

- 8) Authorization to Borrow and to Purchase DeGoesbriand Parking Lot
- 9) Authorization for Leasing of the DeGoesbriand Building and/or Parking Lot
- 10) Approval of Certain Arrangements and Agreements Relating to The Organization of an Integrated System of Health Care and Execution of a Clinical Affiliation Agreement

May 14, 1994

- 1) Investment Consultant - Cambridge Associates, Inc.
- 2) Staff Actions
- 3) Authorization for President to Award Degrees at Commencement
- 4) Appointment of Converse Professor (appointing Anthony S. Campagna)
- 5) Reorganization of Departments in the College of Agricultural and Life Sciences
- 6) Change in Name of Department of Communication Science and Disorders
- 7) Revision of Section 265 of the Officers' Handbook
- 8) Departmental Reorganization in College of Education and Social Services
- 9) Establishment of Center for Sustainable Agriculture
- 10) Establishment of Humanities Center
- 11) Ph.D. in Natural Resources
- 12) Authorization for Old Mill/Lafayette Project
- 13) Authorization of Library Storage Facility Construction and Christie/Wright/Patterson Renovation
- 14) Agricultural Engineering Barn
- 15) License Agreement to Town of Colchester for Recreation Path
- 16) Fiscal Year 1995 Budget Premises: General University
- 17) Fiscal Year 1995 Operating Budget: Morgan Horse Farm
- 18) Tuition and Overseas Program Charges for Fiscal Year 1995
- 19) Fees Changes for Fiscal Year 1995
- 20) Room and Meal Plan Rates, Fiscal Year 1995
- 21) Acceptance of Gifts and Grants/Contracts
- 22) Energy Line of Credit
- 23) Amendment of Bylaws
- 24) Joint Committee on Honorary Degrees

February 5, 1994

- 1) Charter for Audit Services
- 2) Staff Actions
- 3) Authorization for President to Award Degrees in March
- 4) Change in Name of Vermont Regional Cancer Center
- 5) Sale of Eunice Burrington Estate
- 6) Family Student Housing Complex
- 7) Acceptance of Gifts and Grants
- 8) Joint Committee on Honorary Degrees
- 9) Retiring Trustees (Luther F. Hackett, Wendy A. Klandl, and Alan D. Overton)

UNIVERSITY OF VERMONT AND STATE AGRICULTURAL COLLEGE
Resolution of the Executive Committee of the Board of Trustees

December 14, 1994

Resolution Regarding the Fletcher Allen Physicians Corporation and the Affiliation Agreement

WHEREAS, the University of Vermont and State Agricultural College ("UVM") Board of Trustees passed a resolution on August 19, 1994 ("the earlier resolution"), approving certain arrangements and agreements relating to the organization of an integrated system of health care and execution of a clinical affiliation agreement; and

WHEREAS, certain circumstances have changed subsequent to the date of passage of such resolution requiring amendments to the authorizations therein provided;

NOW, THEREFORE, it is resolved as follows:

1. The entity referenced in the earlier resolution will be known as "Fletcher Allen Health Care" ("FAHC"), and UVM, through the officers designated in the earlier resolution, is hereby authorized to take such actions and enter into such agreements with FAHC as authorized in the earlier resolution; and
2. There will be established in addition to FAHC, a non-profit corporation of the State of Vermont, an entity known as "Fletcher Allen Physicians Corporation" ("FAPC"), a non-profit corporation of the State of Vermont, whose sole member is FAHC, and UVM, through the officers designated in the earlier resolution, is hereby authorized to take such actions and enter into such agreements with FAPC and/or FAHC as authorized in the earlier resolution, subject to the terms and conditions of such resolution; and
3. The UVM Provost, ex officio, is hereby authorized to identify FAHC and/or FAPC as an approved faculty practice plan option for UVM College of Medicine faculty who wish to engage in the clinical practice of medicine pursuant to Section 242 of the UVM Officers' Handbook, and further authorized to designate FAHC and/or FAPC as the principal organizations through which such faculty engage in the practice of medicine and offer clinical services; and
4. The Clinical Affiliation Agreement referenced in the earlier resolution may be known as an "Affiliation Agreement" and shall otherwise be constituted and executed in a manner consistent with the earlier resolution as hereby emended.

**RESOLUTIONS
FULL BOARD**

October 15, 1994

EDUCATIONAL POLICY COMMITTEE

Staff Actions

RESOLVED, that the Board of Trustees receives the list of staff actions and approves leaves of absence noted within.

Approval of Degrees

RESOLVED, that the Board of Trustees approves the awarding of degrees to those students who have completed degree requirements and who have been recommended by their respective deans and approved by the Faculty Senate.

Department Name Change: Zoology to Biology

RESOLVED, that the Board of Trustees approves the change in the name of the Department of Zoology in the College of Arts and Sciences to the Department of Biology.

BUILDINGS AND GROUNDS COMMITTEE

FY 1996 State Capital Appropriation Request

RESOLVED, that the President be and hereby is authorized to request \$4,500,000 from the Governor and Legislature of the State of Vermont for Fiscal Year 1996 for the following capital expenditures (in priority order):

- | | |
|--|----------------|
| 1. Pomeroy Hall/ Allen House Project (Phase II) | \$1,000,000 |
| 2. Athletic Sports and Recreation Complex (Phase I) | 3,000,000 |
| 3. Americans with Disabilities Act Upgrades (Phase II) | <u>500,000</u> |
| Total FY96 Request | \$4,500,000 |

Energy Savings Line-of-Credit

RESOLVED, that the Board of Trustees hereby authorizes the Vice President for Administration, the Assistant Vice President for Financial and Personnel Services, the Treasurer, or any officer holding the above positions on an interim basis to obtain and enter into a bank line of credit not to exceed \$500,000 for the purpose of planning and completing certain energy savings projects, and, further, that any officer of this corporation is hereby authorized to certify this resolution to whom it may concern.

BE IT FURT

and desirable to accomplish that purpose, and further, that any officer of this corporation is hereby authorized to certify this resolution to whom it may concern.

BE IT FURTHER RESOLVED, that the Secretary or Assistant Secretary will provide certificates of incumbency, as required, showing the names and signatures of those persons appointed to any of the positions heretofore mentioned.

Deed of Easement for Underground Power Line to the City of Burlington Electric Department for Buildings Owned at University Heights in the City of Burlington

WHEREAS, the University is owner of buildings 10 through 23 located at University Heights in the City of Burlington; and

WHEREAS, the University desires and is willing to grant an easement, ten feet wide, to the City of Burlington to allow the Burlington Electric Department to relocate, extend, operate and maintain a new underground electrical distribution system to serve the University buildings located on University Heights;

THEREFORE, BE IT RESOLVED, that the Board of Trustees hereby authorizes the President or Interim Vice President for Administration, or their successors, to grant an easement to the City of Burlington and to execute any and all instruments necessary, proper, and desirable to accomplish that purpose, and further, that any officer of this corporation is hereby authorized to certify this resolution to whom it may concern.

BE IT FURTHER RESOLVED, that the Secretary or Assistant Secretary will provide certificates of incumbency, as required, showing the names and signatures of those persons appointed to any of the positions heretofore mentioned.

Deed of Easement for Underground Power Line to the City of Burlington, Electric Department in the City of Burlington, for 280 East Avenue (IMF/Library Storage Facility) and 282 East Avenue (Remote Library Storage Facility)

WHEREAS, the University is owner of buildings located at 280 and 282 East Avenue in the City of Burlington; and

WHEREAS, the University desires and is willing to grant an easement, ten feet wide, to the City of Burlington to allow the Burlington Electric Department to relocate, extend, operate and maintain the existing underground electrical service currently supplying 280 East Avenue building used for its IMF /Library Storage Facility and to extend service to include its 282 East Avenue building used for Remote Library Storage Facility;

THEREFORE, BE IT RESOLVED, that the Board of Trustees hereby authorizes the President or Interim Vice President for Administration, or their successors, to grant an easement to the City of Burlington and to execute any and all instruments necessary, proper, and desirable to accomplish that purpose, and further, that any officer of this corporation is hereby authorized to certify this resolution to whom it may concern.

BE IT FURTHER RESOLVED, that the Secretary or Assistant Secretary will provide certificates of incumbency, as required, showing the names and signatures of those persons appointed to any of the positions heretofore mentioned.

Lease Lands

WHEREAS, the Board of Trustees in 1973 authorized University officials to sell tracts of the University's Lease Lands, subject to the reservation of certain rights to oil, gas, and mineral extraction; and

WHEREAS, the Board of Trustees in 1990 authorized University officials to sell these tracts, subject only to the reservation of a specified royalty interest in any exploitation of oil, gas, or mineral reserves; and

WHEREAS, the University has since 1973 sold a number of tracts of Lease Land in accordance with the Board's prior authorizations, but a number of tracts remain unsold; and

WHEREAS, the University in 1994 implemented a geological assessment of the actual or potential resources underlying the lease lands, to include oil, gas, and minerals, the latter including sand and gravel; and

WHEREAS, that geological assessment, completed in August 1994, revealed that certain Lease Lands may represent real or potential economic value through subsurface exploitation, but many other lots demonstrate no likelihood of any meaningful potential economic gain arising from the retention of subsurface rights or royalties; and

WHEREAS, relinquishment of title to those Lease Lands that have no real or potential economic value

interests relative to underground resources underlying tracts of Lease Land already sold that lack economic potential, in exchange for a modest fee calculated to cover the administrative costs associated with the surrender of rights.

BE IT FURTHER RESOLVED, that any officer of this corporation is he

Banknorth - MicroACH/Smart ACH

BE IT RESOLVED, that the University of Vermont and State Agricultural College is authorized to engage in the initiation of Credit and Debit Entries through the MicroACH system computer software program offered by The Howard Bank and to enter into an agreement with the Howard Bank for that purpose.

BE IT FURTHER RESOLVED, that the

Banknorth - Direct A. C. H. Service

BE IT RESOLVED, that the Vice President for Administration, the Assistant Vice President for Financial and Personnel Services, the Treasurer, or any officer holding the above positions on an interim basis, is authorized to enter into and execute the Direct A. C. H. Services Agreement and the security and operations procedure and other addenda thereto (collectively the "Agreement") between the University of Vermont and State Agricultural College and the Howard Bank providing for the initiation of Credit or Debit Entries by the University of Vermont and State Agricultural College, and to execute additional Schedules to said Agreement in order to, from time to time, select different services.

BE IT FURTHER RESOLVED, that the Vice President for Administration, the Assistant Vice President for Financial and Personnel Services, the Treasurer, or any officer holding the above positions on an interim basis, is authorized to designate, from time to time, one or more employees or agents to initiate or confirm Credit or Debit Entries pursuant to the Agreement and to take any other actions necessary and incident thereto.

BE IT FURTHER RESOLVED, that any officer of this Corporation is hereby authorized to certify this resolution to whom it may concern. This resolution is to take effect October 15, 1994.

Banknorth - Desktop Banking Account Reconciliation Processing

BE IT RESOLVED, that the Board of Trustees authorizes the Vice President for Administration, Assistant Vice President for Financial and Personnel Services, the Treasurer, or any officer holding the above positions on an interim basis, to enter into and execute the Account Reconciliation Processing Service Agreement and all its Exhibits and Schedules (collectively the "Agreement") between the University of Vermont and State Agricultural College and the Howard Bank.

BE IT FURTHER RESOLVED, that the Board of Trustees authorizes the Vice President for Administration, the Assistant Vice President for Financial and Personnel Services, the Treasurer, or any officer holding the above positions on an interim basis, to execute on behalf of the University additional exhibits to said Agreement in order to, from time to time, select different services.

BE IT FURTHER RESOLVED, that any officer of this Corporation is hereby authorized to certify this resolution to whom it may concern. This resolution is to take effect October 15, 1994.

**RESOLUTIONS
FULL BOARD**

August 19, 1994

EDUCATIONAL POLICY COMMITTEE

Staff Actions

RESOLVED, that the Board of Trustees accepts the list of staff actions and approves leaves of absence noted on pages 5 and 6 of the staff action list.

Appointment of Buttles Professor

RESOLVED, that the Board of Trustees approves the appointment of William W. Pendlebury as the Buttles Professor of Pathology for a five-year term beginning June 1, 1994.

Appointment of McClure Professor

RESOLVED, that the Board of Trustees approves the appointment of Robert J. Johnson as the McClure Professor of Musculoskeletal Research for a five-year term beginning July 1, 1994.

Change in Status of Department of Public Administration

RESOLVED, that the Board of Trustees approves the change in status of the Department of Public Administration from departmental status in the School of Business Administration to program status within the Department of Political Science in the College of Arts and Sciences, effective with the academic year 1994-95.

Environmental Initiatives Task Force

RESOLVED, that the Board of Trustees thanks the Task Force for its work on Environmental Initiatives, that it commends the Provost for his response, and that it urges the academic community to continue to work aggressively toward the goals enumerated in the report. The Board looks forward to learning the details of implementation, including the nature of the University decision-making process, including the responsibilities of the Board and other individuals, and the development of a timetable for completion and action by October 1, 1994. With respect to the Environmental Program, the overall aim must be to maintain the essential characteristics that make this program successful, namely (1) its interdisciplinary emphasis; (2)

WHEREAS, the University now wishes to pay off the remaining balance of the DeGoesbriand loan and to exercise its option to purchase the DeGoesbriand Parking Lot;

NOW, THEREFORE, BE IT RESOLVED, that the University is hereby authorized to exercise its option and purchase the DeGoesbriand Parking Lot for the specified amount and to borrow an amount not to exceed \$1,630,000 for the purpose of paying the purchase price for the DeGoesbriand Parking Lot and to pay off the remaining balance on the existing loan for the 1977 purchase of the DeGoesbriand Building.

BE IT FURTHER RESOLVED, that the President or Interim Vice President for Administration, or their successors or designees, shall be authorized to provide reasonable security for the above authorized loan as may be required, and shall also be authorized to execute any and all instruments necessary, proper, and desirable for the purposes specified in this resolution.

BE IT FURTHER RESOLVED, that the Secretary or Assistant Secretary will provide certificates of incumbency, as required, showing the names and signatures of those persons appointed to any of the positions heretofore mentioned.

Authorization for Leasing of the DeGoesbriand Building and/or Parking Lot

WHEREAS, the University may desire to terminate existing leases in the DeGoesbriand building, and enter into new leases relative to such building; and

WHEREAS, the University may wish to lease such interests as it may acquire in the DeGoesbriand parking lot upon exercise of its option to purchase such parking lot from the Medical Center Hospital of Vermont, such purchase authorized upon resolution of this Board of even date herewith;

THEREFORE, BE IT RESOLVED, that the President or Interim Vice President for Administration, or their successors or designees, shall be authorized and empowered to develop new leases and/or subleases relative to the DeGoesbriand building and/or parking lot in accordance with the following terms:

- a. Insofar as such leases pertain to property currently the subject of effective leases, the new leases shall be constituted in a manner deemed by the President or Interim Vice President, their successors or designees, to be generally consistent with the rights and obligations of the parties thereto and any subleasees and/or mutually acceptable to the University and any such party;
- b. The rental amount specified in any lease pertaining to the DeGoesbriand building and/or parking lot shall be set at a rate enabling the University to meet its costs of ownership of

BE IT FURTHER RESOLVED, that the President or Interim Vice President for Administration, or their successors or designees, shall be authorized to execute any and all instruments necessary, proper and desirable, including but not necessarily limited to lease agreement(s), for the purposes specified in this resolution.

BE IT FURTHER RESOLVED, that the Secretary or Assistant Secretary will provide certificates of incumbency, as required, showing the names and signatures of those persons appointed to any of the positions heretofore mentioned.

REVISED

UNIVERSITY OF VERMONT

NOW THEREFORE, BE IT RESOLVED, AS FOLLOWS:

1. Consistent with the organizational plan summarized in Attachment A to this resolution, UVM will become a "Class B" Member of VAMC with such rights and powers as will be described in the governance documents of VAMC. As a Class B Member, UVM shall appoint persons as Trustees to the VAMC Board in a manner consistent with VAMC governance documents and such protocols and criteria as this UVM Board may establish from time to time. The first such set of protocols and criteria are described in Attachment B to this Resolution and shall be approved and effective upon passage of this Resolution.
2. Upon satisfaction of the contingencies which form the basis for the establishment of VAMC under the ICA, as more fully described in Attachment A to this Resolution, and establishment of VAMC pursuant to the ICA, the UVM Provost is hereby authorized ex officio, in the exercise of his/her reasonable discretion, to identify VAMC as an approved faculty practice plan option for UVM College of Medicine faculty who wish to engage in the clinical practice of medicine pursuant to Section 242 of the UVM Officers' Handbook, and further authorized to designate VAMC as the principal organization through which the clinical faculty of the College of Medicine may engage in the practice of

**RESOLUTIONS
FULL BOARD**

May 14, 1994

INVESTMENT COMMITTEE

Change

BUILDINGS AND GROUNDS

Authorization for Old Mill/Lafayette Project

WHEREAS, the University wishes to renovate and restore the Old Mill Building, renovate and add to Lafayette Hall, and construct a new connector building tying the two existing structures into one new complex for the College of Arts and Sciences; and

WHEREAS, a funding plan has been identified to provide resources necessary to accomplish this project;

THEREFORE, BE IT RESOLVED, that the President or Vice President for Administration is authorized to undertake the renovation/construction of the Old Mill/Lafayette Project, subject to the Governor signing a State Capital Appropriation bill for FY 95 that includes a \$4,000,000 allocation for the Old Mill/Lafayette Project, and to execute any and all documents necessary and appropriate; and

BE IT FURTH

WHEREAS, the Town of Colchester desires to construct and maintain a recreational pathway located northerly of Airport Road on University property and running westerly from Airport Park to the Causeway Recreation Path for public use by nonmotorized vehicles; and

WHEREAS, the University is willing to grant a license agreement, 15' wide, to the Town of Colchester for the construction and maintenance of the recreational pathway subject to approval by The Nature Conservancy; and

WHEREAS, The Nature Conservancy and the Fire District #2 Prudential Committee have expressed their support for the recreational pathway;

THEREFORE, BE IT RESOLVED, that the Board of Trustees hereby authorizes the President or Interim Vice President for Administration, or their successors, to grant the license agreement and to execute any and all instruments necessary to accomplish that purpose and, further, that any officer of this corporation is hereby authorized to certify this resolution to whom it may concern.

BE IT FURTHER RESOLVED, that the Secretary or Assistant Secretary will provide certificates of incumbency, as required, showing the names and signatures of those persons appointed to any of the positions heretofore mentioned.

FINANCE AND BUDGET COMMITTEE

Fiscal Year 1995 Budget Premises: General University

RESOLVED, that the Board of Trustees hereby approves the budget premises for Fiscal Year 1995 which lead to a General Fund operating budget for the University of \$128,263,000 as described in the attached materials, and authorizes the President to proceed with detailed budget preparation in accordance with these premises.

Fiscal Year 1995 Operating Budget: Morgan Horse Farm

RESOLVED, that the Board of Trustees approves the recommended operating budget for the Morgan Horse Farm for Fiscal Year 1995 in the amount of \$292,335.

Tuition and Overseas Program Charges for Fiscal Year 1995

RESOLVED, that the Board of Trustees hereby approves increases in the following tuition rates effective with the 1994-95 academic year:

- a. In-state tuition from \$5,970 to \$6,210 per year, or \$258.75 per credit hour.
- b. Out-of-state tuition from \$14,914 to \$15,516 per year, or \$646.50 per credit hour.
- c. Medical student in-state tuition from \$13,200 to \$13,750 per year; out-of-state tuition from \$24,900 to \$25,900 per year. Maine regional compact student tuition as follows: first year from \$24,900 to \$25,900; second year from \$17,050 to \$25,900; third year from \$15,480 to \$17,730; fourth year from \$14,720 to \$16,100.

BE IT FURTHER RESOLVED, that the Board of Trustees approves for Fiscal Year 1995 the student charge for the Buckham Overseas Program of \$17,992 (includes all fees, room, board, and travel).

Fees Changes

Amendment of Bylaws

RESOLVED, that the Board of Trustees approves the following amendments to the Bylaws of the University of Vermont and State Agricultural College, as last amended on October 8, 1988: (1) Article II and Article VIII: Change Student Association to Student Government Association; (2) Article V and Article VII (n): Change in name of Committee on Alumni Affairs, Government Relations, and Development to Committee on University Advancement; (3) Article IX, Governing Board of Vermont Educational Television: Delete; (4) Articles II, V, VI, VII, and VIII: Change "chairman" to "chair."

Joint Committee on Honorary Degrees

RESOLVED, that the President be and hereby is authorized to offer and confer an honorary degree to those individuals recommended by the Joint Committee on Honorary Degrees.

WHEREAS, in April 1980 the resolution was amended to permit the President to lease the premises for a period of up to ten years; and

WHEREAS, Michael and Marilyn Gardner have been leasing the premises for agricultural purposes since 1980; and

WHEREAS, the University has no educational use for the property;

THEREFORE, BE IT RESOLVED, that the Board of Trustees authorizes the President or Interim Vice President for Administration, or their successors, to undertake steps necessary and appropriate to effect the sale or lease-purchase of the property to Michael and Marilyn Gardner and/or the Vermont Land Trust, including but not limited to the execution of agreements for such purpose; provided, such agreements shall contain a provision for perpetual agricultural use on the Upper Farm.

BE IT FURTHER RESOLVED, that the Secretary or Assistant Secretary will provide certificates of incumbency, as required, showing the names and signatures of those persons appointed to any of the positions heretofore mentioned.

Family Student Housing Complex

WHEREAS, The University of Vermont desires to convert the heat and hot water from electric to natural gas at the Family Student Housing Complex at Fort Ethan Allen; and

WHEREAS, Green Mountain Power Corporation, through its Warm Choice Program, will provide a guaranteed zero percent seven-year loan through the Chittenden Bank for the amount of the conversion;

BE IT RESOLVED, that the Board of Trustees authorizes Stephanie A. Woods, Interim Vice President for Financial and Personnel Services, or Kathleen Payne, Interim Treasurer, or their successors, to obtain and enter into a loan agreement not to exceed \$250,000 with the Chittenden Bank.

FINANCE AND BUDGET COMMITTEE

Acceptance of Gifts and Grants

RESOLVED, that the Board of Trustees hereby accepts gifts in the amount of \$2,808,686 for the

