

**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, April 15, 2024, at 1:00 p.m., in room 351 Waterman Building, via remote conferencing.

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

MEMBERS ABSENT: None

REPRESENTATIVES PRESENT: Faculty Senate Representative Tom Borchert, Staff Council Representative Monika Donlevy, Graduate Student Senate Representative Ijaz Ul Haq, Student Government Association Representative Mahder Teferra, and Foundation Representative Monica Delisa

REPRESENTATIVES ABSENT: None

PERSONS ALSO PARTICIPATING: Trustee Kristina Pisanelli, Vice President & Provost Patricia Prelock<sup>2</sup>, Vice President for Finance & Administration Richard Cate, Vice President for Legal Affairs & General Counsel Trent Klingerman, Vice Provost for Student Affairs Erica Caloiero, Chief of Staff to the President Jonathan D'Amore, Executive Director of Government Relations Wendy Koenig, and Trustee Coordinator Corinne Thompson<sup>3</sup>

<sup>1</sup> Joined the meeting remotely at 1:10 p.m.

<sup>2</sup> Attended the meeting in person and departed at 1:40 p.m.

<sup>3</sup> Attended the meeting in person.

Chair Ron Lumbra called the meeting to order at 1:02 p.m. and welcomed new Student Government Association (SGA) President Mahder Teferra.

**Approval of minutes**

Chair Lumbra entertained a motion to approve the minutes from the December 11, 2023, meeting. The motion was made, seconded, and it was voted to approve the minutes as presented.

**Chair's remarks**

Chair Lumbra offered a brief update on the presidential comprehensive review process, which is required at five year intervals per Board policy. He reminded everyone that the process was initiated last fall and has been facilitated by Dr. Carol Cartwright, an experienced consultant affiliated with the Association of Governing Boards. The objectives of this process include examining the progress towards goals mutually set by the Board and the President. Dr. Cartwright conducted interviews and focus groups in February and March to elicit feedback from trustees, governance group leaders, senior leaders, constituents/stakeholders with substantial direct knowledge and experience with the President and the University. She will preview the results of the assessment with the ad hoc committee later this month and report to the full Board at next month's Board meeting after which the UVM community will be informed of the outcome of the process.

Chair Lumbra then shared that he was invited to attend the Staff Council meeting on April 2<sup>nd</sup> and found the conversation to be candid, constructive and thoughtful; he came away with a sense of the staff's pride in, and commitment to, the university. He extended his appreciation to Staff Council President Monika Donlevy for the invitation.

Chair Lumbra next reported that the Board Governance Committee will be convening on April 29<sup>th</sup> to review proposed revisions to the Board's *Resolution Regarding Delegation and Retention of Board Authority*. He reminded trustees that last spring, he and Board Governance Committee Chair Frank Cioffi had an initial conversation after which this committee discussed the current approval thresholds and directed the administration to review the resolution and consider adjustments to ensure that the Board is efficiently engaged on the most important and strategic issues facing the university.

**President's remarks**

President Suresh Garimella began by welcoming the new SGA President Mahder Teferra to the committee. He then reported that the UVM Foundation Board of Directors met last week and expressed his appreciation for the volunteers who serve on the Board and the Foundation Leadership Council. In addition to being very engaged financial supporters, these groups also serve as advisors in many capacities and have a great passion for UVM and its mission.

Next, President Garimella congratulated the women's basketball team for their exciting run in the National Invitation Tournament noting that the team advanced farther in the post-season than any VUM basketball team ever has - to the Fab 4. He shared that in recent weeks he has had enjoyable visits with some departing

members of both the men's and women's basketball teams and expressed his pride in the coaches, Athletic Director Jeff Schulman, and athletic department staff who support the players, helping to develop into impressive young adults who are ready to head off to exciting future opportunities, where they will establish themselves as leaders, just as they did at UVM.

President Garimella then offered an update on the challenges being faced nationwide in implementing an updated Free Application for Federal Student Aid (FAFSA) that underpins the university's financial aid regimen, and therefore the enrollment management operations. He commended the Student Financial Services team in particular, as well as others in the enrollment management division, whom under the leadership of Vice Provost for Enrollment Management Jay Jacobs, demonstrated steadfastness and patience during this challenging time. Last week, under advisement of Vice Provost Jacobs and his team, the university decided to extend the deadline for students to commit to attendance from May 1 to May 15, as most colleges and universities—and virtually all the peer institutions our admitted students choose among—are doing. This extension is a necessary step to ensure all students who would want to choose UVM have all the information and opportunity they need to make the choice that's right for them and their families. President Garimella went on to note that at this time of year, UVM typically has about 12,000 FAFSAs in the system and currently has 10,000. It is not expected that the 2,000 additional FAFSAs will materialize as many students have made their choices or have been unable to complete the form. Of the 10,000 received, about 65% still require corrective action from the federal government, and there is no clear sense of the timeline for this. The UVM team has done all it can with the 3,500 admitted students, including issuing aid packages to all, which puts the university ahead of many schools. However, the choice for most students involves comparing packages, so the delays at other schools have an impact on us too.

President Garimella concluded his remarks by acknowledging this has been a challenging year on campus because of the turmoil in the world and the way it presents itself on college campuses. Despite the potential difficulties, UVM has lived out Our Common Ground values and he is proud of the campus community. He shared that the university's approach to engagement and interaction is responsive to current events but is not driven by them. He noted this is a timeless and persistent need at universities, which is why he is introducing the President's Initiative for Civil Discourse that he is co-developing with several senior leaders. One key element is the university's attention to Intergroup Dialog and to expanding opportunities for students to come together in conversations with, both with each other and with faculty, staff and administrators in settings that invite discussion and reflection.

**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.

Vice President for Finance & Administration Richard Cate introduced the first resolution approving an additional meal plan rate for fiscal year 2025. He reported that the Division of Student Affairs has piloted a voluntary All Access Plus meal plan during the 2023/2024 academic year. Based on the popularity of the plan over the pilot period, the administration is asking the committee to approve this additional meal plan rate at this time.

The following resolution was presented for approval:

**Resolution approving an additional meal plan rate for fiscal year 2025**

BE IT RESOLVED, that the Executive Committee hereby approves an additional meal plan rate for the 2024-2025 academic year as follows:

All Access Plus Plan   \$4,972

Vice President Cate next introduced a three-year contract with ResourceFull Consulting, LLC. Northeast SARE (Sustainable, Agriculture, Research, and Education) is partnering with ResourceFull Consulting, LLC to provide expert support to implement their strategic plan for Diversity, Equity, Inclusion and Justice initiative. ResourceFull Consulting, LLC will provide key activities, such as advising, coaching, working support groups, and training to UVM Extension staff for a three-year period.

The administration is requesting approval to execute a contract with ResourceFull Consulting, LLC for professional consulting services beginning April 15, 2024, through February 28, 2027, for an amount not to exceed \$275,000 in aggregate.

This contract is for professional services over \$250,000 and requires Board approval.

The following resolution was presented for approval:

**Resolution approving contract with ResourceFull Consulting, LLC**

BE IT RESOLVED, that the Vice President for Finance and Administration, or his successor or designee, is hereby authorized to execute a contract with ResourceFull Consulting, LLC for professional consulting services beginning April 15, 2024, through February 28, 2027, for an amount not to exceed \$275,000 in aggregate.

Vice President Cate then introduced a contract with University Health Plans for student health insurance. Risk Management requested bid proposals with UVM's Insurance Broker, University Health Plans, to seek an insurance carrier for basic accident and sickness insurance for students. After the Center for Health and Wellbeing and Risk Management's evaluation of the proposals, University Health Plans via Wellfleet Insurance was selected. This vendor provides an 80/20 coinsurance plan for a premium of \$4,498 per student in AY 25. The contract will begin August 1, 2024 and run through July 31, 2025, for an aggregate amount not to exceed \$7,400,000.

The premium cost per student increased 18.7% from last year's pricing with the same carrier (Wellfleet). Insurance premiums are paid directly by the students.

The following resolution was presented for approval:

**Resolution approving contract with University Health Plans**

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 University Health Plans, Incorporated for student health insurance beginning August 1, 2024 through July 31, 2025, for an amount not to exceed \$7,400,000.

Chair Lumbra offered an opportunity for discussion. Following a brief discussion about the percentage and type of students who utilize the student health insurance a motion was made, seconded and the resolutions were unanimously approved as presented.

**Vice President for Finance & Administration report**

Chair Lumbra directed the committee's attention to attachment 3 in the meeting materials and invited Vice President Cate to introduce his report. Vice President Cate noted construction projects costing more than \$1M are required to be reported to the Board and this report details the construction of a new fleet parking lot and road paving at 661 Spear Street in Burlington scheduled to begin this spring/summer.

An opportunity for questions was offered. The location's proximity to campus and who will be utilizing the lot were discussed. Vice President Cate reported that there will be modest use by UVM. This project is being done in conjunction with the UVM Medical Center with the hospital operating a shuttle bus for its employees. Chair Lumbra acknowledged that this report is an example of what the Board Governance Committee will be considering when it meets to review the Board's delegation and retention of authority and matters requiring periodic reporting.

### **Faculty Senate President's report**

Faculty Senate President Tom Borchert thanked Chair Lumbra for the opportunity to address the committee and for working collaboratively to provide clear communication avenues between the Board and campus constituents. He then offered comments on the following topics:

1. Composition of the Board – he opined that the campus community as a whole, and certainly the faculty, want the Board to understand conditions on campus. In the past couple of years, the faculty have supported efforts to add a faculty member, or an emeritus faculty member, to the Board of Trustees. For many faculty members the interest in adding a member comes from a feeling that the Board doesn't know what is happening on campus.
2. Campus climate - conditions on campus remain somewhat fragile post-COVID. A substantial number of faculty members feel out of the information loop and perhaps undervalued in relation to their role. Because of the perceived lack of communication on campus, there is a greater likelihood that people will resist or misunderstand when campus-wide changes or new initiatives come out, making it harder to effectively move forward.
3. Ways in which the administration and faculty are working together – referring to the 2019 New England Commission on Higher Education report, which noted the lack of faculty participation in long-term or strategic planning, President Borchert noted that following discussions with Faculty Senate leaders, the President and Provost, this issue is now being addressed. The Faculty Senate Executive Council and the Provost's Academic Leadership Team met last September and again in February to work on strategic initiatives, including refreshing of the Academic Success Goals and the implementation of the Planetary Health Initiative. These meetings were seen as very productive and effective models for ensuring that faculty are engaged in strategic and long-term planning initiatives.

Chair Lumbra thanked Faculty Senate President Borchert and asked if he had specific suggestions for how to improve communication with faculty members. President Borchert suggested more opportunities for engagement such as Chair Lumbra's annual attendance at a Faculty Senate meeting and perhaps adding

additional ways to engage with the President and Provost so that faculty are not surprised when new initiatives or campus-wide changes are made.

### **Executive Session**

At 1:35 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 no 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, Vice Provost for Student Affairs Erica Caloiero, Chief of Staff to the President Jonathan D'Amore, Executive Director of Government Relations Wendy Koenig and Trustee Coordinator Corinne Thompson.

The meeting was re-opened to the public at 2:11 p.m.

### **Adjournment**

There being no further business, the meeting was adjourned.

Respectfully submitted,

Ron Lumbra, Chair