

**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, June 12, 2023, at 1:00 p.m., in room 427A Waterman Building, via remote conferencing.

MEMBERS PRESENT: Chair Ron Lumbra, Secretary Catherine “Kitty” Toll, Frank Cioffi, Carolyn Dwyer, President Suresh Garimella, and Shap Smith¹

MEMBERS ABSENT: Vice Chair Cynthia Barnhart and Don McCree

OTHER TRUSTEES PRESENT: None

REPRESENTATIVES PRESENT: Faculty Senate Representative Tom Borchert, Staff Council Representative Jon Reisenweaver, Student Government Association Representative Olivia Eisenberg, and Graduate Student Senate Vice President Cara Simone (on behalf of Graduate Student Senate President Ijaz Ul Haq)

REPRESENTATIVES ABSENT: Foundation Representative President & CEO Monica Delisa

PERSONS ALSO PARTICIPATING: Vice President & Provost Patricia Prelock, Vice President for Finance & Administration Richard Cate, Vice President for Legal Affairs & General Counsel Trent Klingerman, Special Assistant to the President Jonathan D’Amore, and Trustee Coordinator Corinne Thompson¹

¹ attended in person.

Chair Ron Lumbra called the meeting to order at 1:00 p.m. and advised that a brief executive session has been added at the end of the agenda for a collective bargaining update. He recognized that this is Staff Council President Jon Reisenweaver’s last meeting and thanked him for his service. He also acknowledged the leadership transition on the Graduate Student Senate (GSS) since the last meeting and welcomed Vice President Cara Simone who was in attendance on behalf of GSS President Ijaz Ul Haq.

Approval of minutes

Chair Lumbra entertained a motion to approve the minutes from the April 10, 2023, meeting. The motion was made, seconded and it was voted to approve the minutes as presented.

President’s remarks

President Garimella also acknowledged Jon Reisenweaver and welcomed Cara Simone. He then thanked the trustees who participated in the annual Commencement celebrations in the days following last month’s board meeting and recognized the hard work of many people across campus for making it a success. President Garimella acknowledged commencement speaker

Sethuraman Panchanathan's energetic and well-received address, noting that he, Michele Cohen, and Mark Levine were an outstanding class of honorary degree recipients.

He then shared his pleasure in welcoming the class of 1973 back to campus this past weekend for their 50th reunion, noting this group made it clear that a UVM education is both a wonderful experience and a tool for a lifetime of success.

President Garimella concluded by thanking trustees for their advice and support during another consequential and successful year and wished everyone a relaxing summer.

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 a two-year contract extension with Staples, Incorporated for general office supplies. The University has contracted with Staples, Incorporated for general office supplies since 2012. The extension would retain favorable discounts and contract pricing on hundreds of products and continue to offer a 15% discount directly to departmental budgets when placing orders. Staples is committed to green initiatives and providing the highest level of customer service, and it has local stores across Vermont.

The administration is requesting a two-year contract extension with Staples, Incorporated beginning November 1, 2023, through October 31, 2025, for an amount not to exceed \$2,000,000.

It was noted that product costs have increased between 2-15% over the past year, with regular office supplies at the lower percentage and paper products being the highest.

The following resolution was presented for approval:

Resolution approving contract extension with Staples, Incorporated

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to execute a two-year contract extension with Staples, Incorporated for general office supplies, beginning November 1, 2023 through October 31, 2025, for an amount not to exceed \$2,000,000.

Vice President Cate then introduced a resolution approving a one-year contract extension with All Cycle Waste, Incorporated. In March 2018, an RFP was issued to provide a waste management system for the university's campus. All Cycle Waste, Incorporated was the selected supplier to provide this service for a five-year contract beginning July 1, 2018, through June 30, 2023.

The administration is requesting a one-year contract extension to begin July 1, 2023, through June 30, 2024, in an amount not to exceed \$850,000. A formal bid process will be released in early January 2024, after reevaluating campus trash, recycling and composting needs.

All Cycle Waste, Incorporated has included some price increases due to fuel cost, tipping fees, and labor costs which reflects a 12-15% increase from last year.

The following resolution was presented for approval:

Resolution approving contract extension with All Cycle Waste, Incorporated

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is authorized to enter into a one-year contract extension with All Cycle Waste, Incorporated for campus waste management system from July 1, 2023 through June 30, 2024, for a total amount not to exceed \$850,000.

Vice President Cate next introduced a 5-year contract extension with US Bank for the University Purchasing Card Program. In 2012 an RFP was issued for proposals on a five-year, plus an additional five-year renewal contract for the University Purchasing Card Program. The contract was awarded to US Bank on a VISA card platform. The decision to award was based on overall financial offerings, better functionality for daily program maintenance, user interface in technology and technological capabilities, reporting and auditing tools.

University Financial Services is requesting an additional five-year extension with US Bank under the Higher Education and Public Sector Program consortium. Vice President Cate noted that in addition to good functionality and service, the agreement includes a rebate structure equal to the University's previous five-year contract. Based on UVM's annual spend, the rebate revenue is expected to generate in excess of \$500,000 per year.

The following resolution was presented for approval:

Resolution approving revenue contract extension with US Bank

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into a five-year contract extension with US Bank as the issuer for the University Purchasing Card Program beginning July 1, 2023, through June 30, 2028.

Vice President Cate then introduced a resolution approving a five-year contract with Johnson Controls, Incorporated for the University's chiller maintenance and repair services. An RFP was released in March for the university's chiller maintenance and repairs for a five-year contract. This would include preventative, predictive, and corrective maintenance support.

Physical Plant has selected Johnson Controls, Incorporated to award the contract based on experience, service, and pricing for the University's chiller maintenance and repairs. The contract start date is July 1, 2023 through June 30, 2028, in an amount not to exceed \$4,000,000.

Johnson Controls, Incorporated has a local office in Williston, Vermont and has done previous work with UVM over many years. Due to labor costs, material costs, additional equipment

coverage, aging equipment and Freon pricing, it was noted that this agreement includes a material increase in pricing from our previous five-year contract.

The following resolution was presented for approval:

Resolution approving contract for chiller maintenance and repair services

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to execute a contract with Johnson Controls, Incorporated, for the University's chiller maintenance and repair services beginning July 1, 2023 through June 30, 2028, in an amount not to exceed \$4,000,000 in aggregate.

Next, Vice President Cate introduced a resolution approving one-year contract renewals with a variety of suppliers for software. He reported that due to the extreme circumstances of losing UVM's IT contract analyst in late May, and entering the height of the year-end contract review rush, Purchasing Services is requesting one-year renewals with the following suppliers for IT software: Descartes Visual Compliance USA LLC for export controls software; Gallery Systems for Fleming Museum software; Concept 3D for campus interactive map software; Aquifer for medical learning platform; and Copyright Clearance Center for library software. Each of these renewals are for one-year beginning in 2023 and ending in 2024, for an amount not to exceed \$79,500 in aggregate.

These renewals will exceed the five-year threshold requiring board approval.

The following resolution was presented for approval:

Resolution approving contract renewals for software

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into a contract renewal with Descartes Visual Compliance USA LLC, Gallery Systems, Concept 3D, Aquifer, and Copyright Clearance Center, each for a one-year software renewal beginning in 2023 through 2024, for an amount not to exceed \$79,500 in aggregate.

Chair Lumbra offered an opportunity for discussion. In response to a question, Vice President Cate reaffirmed some of the contracts would be going out to bid following the extensions approved today.

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

Executive Session

At 1:15 p.m. Chair Lumbra entertained a motion to enter into executive session to discuss labor relations agreements. He noted the session would last approximately 10 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 & Administration Richard Cate, Special Assistant to the President Jonathan D'Amore, and Trustee Coordinator Corinne Thompson.

The meeting was re-opened to the public at 1:32 p.m.

Adjournment

There being no further business, the meeting was adjourned.

Respectfully submitted,

Ron Lumbr, Chair