

**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, August 14, 2023, at 1:00 p.m., in room 351 Waterman Building, via remote conferencing.

MEMBERS PRESENT: Chair Ron Lumbra, Secretary Catherine “Kitty” Toll¹, Frank Cioffi¹, Carolyn Dwyer, President Suresh Garimella, Don McCree, and Shap Smith

MEMBERS ABSENT: Vice Chair Cynthia Barnhart

OTHER TRUSTEES PRESENT: Carol Ode¹ and Kristina Pisanelli

REPRESENTATIVES PRESENT: Foundation Representative President & CEO Monica Delisa, Staff Council Representative Monika Donlevy, Student Government Association Representative Olivia Eisenberg, and Graduate Student Senate President Ijaz Ul Haq

REPRESENTATIVES ABSENT: Faculty Senate Representative Tom Borchert

PERSONS ALSO PARTICIPATING: Vice President & Provost Patricia Prelock¹, Vice President for Finance & Administration Richard Cate, Vice President for Legal Affairs & General Counsel Trent Klingerman, Chief of Staff to the President Jonathan D’Amore¹, and Trustee Coordinator Corinne Thompson¹

¹ attended in person.

Chair Ron Lumbra called the meeting to order at 1:00 p.m. and welcomed staff representative Monika Donlevy to the committee.

Approval of minutes

Chair Lumbra entertained a motion to approve the minutes from the June 12, 2023, meeting. The motion was made, seconded and it was voted to approve the minutes as presented.

Chair remarks

Chair Lumbra reviewed the agenda topics coming before the committee and highlighted the significant housing discussions to be held in executive session.

President’s remarks

President Suresh Garimella reported that it felt like the fall semester was ready to begin as many students are already returning to campus and the community. He highlighted upcoming events including orientation activities that set the right tone for the newest members of the campus community and the annual Convocation ceremony during which new students gather together as

one group. He noted the latter is one of his favorite moments of the year and encouraged trustees to attend, if able.

President Garimella next expressed his appreciation to everyone who was part of keeping the university moving forward this summer from closing the fiscal year, to preparing for the year ahead, filling important positions, running summer college, launching another year of Upskill VT, recruiting students, revising policies and protocols, and supporting the year-around operation of the university.

He reported that searches for the university's next Chief Information Officer and Chief Officer for Professional and Continuing Education are getting underway and encouraged everyone who knows strong potential candidates to encourage them to apply. Additionally, Holger Hoock, the new Dean of the Graduate College and Jamie McGowan, the new Executive Director of International Partnerships and Programs, arrive on campus this month. He welcomed them both to the team.

Lastly, he welcomed Monika Donlevy, the new president of Staff Council and indicated he is looking forward to a great partnership with Monika and the Staff Council in the year ahead.

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 authorizing a license amendment with the State of Vermont Public Safety to provide options to extend the Mt. Mansfield radio transmitter facility license agreement which is set to expire on December 31, 2024. If all four 5-year renewal options are exercised the term of the lease would be extended for an additional 20 years, for a total term of 25 years. There is no income associated with this license agreement since the State uses this for public safety purposes.

The following resolution was presented for approval:

Resolution authorizing a license amendment with State of Vermont Public Safety

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to execute an amendment to provide four 5-year renewal options to extend the term of the existing license agreement with the State of Vermont Public Safety through December 31, 2044, if all options are exercised, for use of .1885 acres of land located at Mt. Mansfield, Stowe, Vermont for operation of a radio transmitter facility for public safety purposes with no annual income to the University.

Vice President Cate then introduced a resolution approving a two-year revenue contract with the State of Vermont Agency of Education for consulting and related services. UVM's Center for

Disability and Community Inclusion has been asked to provide training to area educators on behalf of the Agency of Education (AOE), as well as consulting and related services to AOE in connection with the statewide Building Effective Supports for Teaching (BEST) project and the Vermont Positive Behavioral Interventions and Supports project (VTPBIS). These projects provide training to educators on how to offer better and positive support to students experiencing emotional or behavioral challenges. The requested contract start date is August 2023 and extends through June 30, 2025, with revenue to UVM not to exceed \$1,200,000.

The following resolution was presented for approval:

Resolution approving revenue contract with State of Vermont Agency of Education for consulting and related services

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to execute a revenue contract with the State of Vermont, Agency of Education (“AOE”), for the provision of educational consulting services for the AOE beginning in August 2023 and extending through June 30, 2025, for total revenue to the University not to exceed \$1,200,000.

Vice President Cate next introduced a contract extension with Ellucian Company, LP. Enterprise Technology Services (“ETS”) has reached out to Ellucian Company, LP to assist with professional consulting resources to support UVM with upgrading the Banner Self Service platform from version 8 to 9 over the next 12 months. Version 8 has an end of life targeted for June 2024.

ETS is requesting approval to execute a contract with Ellucian Company, LP, for professional consulting services beginning August 1, 2023, through July 31, 2024, for an amount not to exceed \$500,000.

This professional consulting contract exceeds \$250,000 which requires board approval.

The following resolution was presented for approval:

Resolution approving contract with Ellucian Company, LP

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to execute a contract with Ellucian Company, LP, for professional consulting services beginning August 1, 2023, through July 31, 2024, for an amount not to exceed \$500,000.

Vice President Cate then introduced a resolution approving a contract extension with EAB Global, Incorporated. Currently the Office of Enrollment Management (“OEM”) is contracted with EAB Global, Incorporated for their software platform that provides retention and advising support for students on campus.

OEM is requesting approval of a three-year contract extension for the EAB Navigate software system from July 1, 2023, through June 30, 2026, in an amount not to exceed \$715,000.

The extension term of this contract will exceed five years which requires board approval.

The following resolution was presented for approval:

Resolution approving contract extension with EAB Global, Incorporated

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into a three-year contract extension with EAB Global, Incorporated for software program services from July 1, 2023, through June 30, 2026, in an amount not to exceed \$715,000.

Next, Vice President Cate introduced a resolution approving a contract with Microsoft, Corporation. ETS is requesting a three-year contract with Microsoft Corporation for software licenses and services for the entire campus. This provides Microsoft cloud and on-premises services, all Microsoft office applications, desktop and server window operating systems, and products such as Exchange, Teams, and OneDrive.

The contract with Microsoft Corporation begins from July 1, 2023, through June 30, 2026, in an amount not to exceed \$1,600,000.

The following resolution was presented for approval:

Resolution approving contract with Microsoft, Corporation

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into a three-year contract with Microsoft Corporation for software licenses and services from July 1, 2023, through June 30, 2026, in an amount not to exceed \$1,600,000.

Vice President Cate then introduced a contract renewal with Bloomberg Finance LP for financial software tools and terminals for finance faculty and business degree students. This provides access to analytics, equity trading platforms, data services, and financial information on companies.

The Grossman School of Business is requesting approval to enter into a four-year contract renewal with Bloomberg Finance LP for software program services from July 1, 2023, through June 30, 2027, in an amount not to exceed \$600,000.

The renewal term of this contract will exceed five years which requires board approval.

The following resolution was presented for approval:

Resolution approving contract renewal with Bloomberg Finance LP

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 renewal with Bloomberg Finance LP for software program services from July 1, 2023, through June 30, 2027, in an amount not to exceed \$600,000.

Vice President Cate next introduced a contract renewal with DE CIX North America Incorporated. Telecommunications & Network Services is requesting the contract renewal for peering services connected to New York City. Peering services provides campus direct access to cloud services such as Google as a much higher speed.

Authorization is being sought to enter into a three-year contract renewal July 1, 2023, through June 30, 2026, in an amount not to exceed \$30,000.

The renewal term of this contract will exceed five years which requires board approval.

The following resolution was presented for approval:

Resolution approving contract renewal with DE CIX North America, Incorporated

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into a three-year contract renewal with DE CIX North America, Incorporated for peering services from July 1, 2023, through June 30, 2026, in an amount not to exceed \$30,000.

Vice President Cate introduced the final resolution for a contract extension with Encoura, LLC. OEM has used Encoura, LLC (f/k/a The National Research Center for College and University Admissions, LLC) since July 2019 for subscription access to prospective student data.

OEM is requesting approval of a five-year contract extension for membership and subscription fees from July 22, 2023, through July 21, 2028, in an amount not to exceed \$89,000.

The extension term of this contract will exceed five years which requires board approval.

The following resolution was presented for approval:

Resolution approving contract extension with Encoura, LLC

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 Encoura, LLC for membership and subscription fees from July 22, 2023, through July 21, 2028, in an amount not to exceed \$89,000.

Chair Lumbrá offered an opportunity for discussion. In response to a question regarding the university's engagement with EAB Global, Incorporated, Provost Patricia Prelock responded they have not used their services to the full capacity and are exploring additional services that may be beneficial to the university. In response to several enrollment management related inquiries, the Provost indicated exact figures will not be available until September and that she would follow up with Vice Provost for Enrollment Management Jay Jacobs to be sure questions are addressed when he next presents to the board.

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

Executive Session

At 1:26 p.m. Chair Lumbra entertained a motion to enter into executive session to discuss contracts, premature public knowledge of which would clearly place the University at a substantial disadvantage. He noted the session would last approximately 20 minutes and that 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, Chief of Staff to the President Jonathan D'Amore, and Trustee Coordinator Corinne Thompson.

The meeting was re-opened to the public at 2:26 p.m.

Chair Lumbra introduced the following resolution:

Resolution authorizing an increase in the equity investment in Catamount Run

WHEREAS, on August 8, 2022, the Executive Committee authorized the investment of \$26,000,000 in a joint venture housing project with Synder-Braverman Development LLC, later named Catamount Run; and

WHEREAS, this project was slated to include approximately 496 bedrooms and will now accommodate approximately 620 bedrooms;

BE IT RESOLVED, that the Executive Committee authorizes the administration to invest an additional \$2,600,000 for a total of \$28,600,000 in the aggregate in the Catamount Run housing project.

A motion was made, seconded and the following roll-call vote was taken: Frank Cioffi – No, Carolyn Dwyer – Yes, Suresh Garimella – Yes, Ron Lumbra - Yes, Don McCree – Yes, Shap Smith – Yes, and Catherine “Kitty” Toll – Yes.

Chair Lumbra introduced the following resolution:

Resolution authorizing negotiation and execution of a contract with AAM 15 Management, LLC related to housing

BE IT RESOLVED, that the Executive Committee authorizes the administration to negotiate and execute agreements with AAM 15 Management, LLC related to housing, on material terms reported on this date, with a total investment not to exceed \$26,000,000 in the aggregate.

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

Adjournment

There being no further business, the meeting was adjourned at 2:41 p.m.

Respectfully submitted,

Ron Lumbra, Chair