizes the President and/or Provost to enter into a contract with KPMG, Certified Public Accountants, to conduct the annual audit of the University and other related audits for and during the fiscal year ending June 30, 2002, under the terms and conditions of KPMG's proposal dated September 25, 1997, and contingent upon receipt of a confirmation letter from KPMG, consistent with the terms and conditions of said proposal. The annual audit shall be conducted in compliance with the requirements of the University Bylaws and State and Federal law.

JOINT COMMITTEE ON HONORARY DEGREES

(37) Authorization for President to Confer Honorary Degrees

RESOLVED, that the President be and hereby is authorized to offer and confer honorary degrees at the 2002 Commencement to the individuals recommended by the Joint Committee on Honorary Degrees.

FULL BOARD

(38) Appreciation Resolution for Jennifer McDonough

WHEREAS, Jennifer McDonough is leaving the University of Vermont after two years of service as Vice President for Development and Alumni Relations; and

WHEREAS, Jennifer provided skilled leadership and successfully positioned UVM for its next campaign;

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 Jennifer McDonough as she begins her new role as Vice President for Development and Alumni Relations at the State University of New York at Buffalo.

(39) Appreciation Resolution for Regina White

WHEREAS, Regina White is leaving the University of Vermont after eleven years of service as Director of Sponsored Programs; and

WHEREAS, Regina has earned the trust, confidence, and respect of the institution, especially among faculty, staff, and administrators involved in fulfilling the University's research mission;

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 Regina White on the assumption of her new responsibilities with the National Institute of Health in Bethesda.

(40) Appreciation Resolution for Jane Lawrence

WHEREAS, Jane Lawrence is leaving the University of Vermont after two years of service as Vice Provost for Undergraduate Education; and

WHEREAS, Jane provided exemplary leadership in numerous essential efforts, including undergraduate education and enrollment management;

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 Jane Lawrence as she begins her new role as Vice Chancellor at the newly established University of California at Merced.

CONSENT AGENDA

August 18, 2001

COMMITTEE OF THE WHOLE

(1) Resolution for Appointment of Presidential Search Committee Vice Chair

RESOLVED, that the Board hereby designates Search Committee member John Evans as Committee Vice Chair; and,

BE IT FURTHER RESOLVED, that this resolution supplements the Resolution for Appointment of Presidential Search Committee Members approved by this Board on April 12, 2001.

INVESTMENT COMMITTEE

(2) Maintenance of Accounts

RESOLVED, that the President, Provost, Vice President for University Relations and Operations, and the Treasurer or any one of such officers are hereby authorized and empowered to carry out all legal acts relative to the maintenance of any Bank accounts.

BE IT FURTHER RESOLVED, that the agreements and authority herein confirmed shall continue in force until notice of amendment or revocation thereof by proper resolution shall be given to the Bank.

FACILITIES AND TECHNOLOGIES COMMITTEE

(3) Deed of Easement for Pipeline - to Vermont Gas Systems, Inc., in the City of Burlington for 601 Main Street

WHEREAS, the University is the owner of a building located at 601 Main Street in the City of Burlington; and

WHEREAS, the University desires and is willing to grant an easement ten feet wide to Vermont Gas Systems, Inc., in order to supply gas to its building located at 601 Main Street;

THEREFORE, BE IT RESOLVED, that the Board of Trustees hereby authorizes the President or Vice President for Operations and Relations, or their successors, to grant a Deed of Easement for Pipeline to Vermont Gas Systems, Inc., and to execute any and all instruments necessary to accomplish that purpose.

BE IT FURTHER RESOLVED, that the Secretary or Assistant Secretary will provide certificates of incumbency, as required, showing the names and signatures of those persons appointed to any of the positions heretofore mentioned and, further, that any officer of this corporation is hereby authorized to certify this resolution to whom it may concern.

(4) Student Housing Resolution

WHEREAS, on May 18, 2001, this Board authorized the negotiation and execution of Part 1 of a two-part contract for pre-design services for the University's planned new student housing project; and

WHEREAS, on that same date, the Board authorized the negotiation and execution of Part 2 of the contract following Board approval of the Part 1 contract; and

WHEREAS, at its meeting on June 26, 2001, the Facilities and Technologies Committee hosted a presentation by the Ambling team, the independent development firm that successfully bid for the project, which presentation was favorably received by the Committee;

NOW, THEREFORE BE IT RESOLVED, that the Board approves the results of the Part 1 contract; and authorizes proceeding with Part 2.

(5) Resolution Authorizing Establishment of a Supporting Organization

RESOLVED, that the University is hereby authorized to establish a non-profit corporation, as a supporting organization, organized to construct, own, and operate a student housing facility and, if so determined, a parking facility, and otherwise entitled to conduct related activities in furtherance of its tax-exempt purposes to support the University; and

BE IT FURTHER RESOLVED, that the University is hereby authorized to enter into contracts or other arrangements with the new corporation to accomplish the University's objective in establishing the corporation and to provide it funds not to exceed \$50,000 in order to pay for start-up and initial operating costs; and

BE IT FINALLY RESOLVED, that the University Interim President, or the Vice President of Operations, is hereby authorized to take all appropriate and necessary actions to implement this resolution, including but not limited to preparing and filing organizational documents, establishing a governance structure, appointing the initial director(s) reserved to the University, and obtaining available federal and Vermont tax exemptions for the new corporation.

FINANCE AND BUDGET COMMITTEE

(6) Acceptance of Gifts and Grants

RESOLVED, that the Board of Trustees hereby accepts gifts in the amount of \$3,105,348.37 for the period April 1, 2001 through June 30, 2001 and grants and contracts in the amount of \$24,915,832 for the period March 1, 2001 through June 30, 2001.

(7) Heat Line Indebtedness

DECLARATION OF OFFICIAL INTENT OF THE UNIVERSITY OF VERMONT TO REIMBURSE CERTAIN EXPENDITURES FROM PROCEEDS OF INDEBTEDNESS

WHEREAS, the University of Vermont intends to replace a section of its heat line from the Central Heating Plant to the Aiken Center, and to make changes to convert the South Campus Heat Line from high temperature hot water to steam (the "Project"); and

WHEREAS, the University expects to pay certain expenditures (the "Reimbursement Expenditures") in connection with the Project prior to issuance of indebtedness for the purpose of financing costs associated with the Project on a long-term basis; and

WHEREAS, the University reasonably expects that debt obligations in an amount not expected to exceed \$100 million, will be issued and that certain of the proceeds of such debt obligations will be used to reimburse the Reimbursement Expenditures; and

WHEREAS, Section 1.150-2 of the Treasury Regulations requires the University to declare its reasonable official intent to reimburse prior expenditures for the Project with proceeds of a subsequent borrowing;

NOW, THEREFORE, the University of Vermont declares:

Section 1. The University of Vermont finds and determines that the foregoing recitals are true and correct.

Section 2. This declaration is made solely for purposes of establishing compliance with the requirements of Section 1.150-2 of the Treasury Regulations. This declaration does not bind the Issuer to make any expenditure, incur any indebtedness, or proceed with the Project.

Section 3. The Issuer hereby declares its official intent to use proceeds of indebtedness to reimburse itself for Reimbursement Expenditures.

Section 4. This declaration shall take effect from and after its adoption.

FULL BOARD

(8) Authorization for President to Confer Honorary Degree

RESOLVED, that the President is hereby authorized to offer and confer an honorary degree at the 2002 Commencement for Commencement Speaker David McCullough, as recommended by the Joint Committee on Honorary Degrees.

(9) Appreciation Resolution for David Wolk

WHEREAS, David Wolk is leaving as Trustee of The University of Vermont, to assume the Presidency of Castleton State College; and

WHEREAS, David Wolk has enriched the Board with his reasoned leadership, good humor, and abiding commitment to excellence while serving as Vice Chair of the Academic and Student Programs Committee, Co-Chair of the Joint Committee on Honorary Degrees, and as a member of the Finance and Budget Committee, Sub-Committee for Presidential Evaluation, and Presidential Search 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 David S. Wolk.

CONSENT AGENDA

May 18, 2001

COMMITTEE OF THE WHOLE

(1) Resolution Approving Interim Provost Appointment

WHEREAS, Edwin I. Colodny, Acting President of the University effective June 1, 2001, has nominated Dr. A. John Bramley to serve as Interim Provost;

NOW THEREFORE, BE IT RESOLVED, that the Board of Trustees hereby approves the appointment and employment of Dr. A. John Bramley as Interim Provost, effective June 1, 2001, or on such other date as Acting President Colodny determines to be appropriate; and

BE IT FURTHER RESOLVED, that the Board of Trustees hereby authorizes Acting President Colodny to negotiate the terms and conditions of the Interim Provost's appointment and employment in a manner consistent with applicable University Bylaws and *Officers' Handbook* requirements, and to execute associated documents on behalf of the University.

FACILITIES AND TECHNOLOGIES COMMITTEE

(2) Heat Line Replacement and Thermal Medium Conversion Approval Resolution

WHEREAS, the University operates a central heating plant; and

WHEREAS, the heat distribution line running from the central heating plant to Aiken Hall has deteriorated to the point where immediate replacement is warranted; and,

WHEREAS, the University wishes to convert the thermal medium used for the South Campus Heat Line from high temperature hot water to high pressure steam; and

WHEREAS, the work is compatible with the proposed Burlington Community Energy System;

THEREFORE, BE IT RESOLVED, that the Board of Trustees hereby authorizes the President, Provost, or Vice President for Operations and Relations, or their successors and designees, to spend up to \$2,500,000 for heat line replacement and thermal conversion of the South Campus Heating System, and to execute any and all instruments necessary to accomplish this purpose; and

BE IT FURTHER RESOLVED, that the Secretary or Assistant Secretary will provide certificates of incumbency, as required, showing the names and signatures of those persons

appointed to any of the positions heretofore mentioned and, further, that any officer of this corporation is hereby authorized to certify this resolution to whom it may concern.

(3) Student Housing Resolution

WHEREAS, this Board approved a resolution on October 13, 2000, to request proposals aimed to achieve the design, financing, construction and/or operation of apartment-style housing for upperclass and graduate students; and

WHEREAS, this Board also approved the goal of expanding existing student housing capacity by no less than 400 additional beds through a housing project(s) or other appropriate means; and

WHEREAS, the University Housing Selection Committee has received, reviewed and evaluated proposals and oral presentations from four independent development firms; and

WHEREAS, the University Housing Selection Committee has recommended the selection of one of those firms;

NOW, THEREFORE, BE IT RESOLVED, that the Acting President, or Vice President for University Relations and Operations ("Vice President"), or a designee of either, is authorized and directed to negotiate and execute Part 1 of a two-part contract for predesign services to yield a marketable, and financially feasible and sustainable student housing project; and

BE IT FURTHER RESOLVED, that the Board also authorizes and directs the Acting President or Vice President to negotiate and execute Part 2 of the contract in the form of a ground lease agreement, following its approval of the results of the Part 1 contract, to design, finance, construct and operate the student housing project at the Redstone Campus; and

BE IT FINALLY RESOLVED, that the Secretary or Assistant Secretary will provide certificates of incumbency, as required, showing the names and signatures of those persons appointed to any of the positions heretofore mentioned and, further, that any officer of this corporation is hereby authorized to certify this resolution to whom it may concern.

ACADEMIC AND STUDENT PROGRAMS COMMITTEE

(4) Authorization for President to Award May Degrees

RESOLVED, that the Board of Trustees approves the awarding of degrees to those students who have completed degree requirements and who have been recommended by their respective deans and approved by the UVM Faculty Senate at their February 13, 2001 meeting.

(5) Approval of Changes to Officers' Handbook

RESOLVED, that the Board of Trustees approves editorial changes to the *Officers' Handbook* and Faculty Senate Constitution and Bylaws as noted on the attached mail ballot list, approved by the Faculty Senate on December 15, 2000 and by President Ramaley on December 20, 2000.

(6) Approval of Changes to Officers' Handbook

RESOLVED, that the Board of Trustees approves changes to Section 205* of the *Officers' Handbook* as approved by the Faculty Senate on December 15, 2000 and President Ramaley on December 20, 2000.

*The attached Faculty Senate action dated December 15, 2000 is related to changes to Sections 205 and 208 of the *Officers' Handbook*. However, approval for changes to Section 205 only are being requested at the May 17, 2001 meeting.

(7) Approval of Amendment to the Constitution and Bylaws of the Faculty Senate

RESOLVED, that the Board of Trustees approves the amendment to Section 7.121a of the Constitution and Bylaws of the Faculty Senate as approved by the Faculty Senate via mail ballot on March 5, 2001 and by Acting President Martin on April 2, 2001.

(8) Resolution Authorizing Trustee Appointment

WHEREAS, the Adult Essential Skills Advisory Board has requested that this Board of Trustees designate a Trustee representative of the University to the Adult Essential Skills Advisory Board; and

WHEREAS, in its mission statement and goals articulation the University commits to objectives including the sharing of knowledge through outreach and engagement; enhancing research-based lifelong learning opportunities for individuals and communities throughout Vermont; and nurturing the relationship of the University to the State of Vermont and its citizens in order to enhance the quality of life for all persons in the State;

NOW, THEREFORE, in service to these ends,

BE IT RESOLVED, that the Board hereby appoints Trustee Richard Hube to serve as the University Trustee representative to the Adult Essential Skills Advisory Board until it names a successor or superseding action is otherwise taken by resolution of this Board.

FINANCE AND BUDGET COMMITTEE

(9) Acceptance of Gifts and Grants

RESOLVED, that the Board of Trustees hereby accepts gifts in the amount of \$2,710,434.31 for the period January 1, 2001 through March 31, 2001 and grants and contracts in the amount of \$23,344,819 for the period December 1, 2000 through February 26, 2001.

(10) Fiscal Year 2002 Budget Premises: General University

RESOLVED, that the Board of Trustees hereby approves the budget premises for Fiscal Year 2002 which lead to a General Fund operating budget for the University of \$166,567,000, and authorizes the Acting President to proceed with detailed budget preparation in accordance with these premises.

(11) Fiscal Year 2002 Operating Budget: Morgan Horse Farm

RESOLVED, that the Board of Trustees approves the recommended operating budget for the Morgan Horse Farm for Fiscal Year 2002 in the amount of \$384,482.

(12) Tuition Charges for Fiscal Year 2002

RESOLVED, that the Board of Trustees hereby approves increases in the following tuition rates effective with the 2001-2002 academic year:

- a. In-state tuition from \$7,692 to \$8,040 per year, or \$335 per credit hour.
- b. Out-of-state tuition from \$19,236 to \$20,100 per year, or \$838 per credit hour.
- c. Medical student in-state tuition from \$19,920 to \$20,520 per year for first-year students; from \$19,920 to \$20,420 for second-year students; from \$19,540 to \$20,020 for third-year students; and from \$19,060 to \$19,540 for fourth-year students.
Medical student out-of-area tuition from \$34,860 to \$35,900 per year for first-year students; from \$34,860 to \$35,740 for second-year students; from \$34,200 to \$35,060 for third-year students; and from \$33,380 to \$34,220 for fourth-year students.

(13) Room and Meal Plan Rates, Fiscal Year 2001

RESOLVED, that the Board of Trustees hereby approves room and meal plan rates for Fiscal Year 2002 as follows:

	<u>per year</u>
Single room	\$4,608
Double room	\$4,040
Triple room	\$3,276
Light meal plan	\$1,628
Average meal plan	\$2,056
Full meal plan	\$2,300

(14) Fees for Fiscal Year 2002

RESOLVED, that the Board of Trustees approves increases in the following fees effective with the 2001-2002 academic year:

- a. Comprehensive Student Fee from \$486 to \$505 per year;
- b. Student Government Association Fee from \$90 to \$100 per year.

FULL BOARD

(15) Appreciation Resolution for Rebecca Martin

WHEREAS, Rebecca R. Martin served this University in a time of need in the role of Acting President; and

WHEREAS, Dr. Martin simultaneously performed the duties of Acting President and Interim Provost during the Spring, 2001 semester; and

WHEREAS, her performance and achievements were exemplary during this challenging time;

THEREFORE, BE IT RESOLVED, that this Board of Trustees expresses to Rebecca Martin its deep appreciation for her work, its recognition of her profound commitment to UVM, and its best wishes for continuation of a distinguished career at UVM and in higher education.

**The University of Vermont and State Agricultural College
Board of Trustees**

Thursday, April 12, 2001

Resolution for Appointment of Presidential Search Committee Members

RESOLVED, that the Board hereby appoints Bruce Lisman as Chair of the Search Committee ("the Committee") for President of the University of Vermont; and

BE IT FURTHER RESOLVED, that the Board hereby appoints the following trustees as members of the Committee: Ben Forsyth, Martha Heath, Tom Little, Karen Meyer, Robert Young, and, as alternate committee member, David Wolk, and as additional committee members Donald DeHayes, Rebecca Flewelling, Thomas Gustafson, Eugene Kalkin and Mary Peabody; and

BE IT FURTHER RESOLVED, that the Board hereby appointments the following constituent representatives designated as members of the Committee pursuant to the provisions of the *Officers' Handbook* governing presidential searches: Faculty members: David Christensen, John Evans, Susan Hasazi and George Osol; Staff members: Tobey Clark and Bea Harvey; and Student members: Jonathan Badaracco and Julie Bykowski.

BE IT FINALLY RESOLVED, that this resolution supersedes the Resolution for Appointment of Presidential Search Committee Members approved by the Board on March 14, 2001.

Resolution Regarding Presidential Appointment

BE IT RESOLVED, that the Board of Trustees hereby approves and authorizes an offer of appointment and employment to Edwin I. Colodny, to serve as Acting President effective as of the first date of his availability and beginning no later than June 4, 2001, and as Interim President effective July 1, 2001; and

BE IT FURTHER RESOLVED, that Edwin I. Colodny shall serve in this capacity and discharge the duties of President in conformance with the requirements of the University Bylaws and *Officers' Handbook*, and otherwise as reasonably requested by this Board; and

BE IT FURTHER RESOLVED, that the Board hereby authorizes Martha Heath, Chair of the Search Committee for the Interim President and Vice Chair of the Board, in consultation with the Executive Committee, to negotiate an employment contract between the University and Edwin I. Colodny, upon terms and conditions consistent with the requirements just described; and

BE IT FINALLY RESOLVED, that the foregoing authorizations supersede those extended in the Board resolution of March 14, 2001.

**The University of Vermont and State Agricultural College
Board of Trustees**

Wednesday, March 14, 2001

Resolution for Appointment of Presidential Search Committee Members

RESOLVED, that the Board hereby appoints Bruce Lisman as Chair of the Search Committee ("the Committee") for President of the University of Vermont; and

BE IT FURTHER RESOLVED, that the Board hereby appoints the following trustees as members of the Committee: Ben Forsyth, Martha Heath, Tom Little, Karen Meyer, Robert Young, and as additional committee members Eugene Kalkin, and Thomas Gustafson; and

BE IT FINALLY RESOLVED, that the Board hereby delegates authority to the Executive Committee to ratify the appointment of constituent representatives designated as members of the Committee pursuant to the provisions of the *Officers' Handbook* governing presidential searches.

Resolution for the Appointment of Treasurer

RESOLVED, that the Board hereby appoints Bonnie Cauthon as University Treasurer, effective as of the date and time of resignation of the incumbent Treasurer, Kathleen Payne; and

BE IT FURTHER RESOLVED, that the Board hereby authorizes and directs Ms. Cauthon to fulfill the responsibilities of the Treasurer as stated in the University Bylaws upon commencement of her appointment.

REVISED
CONSENT AGENDA

February 24, 2001

COMMITTEE OF THE WHOLE

(1) Appointment of Committee Assignments for New Trustee

RESOLVED, that the Board approves the appointment of Trustee Robert H. Young to the Academic & Student Programs, Finance & Budget, and Audit Committees.

FACILITIES AND TECHNOLOGIES COMMITTEE

(2) Given Medical Building Renovations

WHEREAS, the Given Medical Building is in need of mechanical, electrical, and space configuration upgrades to support significant current and projected growth in the biomedical research conducted by the faculty, staff, and students of the College of Medicine; and,

WHEREAS, the College of Medicine has identified the need for Phase I renovations of the Given Building to be performed in conjunction with the construction of the temporary Dana Library during the summer of 2001; and,

WHEREAS, the College of Medicine has identified \$2,500,000 from grants and other funds available for allocation to the Phase I renovations;

THEREFORE, BE IT RESOLVED, that the Provost or Vice President for University Relations and Operations, or their designees, be authorized to execute any and all documents necessary to spend up to \$2,500,000 to undertake renovations to the Given Medical Building; and

BE IT FURTHER RESOLVED, that the Secretary or Assistant Secretary will provide certificates of incumbency, as required, showing the names and signatures of those persons appointed to any of the positions heretofore mentioned and, further, that any officer of this corporation is hereby authorized to certify this resolution to whom it may concern.

(3) Living/Learning Dining and Classroom Improvements

WHEREAS, the Board of Trustees approved at its October 20, 2000 meeting the modernization and upgrade of both classrooms and dining facilities at the Living and Learning Center; and,

WHEREAS, the scope of the project has been expanded to better meet the needs of the students to be served; and,

WHEREAS, Sodexo-Marriott has agreed to increase its investment in the project by an additional \$750,000;

THEREFORE, BE IT RESOLVED, that the Board of Trustees hereby authorizes the Vice President for University Relations and Operations, or his designee, to increase the project budget from \$2,750,000 to \$3,500,000; and

BE IT FURTHER RESOLVED, that the Secretary or Assistant Secretary will provide certificates of incumbency, as required, showing the name and signature of the person appointed to the position heretofore mentioned, and further, that any officer of this corporation is hereby authorized to certify this resolution to whom it may concern.

(4) Resolution Authorizing the Sale of Property in Richford, Vermont

WHEREAS, Missisquoi Manor, located at 70 Liberty Street, Richford, Vermont, is a subsidized housing project for the elderly that was constructed with Section 8 HUD funding; and

WHEREAS, in 1992, William D. Flanders established a Charitable Remainder Unitrust funded with an interest in Missisquoi Manor; and

WHEREAS, William and Phyllis Flanders were income beneficiaries of the trust during their lifetimes, and are now both deceased; and

WHEREAS, upon the death of the survivor of William and Phyllis Flanders, the University became the sole owner of Missisquoi Manor; and

WHEREAS, the University has retained The Stratevest Group to manage and market the property; and

WHEREAS, the Stratevest Group is aware of interested buyers for the property and the University has recommended that The Stratevest Group solicit bids on the property; and

WHEREAS, upon the sale of the property, per the terms of a Memorandum of Understanding between William D. Flanders and the University of Vermont, the principal of the trust will be used by the University to provide unrestricted financial support for the Athletic Department and may be used at the discretion of the Director of Athletics;

THEREFORE, BE IT RESOLVED, that the Board of Trustees hereby authorizes the Vice President for University Operations and Relations, or his successor, to negotiate the sale of the property and to execute any and all instruments necessary to accomplish that purpose; and

BE IT FURTHER RESOLVED, that the Secretary or Assistant Secretary will provide certificates of incumbency, as required, showing the name and signature of the person appointed to the position heretofore mentioned and, further, that any officer of this Corporation is hereby authorized to certify this resolution to whom it may concern.

ACADEMIC AND STUDENT PROGRAMS COMMITTEE

(5) Resolution in Support of Vermont Public Education Partnership

WHEREAS, a major area of emphasis within the University's Strategic Action Plan is to respond to the needs of society; and

WHEREAS, UVM President Ramaley, VSC Chancellor Clarke, and Commissioner of Education Wolk established the Vermont Public Education Partnership to improve the future of all public education in Vermont, from pre-kindergarten through college and beyond; and

WHEREAS, the Vermont Public Education Partnership has developed a public policy agenda and agreed to additional areas of partnership as described in its first report, "An Alliance for Learning and Opportunity," dated January 29, 2001; and

WHEREAS, to strengthen this partnership, the report includes the development of a joint legislative agenda by the University, the Vermont State Colleges, and the Vermont Department of Education; and

WHEREAS, the Board has reviewed the report of the Vermont Public Education Partnership;

THEREFORE BE IT RESOLVED, that the Board endorses and fully supports the report and direction of the Vermont Public Education Partnership, in concert with the University's Strategic Action Plan

(6) Authorization for President to Award March Degrees

RESOLVED, that the Board of Trustees approves the awarding of degrees to those students who have completed degree requirements and who have been recommended by their respective deans and approved by the UVM Faculty Senate at their February 13, 2001 meeting.

(7) Appointment of Corse Professorship of English Literature

RESOLVED, that the Board of Trustees approves the appointment of Professor Anthony Bradley as the Corse Professor of English Literature.

FINANCE AND BUDGET COMMITTEE

(8) Acceptance of Gifts and Grants

RESOLVED, that the Board of Trustees hereby accepts gifts in the amount of \$5,866,458.51 for the period October 1, 2000 through December 31, 2000 and grants and contracts in the amount of \$19,964,699 for the period September 1, 2000 through November 30, 2000.

JOINT COMMITTEE ON HONORARY DEGREES

(9) Authorization for President to Confer Honorary Degrees

RESOLVED, that the President be and hereby is authorized to offer and confer honorary degrees at the 2001 Commencement to the individuals recommended by the Joint Committee on Honorary Degrees.

FULL BOARD

(10) Retiring Trustees Resolutions

PETER D. BALDWIN

WHEREAS, Peter Baldwin is nearing the completion of his term as Trustee of The University of Vermont; and

WHEREAS, Peter Baldwin has enriched the Board with his reasoned leadership and strengthened the University through his abiding commitment to excellence while serving as Chair of the Ad Hoc Committee on Socially Responsible Investing and Board Nominating Committees, and as Vice Chair of the Advancement and Constituency Committee, and as a member of Board Committees, including the Diversity Committee, the Finance and Budget Committee, the Investment Committee, the Sub-Committee on Health Education, and the Fletcher Allen Health Care (FAHC) Nominating 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 Peter D. Baldwin.

GERRY F. GOSSENS

WHEREAS, Gerry Gossens is nearing the completion of his term as Trustee of The University of Vermont; and

WHEREAS, Gerry Gossens has provided wise and effective leadership to the University and a steadfast commitment to enhancing the quality of the University, as well as demonstrating values of respect, patience, and common sense in his service as Board Vice Chair, and Chair of the Facilities and Technologies Committee and Joint Committee on Honorary Degrees, and Vice Chair of the Executive, the Audit and the Student Activities Committees, and in his membership on Board Committees, including the Buildings and Grounds Committee, the Finance and Budget Committee, the Investment Committee, the Fletcher Allen Health Care (FAHC) Nominating Committee, the Vermont Agricultural College Board, the Sub-Committee on Health Education, the Subcommittee for Presidential Evaluation, the Ad Hoc Compensation Committee, and as a University of Vermont appointed trustee to the FAHC Board of Trustees;

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 Gerry F. Gossens.

MARY-ANN PARIZO

WHEREAS, Mary-Ann Parizo is nearing the completion of her term as Trustee of The University of Vermont; and

WHEREAS, Mary-Ann has acted with dedication and commitment as a Trustee and offered sensible and thoughtful counsel as Vice Chair of the Student Activities Committee, Chair and Secretary of the Vermont Agricultural College Board, and as a member of Board Committees, including the Buildings and Grounds Committee, the Advancement and Constituency Committee, the Diversity Committee, the Facilities and Technologies Committee, and the Joint Committee on Honorary Degrees;

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 Mary-Ann Parizo.

CHAD TSOUNIS

WHEREAS, Chad Tsounis is nearing the completion of his term as Trustee of The University of Vermont; and

WHEREAS, Chad Tsounis has offered sound advice, exemplary judgment and effective leadership in building community and quality at the University in his service as Vice Chair of the Ad Hoc Committee on Socially Responsible Investing, and as a member of Board Committees, including the Advancement and Constituency Committee, the Academic and Student Programs Committee, the Diversity Committee and the Investment Committee;

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

RICHARD A. WESTMAN

WHEREAS, Richard Westman is nearing the completion of his term as Trustee of The University of Vermont; and

WHEREAS, Richard Westman has enriched the Board and the University with perceptive insight, clarity of purpose, and good humor through his service as Vice Chair of the Buildings and Grounds and Facilities and Technologies Committees, and as a member of Board Committees, including the Student Activities and Academic and Student Programs Committee, the Finance and Budget Committee, the Board Nominating Committee, the Ad Hoc By Laws Committee and the Vermont Agricultural College Board;

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 Richard A. Westman.

Resolution Establishing Search Committee for an Interim President

BE IT RESOLVED,

That the Board hereby establishes an *ad hoc* Search Committee for an Interim President;

That the purpose of the Committee shall be to develop, in consultation with this Board, and the University community through efficient and effective means, qualifications and criteria of eligibility for candidates for the position of Interim President;

That the Committee shall recruit candidates, through nominations and applications, for the position of Interim President; and

That the Committee shall promptly recommend for Board consideration and action no less than one candidate for appointment to the position of Interim President; and

BE IT FURTHER RESOLVED,

That the members of the Committee shall be as follows:

Martha Heath, Chair
Margaret Hummel
Dean Maglaris
Karen Meyer
Jim Pizzagalli
Abigail Trebilcock

and be it finally resolved,

That the Chair of the Committee shall direct and oversee the formation of a group advisory to the Committee, comprised of the following members: a Dean; two faculty members; one student; a staff member; a P-CORE member; and an alum.

Resolution Initiating Search for Permanent President

RESOLVED, that the Board directs the immediate initiation of the process designed to search for a permanent President, in accordance with the requirements of the Officers' Handbook, and

BE IT FURTHER RESOLVED, that the constituency groups referenced in the Officers' Handbook are asked promptly to identify representatives to such committee.

Resolution Appointing Acting President

RESOLVED,

That the Board hereby designates and appoints Dr. Rebecca Martin to serve as Acting President effective immediately and until such time as the Board directs otherwise by resolution.

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

January 10, 2001

AUDIT COMMITTEE

The University conducts a competitive bid for independent audit services every five years. At that time, for budget purposes we receive a five-year professional fee proposal. We are currently operating under the five-year proposal obtained in a September 25, 1997 proposal from KPMG. However, with the Board's approval, the University annually enters into a Personal Services Agreement with the independent audit firm. At the October Board meeting, in executive session, the Audit Committee had an opportunity to discuss the independent firm's (KPMG) performance and services with members of the University's management team and with a representative from the State Auditor's Office. Due to a lack of quorum the Committee was not able to vote on the following resolution authorizing the Provost to enter into a contract with the independent audit firm. The Committee met via teleconference on December 19, 2000 and the resolution was approved to go before the full Board.

Audit Firm for Fiscal Year 2001 Audit

RESOLVED, that the Board of Trustees authorizes the Provost to enter into a contract with KPMG Peat Marwick, Certified Public Accountants, to conduct the annual audit of the University and other related audits for and during the fiscal year ending June 30, 2001, under the terms and conditions of KPMG Peat Marwick's proposal dated September 25, 1997, and contingent upon receipt of a confirmation letter from KPMG Peat Marwick, consistent with the terms and conditions of said proposal. The annual audit shall be conducted in compliance with the requirements of the University Bylaws and State and Federal law.

As approved by the full Board on January 10, 2001.