

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

**EXECUTIVE COMMITTEE**

**Members:** Chair Ron Lumbra, Vice Chair Cynthia Barnhart, Secretary Catherine Toll, Frank Cioffi, Carolyn Dwyer, Suresh Garimella, Don McCree, and Shap Smith

**Representatives:** Faculty Representative Tom Borchert, Foundation Representative Monica Delisa, Staff Representative Monika Donlevy, Student Representative Mahder Teferra and Graduate Student Representative Cara Simone

**Monday, August 12, 2024**

1:00 p.m. – 2:00 p.m.  
351 Waterman Building

**AGENDA**

	<b>Item</b>	<b>Enclosure/ Exemption</b>	<b>Discussion Leader(s)</b>	<b>Time</b>
	<b>Call to order</b>			<b>*1:00 p.m.</b>
1.	Approval of June 10, 2024 minutes	Attachment 1	Ron Lumbra	1:00-1:02
2.	Chair's remarks		Ron Lumbra	1:02-1:05
3.	President's remarks		Suresh Garimella	1:05-1:08
4.	Action items: <ul style="list-style-type: none"><li>Resolution approving continued recognition of the University of Vermont and State Agricultural College 4-H Program as an affiliated organization</li></ul>	Attachment 2	Patricia Prelock	1:08-1:13
	<b>Motion to enter executive session**</b>			
5.	Personnel matters	Personnel and contracts	Ron Lumbra	1:13-1:55
	<b>Motion to go out of executive session</b>			
6.	Other business		Ron Lumbra	1:55-2:00
	<b>Motion to adjourn</b>			<b>2:00 p.m.</b>

\* Time is approximate.

\*\* The Chair will entertain a motion to enter into executive session for the purpose of discussing personnel and contracts. No action is anticipated following.

**Executive Committee - Executive Summary**  
**Monday, August 12, 2024**

**Prepared by: Ron Lumbra, Chair**

**The committee will convene to consider the action items listed below. Time is reserved for an executive session to discuss personnel and contracts. No action is anticipated following.**

ACTION ITEMS

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**Approval of previous minutes**

The minutes for the June 10, 2024 meeting are included as **attachment 1**.

**Action:** Motion to approve the minutes.

**Resolution approving continued recognition of the University of Vermont and State Agricultural College 4-H Program, Inc. (“UVM Extension Community Partners”) as an affiliated organization**

In November 2015, the Executive Committee approved the creation of the University of Vermont and State Agricultural College 4-H Program, Inc., a separate 501(c)(3) entity, for the purpose of financial management of 4-H clubs and chapters throughout the state. In June 2018, the Executive Committee approved expansion of the organization’s purpose to include similarly situated Extension programs with community clubs and chapters, colloquially doing business as “UVM Extension Community Partners.” The MOU covering this expanded purpose was entered into in 2021 and has since expired. Therefore, a new MOU is required to continue the affiliation pursuant to University policy.

Sarah Kleinman, Director of the 4-H, Family and Farmworker Education Programs will be available to address any questions.

**Action:** Resolution approving continued recognition of the UVM Extension Community Partner Organization subject to execution of an MOU. **Attachment 2**

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OTHER BUSINESS

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Time is reserved for other business as necessary.

**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 10, 2024, at 1:00 p.m., in Memorial Lounge, room 338 Waterman Building, via remote conferencing.

MEMBERS PRESENT: Chair Ron Lumbra, Vice Chair Cynthia Barnhart<sup>1</sup>, Secretary Catherine Toll, President Suresh Garimella, Carolyn Dwyer, Don McCree<sup>2</sup>, and Shap Smith

MEMBERS ABSENT: Frank Cioffi

REPRESENTATIVES PRESENT: Staff Council Representative Monika Donlevy, Graduate Student Senate Representative Cara Simone<sup>3</sup>, and Foundation Representative Monica Delisa

REPRESENTATIVES ABSENT: Faculty Senate Representative Tom Borchert and Student Government Association Representative Mahder Teferra

PERSONS ALSO PARTICIPATING: Trustees Carol Ode and Kristina Pisanelli, Provost & Senior Vice President & Provost Patricia Prelock, Vice President for Finance & Administration Richard Cate, Vice President for Legal Affairs & General Counsel Trent Klingerman, Chief of Staff to the President Jonathan D'Amore, Larner College of Medicine Associate Dean for Faculty Rebecca Wilcox<sup>4</sup>, Dean of the College of Agriculture and Life Sciences Leslie Parise, and Trustee Coordinator Corinne Thompson<sup>5</sup>

<sup>1</sup> Joined the meeting remotely at 1:06 p.m.

<sup>2</sup> Departed the meeting at 2:10 p.m.

<sup>3</sup> Departed the meeting at 1:26 p.m. and rejoined at 1:33 p.m.

<sup>4</sup> Departed the meeting at 1:32 p.m.

<sup>5</sup> Attended the meeting in person.

Chair Ron Lumbra called the meeting to order at 1:01 p.m. and welcomed new Graduate Student Senate President Cara Simone.

**Approval of minutes**

Chair Lumbra entertained a motion to approve the minutes from the April 15, 2024, meeting. The motion was made, seconded, and it was voted to approve the minutes as presented.

**Chair's remarks**

Chair Lumbra acknowledged the recent announcement of Vice President for Legal Affairs & General Counsel Trent Klingerman's decision to return to the private practice of law in his home state of Indiana. He recognized his unique reporting role to the President and the Board and thanked Vice President Klingerman for his partnership and outstanding service and applauded him for his numerous contributions over the past two years.

**President's remarks**

President Suresh Garimella began by welcoming the new GSS President Cara Simone. He then reminded trustees of the Special Board meeting on June 25, 2024, at which time the fiscal year 2025 budget and proposed revisions to the *Resolution Regarding Board Delegation and Retention of Authority* will be presented for approval. He reported that despite the challenges colleges and universities faced nationwide in implementing an updated Free Application for Federal Student Aid (FAFSA), the university is in a satisfactory position with respect to enrollments.

Next, President Garimella acknowledged Vice President Klingerman's departure and recognized his service as an invaluable resource and advisor, not only to him but to constituents across the university, including the Board of Trustees. He wished him the very best in his future endeavors.

President Garimella concluded by reporting that, thanks to the willingness of Sharon Reich Paulsen to return to UVM and serve in her prior position of Vice President for Legal Affairs & General Counsel, there will be a seamless transition. Her first day back at UVM is set for July 15, 2024.

**Action items**

Chair Lumbra noted that 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.

Provost Patricia Prelock acknowledged that travel issues prevented Larner College of Medicine (LCOM) Dean Richard Page from joining today's meeting, despite his strong wish to be present. She then welcomed LCOM Associate Dean for Faculty Rebecca Wilcox who introduced the first resolution. Associate Dean Wilcox provided an overview of the approval process leading to today's request for the Board's endorsement of proposed changes to the LCOM Faculty Handbook (included as appendix A to attachment 3 in the meeting materials).

- **February 8, 2024:** Shared plan and key changes with College of Medicine Advisory Committee (COMAC) for review and feedback
- **March 14, 2024:** Revisions approved by COMAC vote
- **March 18-April 1, 2024:** Shared plan and key changes with LCOM faculty
- **Week of April 8:** LCOM Faculty voted and approved
- **April 22, 2024:** UVM Provost approved
- **May 6, 2024:** UVM Faculty Senate Executive Council approved

Next, Associate Dean Wilcox offered highlights of the following key changes:

- Clarification of processes for appointment, reappointment and promotion
- New non-tenure salaried clinical pathway
- Time in rank for promotion
- Promotion and tenure department vote
- Volunteer pathway
- Promotion matrix
- Benefits analysis

She noted that simultaneous revisions were made to both the Faculty Handbook and Standards & Guidelines documents and that the Standards & Guidelines have been approved to the appropriate level and do not require Board approval.

Associate Dean Wilcox concluded by thanking everyone involved in the review process and acknowledged the significant contributions of Jane Okech, Vice Provost for Faculty Affairs, throughout the process.

The following resolution was presented for approval:

**Resolution adopting amendments to the Larner College of Medicine Faculty Handbook**

BE IT RESOLVED, that the Executive Committee hereby adopts proposed amendments by the University, through its Larner College of Medicine, to

the Larner College of Medicine Faculty Handbook as set forth in Appendix A to this document.

Vice President for Finance & Administration Richard Cate introduced the next resolution amending the Graduate Student Senate (GSS) fee for fiscal year 2025. He reported that following consultation with the president and provost in March 2024, the GSS passed a resolution requesting an increase in the GSS fee from the previous rate approved at the special meeting of the Board of Trustees on November 1, 2024 for fiscal year 2025 from \$10 to \$25/semester for graduate students enrolled in five or more credits and from \$7 to \$15/semester for graduate students enrolled in four or fewer credits.

The administration, including Graduate College Dean Holger Hoock, recommends that the GSS request be approved.

The following resolution was presented for approval:

**Resolution setting the graduate student senate fee for fiscal year 2025**

WHEREAS, with support of the administration, the Graduate Student Senate has called for a modest increase in its fees for fiscal year 2025, to “enhance existing stipends” for graduate student clubs and organizations and to “develop new initiatives, structural support, and funding for club and committee activities, and to address the evolving needs of the graduate student body,”

BE IT RESOLVED, that the Executive Committee amends the following rates for the graduate student senate fee to:

Less than 5 credits, \$15 per semester  
5 or more credits, \$25 per semester

Vice President Cate then introduced a five-year contract with All Cycle Waste, Incorporated. All Cycle Waste has been UVM’s contracted supplier for campus waste management system services for decades and is now the only supplier that can manage UVM’s volume and meet our requirements. He noted the contract term and total amount requires Board approval.

The following resolution was presented for approval:

**Resolution approving contract with All Cycle Waste, Incorporated**

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into a contract with All Cycle Waste, Incorporated for a campus waste management system beginning July 1, 2024 through June 30, 2029, for a total amount not to exceed \$4,500,000.

Vice President Cate next introduced a resolution approving a one-year job order contract extension with Environmental Hazards Management, Incorporated for hazardous material projects. Pricing remains the same through 2024 with no escalation increase.

This renewal will exceed the five year threshold requiring Board approval.

The following resolution was presented for approval:

**Resolution approving contract extension with Environmental Hazards Management, Incorporated**

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into a one-year job order contract extension with Environmental Hazards Management, Incorporated for hazardous material projects beginning February 9, 2024 through February 8, 2025, for an amount not to exceed \$250,000.

Vice President Cate then introduced a resolution approving a contract with Safety Systems of Vermont, LLC, for fire alarm annual testing, inspections, maintenance and service for repairs and ADA.

Physical Plant is requesting approval to enter into a 34-month contract term with two one-year renewal options and with an annual 5% escalation.

This extension will exceed the five year threshold requiring Board approval.

The following resolution was presented for approval:

**Resolution approving contract with Safety Systems of Vermont, LLC**

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into a contract with Safety Systems of Vermont, LLC for fire alarm testing, inspections and

maintenance beginning July 1, 2024 through April 30, 2027 with two one-year renewal options for an amount not to exceed \$1,700,000.

Next, Vice President Cate introduced a contract renewal with Rave Mobile Safety. UVM has been under contract with Rave Mobile Safety since 2019 to provide software for the CATALert emergency communication system, which reaches students, faculty, and staff across campus during urgent and emergency situations.

The administration is seeking approval to enter into a three-year contract renewal. Pricing is set at \$22,986.20 each year with no escalation increase.

This renewal will exceed the five year threshold requiring Board approval.

The following resolution was presented for approval:

**Resolution approving contract renewal with Rave Mobile Safety**

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 Rave Mobile Safety for the University's emergency communication systems beginning July 1, 2024 through June 30, 2027, for an amount not to exceed \$70,000.

Vice President Cate then introduced a contract amendment with Riskconnect Incorporated for a single integrated software platform to implement an incident/claims system to identify, analyze and manage its risks. The original five-year contract began September 9, 2021.

Risk Management will be upgrading their software from classic to lightning platform in 2024 to acquire more efficiency and specialized functionality. The administration is requesting approval to enter into a contract amendment with Riskconnect, Incorporated.

There are no escalation costs for 2024-2025, 3% for 2025-2026, and 5% for 2026-2027.

The following resolution was presented for approval:

**Resolution approving contract amendment with Riskconnect, Incorporated**

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into a contract



amendment with Riskconnect, Incorporated, for claim management software beginning September 9, 2021, through September 8, 2027, for an amount not to exceed \$460,000.

***This resolution replaces and supersedes the Board of Trustees Executive Committee approval at the December 13, 2021 meeting.***

Vice President Cate next introduced a contract renewal for student housing management software. Residential Life released an RFP for a student housing management system and StarRez Incorporated was the successful vendor selected for a five-year contract which began September 6, 2019.

The administration is requesting approval to enter into a five-year contract renewal for software support and maintenance plus adding a new module for managing off-campus housing, with an annual 5% escalation.

The following resolution was presented for approval:

**Resolution approving contract renewal with StarRez, Incorporated**

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 StarRez, Incorporated for student housing management software beginning September 6, 2024, through September 5, 2029, for an amount not to exceed \$350,000.

Vice President Cate then introduced contract renewals with the following suppliers for IT software, which range from 12 to 18 months:

- McGraw Hill, LLC for Library subscription materials from 6/1/24 – 1/31/26
- MAXIMUS Higher Education, Inc. for effort reporting software from 7/1/24 – 6/30/25
- NuHarbor Security for security event analysis software from 7/13/24 – 7/12/25
- Wolfram Research, Inc. for Mathematica software from 8/1/24 – 7/31/25
- Explorance Corporation for institutional course evaluation software from 8/28/24 – 8/27/25

The cost of these renewals will be an amount not to exceed \$365,000 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 contract renewals with McGraw Hill LLC, MAXIMUS Higher Education, Incorporated, NuHarbor Security, Wolfram Research, Incorporated, and Explorance Corporation, each for software renewals beginning in 2024 through January 2026, for an amount not to exceed \$365,000 in aggregate.

Next, Vice President Cate introduced a resolution authorizing lease terms with Hale Resources, LLC. for approximately 2,246 square feet of office and meeting space in a new redevelopment project at 650 Main Street, Bennington, Vermont for UVM Extension. The term of the lease would be for an initial term of seven (7) years, with two options to extend for 5 years each.

The annual rent and total lease expense associated with this lease agreement is \$44,134.00.

The following resolution was presented for approval:

**Resolution authorizing a lease with Hale Resources, LLC**

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to execute a letter of intent to lease with Hale Resources, LLC for an initial seven (7) year term, with two 5-year optional renewals, for use of 2,246 square feet of office and meeting space at 650 Main Street, Bennington, Vermont with annual lease expense to the University of \$44,134.00 per year for the initial term.

Lastly, Vice President Cate introduced eight resolutions updating signatory authority. As the result of a retirement and subsequent reorganization, the Director of Treasury Services has been deleted and the Treasury and Accounting Manager and the Financial Accounting and Reporting Manager have been added to the authorized signatory for the following transactions:

**Resolution approving revisions to signatory authority for the establishment of bank accounts**

BE IT RESOLVED, that any combination of two of the following persons: the President, Senior Vice President and Provost, Vice President for Finance and

Administration, and Controller, or any officer holding any of the above positions on an interim basis, are hereby authorized to open commercial bank accounts for the purpose of conducting corporate business; and

BE IT FURTHER RESOLVED, that the President, Senior Vice President and Provost, Vice President for Finance and Administration, Controller, Associate Controller, Treasury and Accounting Manager, Financial Accounting and Reporting Manager, and Senior Treasury Professional, or any officer holding any of the above positions on an interim basis, are hereby authorized to be signatories on these accounts.

This resolution supersedes all previous authorizations.

**Resolution approving revisions to signatory authority for the maintenance of bank accounts**

BE IT RESOLVED, that the Executive Committee hereby authorizes the following persons: the President, Senior Vice President and Provost, Vice President for Finance and Administration, Controller, Associate Controller, Treasury and Accounting Manager, Financial Accounting and Reporting Manager, and Senior Treasury Professional, or any officer holding any of the above positions on an interim basis, to carry out all legal acts relative to the maintenance of any Bank accounts; and

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

This resolution supersedes all previous authorizations.

**Resolution approving revisions to signatory authority for transfers between corporate accounts**

BE IT RESOLVED, that the Executive Committee hereby authorizes the following persons: the President, Senior Vice President and Provost, Vice President for Finance and Administration, Controller, Associate Controller, Treasury and Accounting Manager, Financial Accounting and Reporting Manager, and Senior Treasury Professional, or any officer holding any of the above positions on an interim basis, to issue telephone instructions or secure file transfers, 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.

**Resolution approving revisions to signatory authority for treasury management**

BE IT RESOLVED, that the Executive Committee hereby authorizes the following persons: the President, Senior Vice President and Provost, Vice President for Finance and Administration, Controller, Associate Controller, Treasury and Accounting Manager, Financial Accounting and Reporting Manager, and Senior Treasury Professional, or any officer holding any of the above positions on an interim basis, to singly execute any and all instruments necessary, proper, and desirable for the purpose of conducting University business for abandoned property, life insurance policies, bond management, and other treasury management functions and further that any officer is authorized to certify this resolution to whom it may concern.

**Resolution approving revisions to signatory authority for the establishment of brokerage accounts**

BE IT RESOLVED, that any combination of two of the following persons: the President, Senior Vice President and Provost, Vice President for Finance and Treasurer, Controller, and Associate Controller, or any officer holding any of the above positions on an interim basis, singly are hereby authorized to open and close brokerage accounts for the purpose of conducting corporate business; and

BE IT FURTHER RESOLVED, that the President, Senior Vice President and Provost, Vice President for Finance and Treasurer, Controller, Associate Controller, Treasury and Accounting Manager, Financial Accounting and Reporting Manager, and Senior Treasury Professional, or any officer holding any of the above positions on an interim basis, singly is hereby authorized to be signatories on these accounts.

This resolution supersedes all previous authorizations.

**Resolution approving revisions to signatory authority for sale of securities**

BE IT RESOLVED, that the Executive Committee hereby authorizes the following officers to sell securities received as contributions to the

University: the President, Senior Vice President and Provost, Vice President for Finance and Treasurer, Controller, Associate Controller, Treasury and Accounting Manager, Financial Accounting and Reporting Manager, Senior Treasury Professional, or any officer holding any of the above positions on an interim basis; and

BE IT FURTHER RESOLVED, that the President, Senior Vice President and Provost, Vice President for Finance and Treasurer, Controller, Associate Controller, Treasury and Accounting Manager, Financial Accounting and Reporting Manager, Senior Treasury Professional or any officer holding any of the above positions on an interim basis, singly is hereby 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.

**Resolution approving revisions to signatory authority for endowment funds and other invested funds**

WHEREAS, the Board of Trustees has fiduciary responsibility for the University of Vermont and State Agricultural College Endowment Funds and Other Invested funds, such as Long-Term Investment Pool, including Consolidated Endowment Funds, and 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 funds;

BE IT RESOLVED, that the President, Senior Vice President and Provost, Vice President for Finance and Treasurer, Controller, and Associate Controller, or any officer holding any of 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.

**Resolution approving revisions to signatory authority for 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, Senior Vice President and Provost, Vice President for Finance and Treasurer, Controller, Associate Controller, or any officer holding any of the above positions on an interim basis, singly is hereby 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.

Chair Lumbra offered an opportunity for discussion. In response to a question regarding the Board's authority for signatory authority resolutions, Vice President Cate confirmed that the Board's authority to approve such authorizations does not change under the proposed revisions to the *Resolution Regarding Board Delegation and Retention of Authority*.

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

**Update on fiscal year 2025 budget planning assumptions**

Vice President Cate provided a brief update on the planning assumptions for the fiscal year 2025 budget that will be presented for approval at the Special Board meeting scheduled on June 25, 2024. He reported that the university will meet the undergraduate net tuition number estimated prior to the FAFSA issues and that Vice Provost for Enrollment Management Jay Jacobs will offer a brief enrollment management update at the Special Board meeting later this month.

University leadership will meet with Budget, Finance & Investment (BFI) Committee leadership and BFI Committee members will receive an advance copy of the budget

packet for their review prior to distribution to the full Board for its consideration on June 25, 2024.

### **Resolution Regarding Delegation and Retention of Board Authority discussion**

In follow up to the Board's discussion on May 17, 2024, Vice President for Legal Affairs & General Counsel Trent Klingerman discussed how proposed changes to the *Resolution Regarding Delegation and Retention of Board Authority* would operate for transactions on today's agenda. An illustration is included in attachment 4 of the meeting materials.

As noted, one of the 12 contract/lease agreements would require Board approval under the proposed revised delegation resolution and the Board would be provided with notice of all other contract/lease agreements if renewals either were for more than 10 years or resulted in a 5% annual cost increase.

With regards to the additional resolutions on today's agenda, the Board retains its authority to approval student fees and changes to the University Manual and LCOM Faculty Handbook.

An opportunity for discussion was offered. Trustee Don McCree requested that a similar chart be prepared to illustrate the impact of proposed changes to the delegation and retention of authority resolution on real estate transactions that have come before the Board in recent years.

Vice President Klingerman concluded by sharing that all Trustees will be receiving a copy of the chart illustrating the basis for approval of contracts submitted by the administration for approval today, the additional chart requested related to real estate transactions, and a copy of the proposed revisions to the *Resolution Regarding Board Delegation and Retention*. Trustees will be reminded that the Board is scheduled to vote on the proposed revisions to the *Resolution Regarding Board Delegation and Retention of Authority* on June 25, 2024, and will be invited to share any questions or comments with Vice President Klingerman and Vice President Cate in advance of the meeting.

### **Executive Session**

At 1:42 p.m., Chair Lumbra entertained a motion to go into executive session for the purpose of discussing contracts, premature general public knowledge of which would clearly place the university at a substantial disadvantage. He noted the session is expected to last approximately 15 minutes and action is anticipated

following. Everyone was excused from the meeting with the exception of Trustees, Provost & Senior Vice President Patricia Prelock, Vice President for Legal Affairs & General Counsel Trent Klingerman, Vice President for Finance & Administration Richard Cate, Chief of Staff to the President Jonathan D'Amore, Dean of the College of Agriculture & Life Sciences Leslie Parise, and Trustee Coordinator Corinne Thompson.

The meeting was reopened to the public at 2:12 p.m.

Chair Lumbra introduced the following resolution:

**Resolution approving purchase or long-term lease**

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to enter into negotiations to purchase or execute a long-term lease as lessee for farmland and associated buildings and equipment subject to terms and conditions discussed this date and, further, that all of the University's financial obligations associated with the lease payments or cost of purchase will be funded by the revenue from a sublease with the USDA Agricultural Research Service.

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

**Adjournment**

There being no further business, the meeting was adjourned at 2:14 p.m.

Respectfully submitted,

Ron Lumbra, Chair



**Larner College of Medicine Faculty Governance  
Summary of Key Changes to the  
Faculty Handbook and Standards & Guidelines Documents**

**CLARITY OF PROCESSES**

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- General:
  - Content and Flow
  - Index with embedded links
- Appendices added to Standards & Guidelines
  - Updated Faculty Promotion Criteria Matrix
  - Summary document of new Clinical Pathway
  - Tenure Timelines

**NEW CLINICAL PATHWAY**

(FACULTY HANDBOOK 3.2.3, STANDARDS & GUIDELINES 5.2)

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- Salaried Faculty in Clinical Departments whose predominate ( $\geq 95\%$ ) professional effort is in direct patient care and/or patient care administration
  - Titles: Clinical Instructor, Clinical Assistant Professor, Clinical Associate Professor, Clinical Professor
  - Participation in teaching and research during clinical duties may be appropriate; however, promotional review is based on demonstration of clinical excellence
  - Value NOT volume
  - As members of LCOM community citizenship is an expectation
- Will no longer recruit under the non-promotable Clinical Practice Physician (CPP) pathway; however, current CPP faculty may choose to remain on this pathway

**PROMOTION AND TENURE DEPARTMENT WIDE VOTE CHANGED TO APPROPRIATE COMMITTEE**

(FACULTY HANDBOOK 3.5.2, STANDARDS & GUIDELINES 3.5.4)

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- Goals
  - Using unit expertise, we shift from administrative task to effective process that meet the objective
  - Eliminate confusing/ineffective data in promotion dossiers (e.g., “no” votes without an explanation)
  - Protect promotion and tenure candidates’ anonymity
- Objective of this Vote from perspective of the UVM Professional Standards Committee “We are looking to the department for their expertise.”
- Current Handbook States: The Chair must seek the input of all salaried faculty relative to the candidate’s work in the performance areas evaluated.
- Revised version: The Chair or appropriate delegate must seek input from a department RPT committee or equivalent relative to the candidate’s work in the performance areas evaluated.

**TIME IN RANK FOR PROMOTION FOR NON-TENURE TRACKS**

(STANDARDS & GUIDELINES 2.4 AND 2.6.1)

- Goals
  - Standardization; decreased ambiguity with increased inclusivity
- Promoted at 6 years, 5 years if exceptional
  - Time at rank does NOT guarantee promotion. Promotion is still CRITERIA BASED; however, time in rank, provides a framework for catching ALL faculty that may be ready for promotion.
  - It is important to note that the process of promotion is greater than 1 year. So, although one may be promoted in year 5 or 6, the process for the faculty and respective departments starts 1 year earlier.

For example:

**Point of Clarification: Time in Rank**

2019	2020	2021	2022	2023	2024 Oct 1	2025 July 1
<b>0</b>	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>	<b>6</b>

- Faculty promotions occur annually on July 1<sup>st</sup>
- Faculty promotion dossiers due to LCOM Dean's Office annually Oct 1<sup>st</sup>

Dr. A. Einstein joins LCOM out of fellowship; started as Assistant Professor on the Clinical Scholar Pathway on July 2019

- ✓ For Dr. Einstein to be promoted on July 1<sup>st</sup> 2025 (his 6<sup>th</sup> year) his promotion dossier needs in the Dean's Office Oct 1<sup>st</sup> 2024 (his 5<sup>th</sup> year)
- ✓ Department RPT teams working with candidates take many months prior in preparation of the dossier to meet the Oct 1<sup>st</sup> deadline (e.g., most departments request arm's length letter in support of promotion dossiers in May or June of that year)

- For faculty who have transferred from another academic institution
  - Revisions codify accepting up to 4 years from outside academic institution
  - Must be at LCOM 1 year prior to submitting promotion dossier
- Goals
  - Standardization; Decrease barriers to recruitment/increase pool of talented & diverse faculty

For example:

2023	2024 Oct 1	2025 July 1	2026	2027	2028	2029
<b>4</b>	<b>5</b>	<b>6</b>	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>

You successfully recruit Dr. M. Teresa to your LCOM department, start date 7/2023, from THE Ohio State University where they have been an Assistant Professor for 4 years

- ✓ Dr. Teresa, who meets criteria for promotion, could be promoted on July 1<sup>st</sup> 2025 (her 6<sup>th</sup> year); her promotion dossier needs to be ready in 2024 (her 5<sup>th</sup> year)
  - ✓ Must be at LCOM one year
  - ✓ Promotion dossier submitted in 5<sup>th</sup> yr. to be promoted in their 6<sup>th</sup> yr.

## **SALARIED INSTRUCTOR APPOINTMENTS**

(FACULTY HANDBOOK 3.2.3, STANDARDS & GUIDELINES 5.2 AND 5.4)

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- Instructor appointments are options on the Clinical Pathway and Education Scholar Pathway (not on the Research Scholar, which has a Faculty Scientist option, nor Clinical Scholar Pathways)
- Current: Instructor appointments and reappointments are for one year. Feedback indicated a preference for longer appointments
- Change: Instructor appointments and reappointments have been revised to a two-year cycle.

## **ELIMINATE REAPPOINTMENTS FOR TRAINEES VOLUNTEER INSTRUCTOR APPOINTMENTS**

(FACULTY HANDBOOK 3.2.5, STANDARDS & GUIDELINES 6.1.1)

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- Codifies the appointment of residents and fellows as UVM Clinical Instructors on the Volunteer Pathway for their training duration (re-appointments no longer required)
- Total # of Volunteer (non-salary) Faculty: 1467 (as of January 2024)
  - 514 Residents, 81 Fellows

## **FACULTY PROMOTION CRITERIA MATRIX UPDATED AS AN APPENDIX TO THE STANDARDS & GUIDELINES**

(STANDARDS & GUIDELINES APPENDIX A)

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- NOTE: This matrix is a mentoring tool. It is intended to present examples only to assist faculty, department chairs and promotion committees as they create their promotion dossiers.
- Changes:
  - Stronger alignment with Vision 2025
  - Addition of DEI academic work in all three domains (service, scholarship, teaching)
  - Expansion to recognize team science metrics

## **BENEFITS**

(FACULTY HANDBOOK 4.4)

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- The contract with UVM Represented Faculty is under negotiation and is expected to be completed in May 2024.
- Rather than wait for review in the fall, LCOM will move forward to update all other sections of the Faculty Handbook and revisit the Benefits section after the UVM faculty contract is approved.
- The goal is to assure that LCOM faculty benefits align with the UVM represented faculty benefits
- Upon completion of the UVM representative faculty negotiations, we will prepare a revised Faculty Handbook specifically addressing changes to faculty benefits to go to the UVM Board for approval in Fall 2024.
- Until then, the Benefits outlined in the Faculty Handbook are unchanged from the current language, which align with the UVM Non-Represented Staff Handbook.

**EXECUTIVE COMMITTEE**

**August 12, 2024**

**Resolution approving continued recognition of the University of Vermont and State Agricultural College 4-H Program, Inc. (“UVM Extension Community Partners”) as an affiliated organization**

BE IT RESOLVED, that the Executive Committee hereby approves continuation of the University of Vermont and State Agricultural College 4-H Program, Inc. as an affiliated organization of the University of Vermont and State Agricultural College in support of community programming administered by UVM Extension Services with clubs or chapters, subject to the execution of a Memorandum of Understanding pursuant to the University’s Affiliated Organization’s Policy; and

BE IT FURTHER RESOLVED, that the Provost is authorized to enter into such a Memorandum of Understanding for a term of three years.