

**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, January 9, 2023, at 1:00 p.m., in Memorial Lounge, 338 Waterman Building, via remote conferencing.

MEMBERS PRESENT: Chair Ron Lumbra, Vice Chair Cynthia Barnhart, Secretary Johanna Donovan, Frank Cioffi, President Suresh Garimella, Don McCree, and Shap Smith

MEMBERS ABSENT: Carolyn Dwyer

OTHER TRUSTEES PRESENT: Carol Ode and Kristina Pisanelli

REPRESENTATIVES PRESENT: Foundation Representative President & CEO Monica Delisa and Graduate Student Representative Justin Salisbury

REPRESENTATIVES ABSENT: Faculty Senate Representative Tom Borchert, Staff Council Representative Jon Reisenweaver, and Student Government Association Representative Maddie Henson

PERSONS ALSO PARTICIPATING: Vice President & Provost Patricia Prelock, Vice President for Finance & Administration Richard Cate, Vice President for Legal Affairs & General Counsel Trent Klingerman<sup>1</sup>, Special Assistant to the President Jonathan D'Amore<sup>1</sup>, Executive Director for Government Relations Wendy Koenig, Chief Communications and Marketing Officer Joel Seligman, and Director of University Communications Adam White

<sup>1</sup> attended in person

Chair Ron Lumbra called the meeting to order at 1:01 p.m.

### **Approval of minutes**

Chair Lumbra entertained a motion to approve the minutes from the December 12, 2022. The motion was made, seconded and it was voted to approve the minutes as presented.

### **President's remarks**

President Garimella wished everyone a happy new year and acknowledged he is entering 2023 with great optimism. As the year opens, the administration is working closely with returning and new legislators, the Governor's office, and leaders in the City of Burlington, South Burlington and other local communities. He extended his thanks to the legislative trustees and offered best wishes as the legislative session begins.

President Garimella next conveyed his gratitude to our congressional delegation recognizing we have a new senator and a new congresswoman and his intention to maintain a dedicated line of communications between the University and our Washington delegation.

President Garimella closed his remarks by expressing the University's deep gratitude and appreciation for Senator Patrick Leahy's support. The funding Senator Leahy was able to secure for UVM in the latest appropriation bills is deeply appreciated. He acknowledged that these last bills are truly a capstone of his career-long championing of higher education and UVM in particular, which has provided almost incalculable benefit to UVM students and to the state of Vermont. He concluded by noting that there will be many more opportunities to thank the Senator, but could not let this one pass.

### **Action Items**

Chair Lumbra invited Vice President for Finance & Administration Richard Cate to introduce the action items for approval. He noted the resolutions will be introduced individually with an opportunity for discussion following. Once resolutions have been introduced, the committee will vote on them as a consent agenda unless someone requests a separate vote on a particular resolution.

Vice President Cate introduced a resolution approving contracts for the University's grounds maintenance. Physical Plant is requesting approval for a multiple contract award for ground maintenance services for main campus and several outlying properties, to include mowing, pruning, edging, seeding, weeding, mulching, spring/fall cleanup, etc. Physical Plant awarded RFP# 02-07-23 to three vendors based on expertise, service and pricing. Each of the vendors, Landshapes Landscape Design and Installation, Johnson Property Management and Pinnacle Properties offer numerous services to meet the needs of Physical Plant and any special request from campus departments. Each contract will cover services from April 1, 2023 through March 31, 2026, with two one-year renewal options, for an amount not to exceed \$3,400,000 in aggregate.

All three vendors are from the local Vermont area and are previous incumbents for this service. These contracts are primarily annual fixed fee rates, with some additional hourly rates for special projects as needed.

The following resolution was presented for approval:

#### **Resolution approving contracts for grounds maintenance**

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to execute three contracts with three separate vendors for the University's grounds maintenance services with Landshapes Landscape Design and Installation, Johnson Property Management and Pinnacle Properties. Each contract will cover services from April 1, 2023 through March 31, 2026, with two one-year renewal options, and an amount not to exceed \$3,400,000 in aggregate for all three contracts.

Vice President Cate then introduced a contract extension with Nike/BSN Sports for athletic apparel. UVM Athletics released RFP # 31-03-19 for athletic game and practice uniforms, footwear and other athletic wear for its eighteen collegiate athletics teams and staff.

Nike/BSN Sports was the awarded vendor for a four-year contract starting July 1, 2019 through June 30, 2023 with an optional four-year extension. Athletics is requesting approval of the contract extension option beginning July 1, 2023 through June 30, 2027, for an amount not to exceed \$1,600,000.

This extension provides 15% more in annual promotional dollars to spend on Nike branded clothing to support the program, valued at an additional \$90,000 over the four-year extension for a total of \$675,000 promotional dollars.

This contract will exceed five-years with the extension, which requires Board approval.

The following resolution was presented for approval:

**Resolution approving contract extension with Nike/BSN Sports**

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into a four-year contract extension with Nike/BSN Sports for athletic apparel beginning July 1, 2023 through June 30, 2027, for an amount not to exceed \$1,600,000.

Vice President Cate next introduced a contract amendment with Ellucian, Incorporated for the Banner Student Information System. He reported that UVM has used the Banner Student Information System since 1995. Over the years, UVM added AppXtender as the document imaging system integrated with Banner; UVM also added Banner Luminis for our student portal and added Degree Works capability.

Since its implementation as an on-premise platform, Luminis has served as an institutional web portal that facilitates user-friendly access into disparate diverse systems like the Student Information System, Human Resource System, Learning Management System, email and other related online resources in a uniform way. Ellucian has informed us of their ongoing efforts to modernize their technology offering. Their plans include sunsetting the Luminis platform altogether and replacing it with their new generation of portal platform, which is called Experience.

Enterprise Technology Services is requesting approval of a contract amendment to our previously approved five-year contract starting July 1, 2020 through June 30, 2025, with the option of two one-year renewals for an amount not to exceed \$ 2,800,000.

The request removes the Luminis platform and adds Experience for the duration of our contract term. It also changes the software license model for Banner from a perpetual license to subscription based, which will save the University approximately \$30,000 annually or \$120,000 over the term of the contract.

The following resolution was presented for approval:

**Resolution approving contract with Ellucian, Incorporated**

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successors or designee, is authorized to amend a previously approved existing contract with Ellucian, Incorporated for the Banner Student Information System, including replacing and updating the existing portal platform and changing the software license model. The existing contract commenced July 1, 2020 and will expire on June 30, 2025, and has two one-year renewal options with an amount not to exceed \$2,800,000.

Vice President Cate then introduced a contract amendment with Carrier Corporation for additional necessary University chiller maintenance and repairs. The Executive Committee previously approved a contract with Carrier Corporation in June 2018 based on expertise, service, and pricing for the University's chiller maintenance and repairs. The contract started July 1, 2018 and will expire June 30, 2023.

Physical Plant Department is requesting approval for an amendment to increase the total spend by an additional \$1,000,000 to cover unanticipated repair costs to one of the turbines. The chiller repair is required to be operable in the summer of 2023 and the repair will enable the turbine to have over 10 years of additional life.

The following resolution was presented for approval:

**Resolution amending contract with Carrier Corporation**

BE IT RESOLVED, that the Vice President for Finance and Administration or his successor or designee, is hereby authorized to execute an amendment to an existing contract with Carrier Corporation that expires on June 30, 2023 for the University's chiller maintenance and repairs that will increase the not to exceed amount under the contract from \$2,000,000 to \$3,000,000 in aggregate.

Next, Vice President Cate introduced a resolution amending an agreement with Snyder-Braverman Development, LLC related to housing in South Burlington. He reminded the committee that on August 8, 2022 they authorized the administration to enter into a joint venture with Snyder-Braverman Development to construct a housing complex at City Center in South Burlington Vermont, with an initial option fee of \$350,000 and a total investment not to exceed \$26,000,000 in the aggregate. The documents that were executed describe a three-phase project that would include 496 beds of housing with construction of the first phase beginning in spring 2023, the second phase in 2024, and third in 2025. As planning has proceeded, it has become clear that it will be more efficient to develop the project in two phases on an accelerated timetable. This change necessitates the investment of a small portion of the University equity in advance of the closing, which will occur in February. Thus, the administration wishes to amend the agreement with Synder-Braverman such that the University would advance \$1,400,000 prior to the closing, secured by an interest in the real estate and to amend the project from three to two phases.

The following resolution was presented for approval:

**Resolution authorizing execution of an amendment to the existing contract with Snyder-Braverman Development, LLC related to housing**

BE IT RESOLVED, that the Executive Committee authorizes the administration to execute an amendment to existing agreements with Snyder-Braverman Development, LLC related to housing in South Burlington, Vermont (the “Project”) such that the University will advance \$1,400,000 prior to the closing, secured by an interest in the real estate and to amend the Project from three to two phases, with the total University investment remaining unchanged.

Chair Lumbra offered an opportunity for questions. There being none, a motion was made, seconded and the resolutions were unanimously approved as presented.

At 1:13 p.m. Chair Lumbra entertained a motion to enter into executive session to discuss contracts, premature general public knowledge of which would clearly place the University at a substantial disadvantage. He noted the session would last approximately 30 minutes and that no action is anticipated following. The motion was seconded and approved.

Everyone was excused from the meeting with the exception of Trustees, Provost & Senior Vice President Patricia Prelock, Vice President for Legal Affairs & General Counsel Trent Klingerman, Vice President for Finance and Administration Richard Cate, Special Assistant to the President Jonathan D’Amore, Chief Communications and Marketing Officer Joel Seligman, Director of University Communications Adam White, and Executive Director of Government Relations Wendy Koenig

The meeting was re-opened to the public at 2:00 p.m.

**Adjournment**

There being no further business, the meeting was adjourned.

Respectfully submitted,

Ron Lumbra, Chair