

UNIVERSITY OF MAINE SYSTEM
Board of Trustees Meeting

May 24, 2021
Zoom Meeting

Board of Trustees Meeting

Present: James Erwin, Chair; Mark Gardner, Vice Chair; Kelly Martin, Trish Riley, Lisa Eames, James Donnelly, Roger Katz, Beth Dobson, Peggy Rotundo, Emily Cain, Tim Doak, David MacMahon, Sven Bartholomew, and Michael Michaud. **Chancellor:** Dannel Malloy. **University Presidents & Law School Dean:** Glenn Cummings, Leigh Saufley, Joan Ferrini-Mundy, Ray Rice, Edward Serna, Becky Wyke, and Deborah Hedeem. **Faculty & Student Representatives:** Clyde Mitchell, Kennedy Rubert-Nason, Tim Surette, Lisa Leduc, Harlan Onsrud, and Omar Abduljaleel. **System Staff:** Robert Placido, Ryan Low, Ellen Doughty, Dan Demeritt, Jeff St. John, Chip Gavin, Laurel Hyle, Rosa Redonnett, Tracy Elliott, Kim Jenkins, and James Thelen.

Absent: Pender Makin and Irene Neal.

Monday, May 24, 2021

Trustee Erwin, Chair, welcomed everyone and called the public meeting to order.

EXECUTIVE SESSION

On a motion by Trustee Riley, which was seconded by Trustee Rotundo, and approved by a roll call vote of all Trustees present, the Board of Trustees meeting went into Executive Session under the following provisions:

- 1 MRSA Section 405 6-A to discuss the evaluation of personnel and the consideration and discussion of appointments, evaluations, employment and duties.
- 1 MRSA Section 405 6-C to discuss the condition, acquisition or disposition of real property or economic development if premature disclosure of the information would prejudice the competitive or bargaining position of the UMS.
- 1 MRSA Section 405 6-D to discuss planning for negotiations and communications with AFUM, UMPSA, ACSUM, Police, PATFA, and Service and Maintenance Units.
- 1 MRSA Section 405 6-E to consult with its attorney concerning legal rights and duties of the university.

On a motion by Trustee Donnelly, which was seconded by Trustee Riley, and approved by a roll call vote of all Trustees present, the Board of Trustees concluded the Executive Session.

PUBLIC SESSION

Following the Executive Session Trustee Erwin, Chair, reconvened the public meeting and welcomed everyone. He stated that the meeting was being held via Zoom and being live streamed to YouTube for the public. He explained that Governor Mills has allowed UMS to hold virtual Board meetings under the condition that roll call votes are taken for each action item. The Clerk performed a roll call of the Trustees present.

CITIZEN COMMENT

Citizen Comment is a time regularly set aside for comments from the public. The following individuals spoke during the Citizen Comment period:

Ryan O’Leary – Fossil Fuel Divestment
Charlie Cooper – Fossil Fuel Divestment
Christian Geci – Fossil Fuel Divestment
Margaret Killinger – Fossil Fuel Divestment
Belu Katz – Fossil Fuel Divestment
Jordyn Miller – Fossil Fuel Divestment
Lydia Savage – Finances

After all citizen comment was finished, Chair Erwin thanked individuals who spoke during Citizen Comment and explained that for those who spoke about divestment in fossil fuels, there will be a discussion later in the agenda regarding the UMS Environmental, Social and Governance (ESG) Investment Approach.

CHAIR’S REPORT

Completion of the Academic Year

On behalf of the entire Board, Chair Erwin thanked Chancellor Malloy, System leadership, campus Presidents, and all UMS faculty, staff, and students for their hard work and dedication over the past year and congratulated everyone on the successful completion of the academic year while navigating through the Covid-19 pandemic.

FY2022 Budget

Chair Erwin stated that the Board has decided to briefly delay final consideration of the FY2022 budget. Normally the annual budget would be approved and adopted at the May Board of Trustees meeting. He stated that he was thankful for the excellent work put forth by Vice Chancellor for Finance & Administration Ryan Low, his team, and the campuses to present a balanced FY2022 budget based on flat appropriation funding that the State approved in their base budget last May. Based on this information, the campuses included a 2.5% tuition increase in their proposed FY2022 budgets. After the proposed FY2022 budget was approved to be forwarded to the full Board by the Finance, Facilities, & Technology (FFT) Committee on May 5th, the State announced their proposed supplemental budget, which would provide a 3% increase to UMS appropriations in each of the next two fiscal years. With this change, UMS has decided to take a step back and see if a balanced proposed FY2022 budget can be achieved without a tuition increase. This work will take some extra time, so the approval of the proposed FY2022 budget from the agenda today and the revised proposed FY2022 budget will be presented at a Special FFT Committee meeting and subsequent Special Board meeting in June.

On behalf of the Board, Chair Erwin thanked Governor Mills for her continued support of the UMS with this additional appropriation proposal, so that the UMS can continue the remarkable trend of reducing the cost of a UMS education. Chair Erwin explained that this trend began in 2013 when the Board approved the first of six years of flat in-state tuition. Over time, UMS has continued to see a significant erosion in revenue when adjusted for inflation. UMS has mostly absorbed the revenue decline through the use of System/campus reserves and continuing to defer maintenance on UMS’s aging infrastructure. Chair Erwin stated that UMS cannot continue to combat revenue losses using these means; however, the idea that UMS is able to hold tuition flat on the heels of the pandemic and the devastation it has had on Maine families, is a very positive outcome for the Board. Trustee Donnelly, Chair of the FFT Committee echoed Chair Erwin’s comments thanking Governor Mills and thanked Vice Chancellor Low and the campuses for their continued dedication to providing a balanced budget, while keep costs low for Maine families.

Election of Board Officers

Trustee Lisa Eames, Chair of the Trustee Nominating Committee thanked the other members of the Nominating Committee: Trustees Cain, MacMahon, and Michaud, for volunteering their time to serve on the Committee. She stated that at the beginning of the process she asked the Trustees to reach out to her if they were interested in a leadership role for the coming year and three Trustees responded to her stating their interest. The Trustee Nominating Committee met twice and based on those discussions submitted the following nominations for Board approval: Trustee Mark Gardner as Chair for one year and Trustee James Donnelly as Vice Chair for one year.

On a motion by Trustee Riley, which was seconded by Trustee Michaud, and approved by a roll call vote of all Trustees present, the Board of Trustees approved the Board of Trustees slate of officers for 2021-2022, as presented.

Trustee Eames thanked Chair Erwin for his leadership over the past four years and Vice Chair Gardner for his leadership over the past year. Chair Erwin thanked the Trustee Nominating Committee for their work. He congratulated incoming Chair, Trustee Gardner and incoming Vice Chair, Trustee Donnelly and thanked them for offering to take on these roles.

Reappointment of the Chancellor

Chair Erwin stated that the University of Maine System has benefited tremendously from the leadership of Chancellor Dannel Malloy. He explained that currently Chancellor Malloy is in year two of his three year contract that started on July 1, 2019 and expires on July 30, 2022. He stated that it is the Board's standard practice to address the status of the Chancellor's contract one year before it reaches the end of the contract term. He explained that the Chancellor Review Team is currently in the midst of the annual review process with Chancellor Malloy, which will conclude during the month of June. Chair Erwin stated that he would like the Board to authorize the Chancellor Review team to negotiate the extension of Chancellor Malloy's contract with UMS and proposed the resolution stated below for approval.

On a motion by Trustee Donnelly, which was seconded by Trustee Gardner, and approved by a roll call vote of all Trustees present, the Board of Trustees authorized the Chancellor Review Team to negotiate an extension of the Chancellor's employment contract with the University of Maine System.

CHANCELLOR'S REPORT

Chancellor Malloy thanked Trustee Jim Erwin for his dedication and service to the UMS in his role as Chair of the Board over the past four years and stated that he is very appreciative of his tutelage over the last two years, when he joined the System as Chancellor. He congratulated Chair Erwin on the success that UMS has seen under his leadership and stated that it has been a rewarding experience working with him.

Pandemic Related Changes at UMS

Chancellor Malloy provided an overview of the substantial changes occurring at UMS amidst the current stage of the Covid-19 pandemic. Effective as of the date of this meeting, UMS ended six foot physical distancing, lifted all pandemic related size and capacity limits, and lifted the requirement for outdoor face coverings. Effective July 1st, UMS will be lifting all university specific and pandemic related domestic travel restrictions. These changes are being made in concert with federal public authorities and state civil authorities, tailored to UMS specific needs. Even with these changes and the hope for as normal as possible return to campus this Fall, not all pandemic requirements are ending. Notably, the requirement that all people indoors must wear a face covering, regardless of vaccination status has not been lifted.

Additionally, weekly asymptomatic testing for the UMS in-person population will continue; however, people who have been fully vaccinated and choose to register their Covid-19 vaccination record with the System are exempt from weekly Covid-19 testing. Individual UMS campuses are authorized to implement additional pandemic related requirements such as capacity limitations, if it is needed for their specific situation. Chancellor Malloy stated that he is extremely grateful to UMS Chief General Services Officer Chip Gavin for his leadership and expertise throughout the pandemic. He thanked UMS administration, faculty, staff, and students for their extraordinary job adhering to the pandemic related safety protocols and helping to keep the UMS community and their home communities safe.

Status of the UMS Physical Plant

Chancellor Malloy stated that the UMS Physical Plant has been underinvested in for over twenty years. He explained that over 53% of UMS buildings have an effective age of 50 years or more, which is concerning since the average on a national basis is closer to 18% of building and in the next three years the UMS percentage is headed towards that percentage creeping to 60%. He stated that UMS is putting a lot of effort into mitigating this issue and that some of those efforts will be visible in the proposed FY2022 budget. UMS is in the beginning stages of developing a presentation that explains the full cumulative infrastructure needs System-wide.

Commencement 2021

Chancellor Malloy congratulated the UMS 2021 graduating class. He also congratulated the campuses on their efforts to ensure a safe and successful commencement under the restrictions caused by the pandemic. He explained that UMS has made many efforts to help students feel safe and ready to join or return to campus in the Fall, which has increased UMS matriculations and enrollment for Fall 2021.

VICE CHANCELLOR FOR ACADEMIC AFFAIRS' UPDATE

Vice Chancellor for Academic Affairs (VCAA) Dr. Robert Placido provided an update on the following Academic Affairs items:

Faculty Spotlight

Dr. Anne Knowles, an historical geographer and co-founder of the Holocaust Geographies Collaborative at the University of Maine will presented information about the Holocaust Ghettos Project. The mission of the Holocaust Ghettos Project is to reveal the complexity of the Holocaust through mapping and spatial analysis; involve students in globally significant team-based research using the latest skills in Geographic Information Systems (GIS), mapping, and computational textual analysis; and to make history exciting and relevant for the digital generation. The total external funding for this project since 2016 is \$384 thousand, which is the second largest total of any Humanities research project at UM. The project consists of building databases from detailed historical sources about the traits of 1,142 ghettos in Eastern Europe and analyzing them in relation to victim experiences from hundreds of post-war interviews. In towns where German occupation continued months or years before ghettos were established, as in Western Poland, where many more Jews survived. In Lithuania, 95% of Jews were killed. Dr. Knowles explained research findings concerning the best places to hide from German forces and how weather conditions affected living conditions in the ghettos. She also provided information on the case study of Cracow, Poland, which is led by Paul Jaskot at Duke University and uses 3D modeling to visualize how the Germans reshaped the built environment, part of their grand plan to make Cracow a new regional capitol for the Third Reich. Students involved in the Ghettos Project have the opportunity to gain research experience with a diverse interdisciplinary team, superb preparation for graduate research, and highly competitive skills for today's job market.

UM Programs for Examination (PFE)

UM Executive Vice President for Academic Affairs & Provost John Volin presented a status update on the UM Programs for Examination (PFE) progress. Provost Volin provided the following data from Fall 2020: enrollment of 11,741 (9,465 undergraduate/2,276 graduate), 829 faculty members employed, 90 undergraduate majors and academic programs offered, 85 master's degree programs offered, 35 doctoral programs offered, and 23 certificate programs offered. From 2015 to 2020 UM has seen increase in undergraduate enrollment of 1.9% in Art/Humanities, 0.3% in Professional Studies, 1.6% in Social Sciences and 1% in Science, Technology, Engineering and Mathematics (STEM) disciplines. From 2015 to 2020 UM has seen the following changes graduate enrollment: decrease of 3.8% in Art/Humanities, increase of 15.7% in Professional Studies, increase of 3.4% in Social Sciences and an increase of 4.4% in STEM disciplines. Provost Volin outlined UM's strengths, challenges, and opportunities in relation to program offerings. He provided an overview of UM's program review process and a summary of the findings of that evaluation. The evaluation indicated the following undergraduate programs had declining enrollment: Modern Languages & Classics, Food Science & Human Nutrition, and Child Development/Family Relations. The evaluation also identified the following graduate programs with declining enrollment: Masters of Science in Teaching and Electrical/Computer Engineering. One of UM's initiatives to grow its enrollment is through expanding access to programs through online courses in several undergraduate and graduate programs. Additionally, UM plans to collaborate across the System and align research and academic resources in cross-campus partnerships to expand opportunities for students and communities throughout Maine. Provost Volin outlined UM's growth initiatives for 2021-2022 and explained how these initiatives align with the UMS Transforms Student Success and Retention core initiatives to provide Research Learning Experiences (RLE), gateways to success, and pathways to careers.

UMM Programs for Examination (PFE)

UMM Vice President of Academic Affairs/Head of Campus Dan Qualls provided a status update on the UMM PFE progress. Dr. Qualls presented an overview of the program inventory at UMM and related data concerning degrees conferred and faculty members for each of the major discipline categories. UMM has identified professional preparation as a strategic focus and mission of their academic programming. UMM is working on ensuring that every program has required field placements and internships, and a significant professional experience in the first semester. The UMM PFE evaluation identified five programs to grow and four programs that would transform in some way to become more viable. Additionally the following programs were identified to sunset: Secondary and Elementary Education (Now Education); English, Creative Writing and Book Arts, and Interdisciplinary Studies. The 2017 Primary Partnership between UM and UMM is in the Academic Phase with the Regional Campus Task Force in place. Work is in progress to combine and align the UM and UMM catalogs into a unified University of Maine catalog comprising the institution's total course offerings, programs, and a unified set of academic policies and procedures. UM and UMM data will be consolidated and housed in one location. The work is ongoing with a progress report in May 2021 and incorporated feedback from all relevant parties by August 2021, for a target implementation of Fall 2022.

VICE CHANCELLOR FOR RESEARCH AND INNOVATION REPORT

Vice Chancellor for Research and Innovation (VCRI) Joan Ferrini-Mundy provided the following UMS Research and Innovation update. VCRI Ferrini-Mundy explained that the letter from the New England Commission of Higher Education (NECHE) letter approving unified accreditation for the System specifically stated that a second area of emphasis for the self-study will be the System's success in strengthening the funding model for research and increasing research funding and doctoral-level education at the University of Maine. She stated that this will be achieved not only by strengthening the research and development (R&D) funding and support for UM, but by creating an emphasis on R&D

System-wide. She explained that the amount of Maine Gross Domestic Product (GDP) directed towards R&D is not nearly high enough and in comparison to the rest of New England and the Nation is very low. VCRI Ferrini-Mundy has been meeting with many people across all UMS campuses and throughout the State to gain information about how to improve this number and make R&D a top priority for UMS and Maine. She has been engaging in conversations/listening sessions to determine how to shape the new role of VCRI and to gather ideas about research and innovation possibilities for UMS. Additionally, she has been working on facilitating System-wide coordination of selected initiatives involving federal funding for an R&D innovation workforce; and expanding access to UM research infrastructure and expertise System-wide. She provided additional details about who she has been meeting with and the key themes/ideas that have been identified during the listening sessions. Three of the main topics from the listening sessions were to expand UMS' R&D role statewide to improve Maine economy, address UMS research infrastructure needs, and provide additional support for research faculty. VCRI Ferrini-Mundy explained some of the ways UMS is looking at addressing these topics and outlined the next steps in this initiative.

VICE CHANCELLOR FOR FINANCE, ADMINISTRATION, AND TREASURER'S REPORT

Vice Chancellor for Finance and Administration (VCFA) & Treasurer Ryan Low provided the following update.

Update on the FY2022 Budget

VCFA Low thanked Governor Mills, Commissioner Figueroa, and other members of State legislation for their support of the 3% increase in State appropriations. He also thanked the State Education Committee, which overwhelmingly on a bipartisan basis endorsed the recommendation again today. He thanked the campuses for their flexibility as they go back into their budgets to rework them, removing the tuition increase and figuring in their campus specific allocations from the proposed 3% State appropriations.

Investment Update

The Managed Investment Pool has a current market value of \$423 million. It experienced a gain of 1.5% for the month of March, with a fiscal year to date return of nearly 20.8%. The Pension Plan has a current market value of \$25 million. It experienced a gain of 0.6% for the month of March, with a fiscal year to date return of 11.2%. The Operating Fund has a current market value of \$307 million. It experienced a gain of 0.2% for the month of March, with a fiscal year to date return of 6.2%. Net investment revenue stands at \$20 million for the fiscal year to date, which is nearly \$17 million over the FY2021 investment income budget.

Five-Year Capital Plan

VCFA Low, Chief General Services Officer Chip Gavin and Director of Capital Planning and Project Management Carolyn McDonough provided a status update and overview of the UMS Five-year Capital Plan. Mr. Gavin explained that UMS has a System-wide five-year capital plan process that includes each campus having a master plan and a longer term specific capital plan. Additionally, UMS has a one-year capital plan that syncs up with the annual budget approval each year. Mr. Gavin stated that two years ago at this time UMS had approximately \$50 million in major capital projects running, which has been a typical amount for the System on an ongoing basis; however, today UMS has more than \$200 million in major capital projects underway or planned. He explained that most of the Harold Alfond Foundation (HAF) grant funds are not reflected in the \$200 million he previously mentioned and that a number of those projects will be coming online in the near future. Mr. Gavin thanked the Trustees for their continued support of these types of projects and the space reduction initiative that the Trustees previously approved.

Ms. McDonough explained that the Five-Year Capital Plan represents well over 300 projects with an identified five year budget of approximately \$990,000,000 across all funding sources. Information technology capital projects are not included and are above and beyond that figure. While the one-year plan reflects only the work a campus actually expects to achieve and has funds to accomplish, the five-year plan is permitted to be more aspirational. As a result of this and the long-term nature of the plan, many of the funds, approximately 42% needed to implement it are not yet identified. She provided an overview of the funding breakdown and the broad categories of anticipated investment. The Gordian (Sightlines) investment target in order to “keep up” with building needs is projected to be from \$43 to \$70 million in FY2022 and from \$50 to upwards of \$80 million by FY2026. The current plan reflects a significant amount of new space coming online which causes the “keep up” need to grow as the space comes on line. This translates to between \$215 million and \$400 million over five years based on the current plan. In order to meet the goal of this target, the UMS must spend that amount on existing building needs and not on new construction or infrastructure. With that, the amount projected in the five-year capital plan, which would be applicable to the Gordian target, is approximately \$394,000,000. While this value reflects an adequate amount of planning, over \$270 million of the \$394 million is identified with funding sources to be determined. In order to meet the target, significant funding mechanisms are still needed. She noted that the current five year plan reflects a total of 36 space removal projects most of which will be funded in whole or in part through the central space reduction special initiative process. While not currently reflected in the plan it is expected that an additional 25 to 30 buildings will be targeted for removal in the coming years with the assistance of the special initiative funds.

The Trustees asked how they should prioritize approval of projects in the five-year capital plan with the realization that there is a strong possibility that UMS will not be able to attain all funding needed for the projects listed. They asked for a set of criteria that they could use when reviewing projects so they can assess the priority of a project at the System level. Chancellor Malloy said that UMS leadership has been meeting to figure out a mechanism to provide better information for Trustees to make these types of decisions. He stated that this information is being developed and would be provided to the Trustees by the end of the year.

Fiscal Year to Date Forecast to Budget Update

VCFA Low provided a brief update on the UMS fiscal year to date forecast to budget. He provided a quick recap of the figures from the previous two forecast presentations. He explained that for the current forecast, excluding unrestricted investment income, the Universities, Governance, and University Services (including the Employee Benefit Pool) are projecting an operating loss of \$27.8 million. Of which, \$9.1 million are E&G funds and \$18.7 Auxiliary funds. VCFA Low stated most of the deficit is due to Covid-19 related expenses. To resolve the gap, campuses are utilizing a combination of CARES Act funding, university reserves, and budget stabilization funds. In total UMS will use approximately \$27.53 million in CARES Act funding, \$1.64 million in reserves, and \$1.42 million in budget stabilization funds System-wide to close the gap.

ACTION ITEMS

FY22 Proposed Unified Operating Budget and Student Charges – Second Reading, UMS

This item was withdrawn from the agenda prior to the meeting.

Tenure at Time of Hire, Professor of Electrical and Computer Engineering, UM

On a motion by Trustee Doak, which was seconded by Trustee Riley, and approved by a roll call vote of all Trustees present, the Board of Trustees approved tenure at the rank of Professor to Dr. Vijay Devabhaktuni with tenure to be effective June 7, 2021.

Weiden Hall Renovation, UMPI

UMPI President Ray Rice provided information on UMPI's request to expend up to \$3,757,000 for renovations needed to Wieden Hall. This renovation is to be funded by the 2018 Facilities and Infrastructure Improvement Bonds. Wieden Hall serves as the home of the Owls' men's and women's basketball teams and women's volleyball. It also houses an indoor batting cage for the baseball team, a state-of-the-art athletic training facility, and classrooms for the athletic training, physical education, and new physical therapy programs. Wieden Hall is 61 years old with a 2020 net asset value of 36%. The building requires significant structural, mechanical and electrical upgrades for it to continue as the heart of UMPI's athletic programs and in direct support of their relevant academic programs. The full renovation costs will exceed the amount available to UMPI from the 2018 Facilities and Infrastructure Improvement Bonds. UMPI acknowledges its obligation to solicit the additional funds for completion of this project and additional authorizations will be requested as those funds are identified and as necessary. The project is expected to improve the building's net asset value and will not change the building square footage. Operating costs for the building are not expected to increase as a result of this project. The first phase of the work will begin this summer and be complete this fall. Design for phase two will take place during the summer/fall of 2021 with construction starting in the spring of 2022 and completion in early 2023. The building is expected to be at least partially occupied during most of the construction.

On a motion by Trustee Doak, which was seconded by Trustee Michaud, and approved by a roll call vote of all Trustees present, the Board of Trustees accepted the recommendation of the Finance, Facilities and Technology Committee and authorized the University of Maine System acting through the University of Maine at Presque Isle to expend up to \$3,757,000 from 2018 bond funds to begin the renovation of Wieden Hall.

Randall Student Center Renovation, UMA

UMA President Rebecca Wyke, UMA Vice President of Enrollment Management and Marketing Jonathan Henry, and Chief Business Officer Buster Neel provided information about UMA's request to spend up to \$2,150,000 for a renovation of the Richard J. Randall Student Center to create improved spaces to serve University students. In January 2020, the Board of Trustees approved an addition to and renovation of the Randall Student Center with a budget of \$6,850,000. As the pandemic unfolded, UMA placed the project on hold and worked with the designer, Harriman Associates, to explore a renovation-only approach enabled by moving the bookstore operation online and converting the space to a much needed student lounge. The current proposed project has significant savings and is in lieu of the project proposed in 2020. It will be funded through the 2018 voter approved general obligation bond and institutional funds will not be required. The renovations create a "hub" for student spaces and services, including improved spaces for Admissions, Advising, Registrar and Student Financial Aid. Additionally, these newly renovated spaces are co-located with the Moose Tracks Café and Spirit Store, and newly renovated Student Lounge and offices for Student Life and the Augusta Student Government Association. Bids will be obtained shortly after Board of Trustees approval, and construction will begin immediately pending a successful bid. The project is anticipated to be complete by December. As necessary, partial occupancy may occur in time for the Fall 2021 semester. Operating costs will not be impacted by the renovation.

On a motion by Trustee Riley, which was seconded by Trustee Martin, and approved by a roll call vote of all Trustees present, the Board of Trustees accepted the recommendation of the Finance, Facilities, and Technology Committee and authorized the University of Maine System acting

through the University of Maine at Augusta to expend up to \$2,150,000 in funds from the 2018 general obligation bond to renovate the Richard J. Randall Student Center. This project replaces the Randall Student Center Renovation & Addition project authorized in January of 2020.

Repaving MaineStreet ERP Project Proposal

Chief Information Officer David Demers provided an overview of the UMS request to expend up to \$7.8 million to support the first two years of the 5-year ‘Repaving MaineStreet’ Enterprise Resource Planning (ERP) reimplementation initiative. Approval is sought to initiate the ‘Repaving MaineStreet’ Initiative based on the final ERP assessment report completed during the Spring 2021 term. The ERP assessment report articulates the key opportunities, recommendations, timelines and projected costs for achieving a transformational overhaul of the current UMS Peoplesoft ERP solution (MaineStreet) to achieve significant operational efficiencies, improve business processes, improve self-service options and expand educational opportunities. Additionally, this work will enable UMS to fulfill the goals and objectives of the Unified Accreditation Initiative. Dr. Demers outlined the ERP assessment recommendation key outcomes that would create great efficiencies and flexibility in the areas of: student information system, finance/budget, human resources, technology, and data/reporting. He also provided details of the proposed time line for completion of each of the major sections of the project. It is anticipated that the human resources/payroll and finance/budget upgrades, which is what the proposed funding approval before the Trustees today, will be complete in the next two years. The proposal outlines a 5-year project timeline with a projected cost of up to \$16.8 million. The University of Maine System seeks approval to commit \$7.8 million to fund the first two years of the project with the intent to pursue external funding opportunities to cover the remainder of project costs. Budget requirements for the first two years of the 5-year project is estimated at \$7.8 million.

On a motion by Trustee Donnelly, which was seconded by Trustee Gardner, and approved by a roll call vote of all Trustees present, the Board of Trustees accepted the recommendation of the Finance, Facilities and Technology Committee and authorized the University of Maine System to expend up to \$7.8 million to support the first two years of the 5-year ‘Repaving MaineStreet’ ERP reimplementation initiative with the remaining funding to be derived from a variety of sources, including external funding agencies.

ASCC Building Addition, UM: Green Engineering & Materials (GEM) “Factory of the Future”

UM President/Vice Chancellor Ferrini-Mundy and UM Professor of Civil Engineering Habib Dagher provided information concerning UM’s request to expend up to \$1.5 million to proceed with design of a Green Engineering and Materials (GEM) “Factory of the Future”. GEM is a world-class research and educational facility that will provide access to academic programs across UMS through immersive research learning experiences and leverage unique regional assets of UMS campuses to enable richer educational programs and workforce training opportunities. GEM triggers the Harold Alfond UMS Transforms Strategy, helping to establish UM as a National Leader at the Intersection of Engineering and Computing. The Advanced Structures & Composites Center (ASCC) proposes to develop the 90,740 square foot GEM addition that will provide outstanding educational and economic opportunities in Maine by ushering in the next generation of large-scale bio-based additive manufacturing, also known as 3D printing. GEM is a timely national asset that will house the Factory of the Future, to design, manufacture and test new products constructed from wood-derived nanocellulose and other advanced materials, collaborate with industry, and train the next generation manufacturing workforce including undergraduates, graduate students and working professionals. The Factory of the Future consists of highly instrumented arrays of Artificial Intelligence (AI)-enabled 3D printers, high-performance computers,

continuous fiber deposition heads, and machining systems and will enable research and development of novel bio-based feedstock materials as well as next generation digital manufacturing processes.

This project was presented as an information item at the January 6, 2021 Finance, Facilities, & Technology (FFT) Committee meeting and at the March 22, 2021 Board of Trustees meeting, in support of the three-step FFT approval process. The full budget for the project amounts to around \$71 million; however, this present request is only for the preliminary \$1.5 million in design funding. Further expenditures would require further Trustee consideration and approval before they could proceed. The timing of the request also is budget related, as UM has become aware of potential substantial federal funding being available from the U.S. Department of Defense within the next 14-18 months if they can be prepared to make timely application for it. The project design will begin upon approval of the initial \$1.5 million in expenditures being requested today. Assuming timely identification of funding sources and associated Trustee approval, it is estimated that design documents would be completed and the project ready to bid in late 2022 or early 2023. Assuming construction begins in the spring of 2023, occupancy would be anticipated in the fall of 2025. The schedule will be refined and confidence will increase as planning proceeds.

On a motion by Trustee Cain, which was seconded by Trustee Donnelly, and approved by a roll call vote of all Trustees present, the Board of Trustees accepted the recommendation of the Finance, Facilities and Technology Committee and authorized the University of Maine System acting through the University of Maine to expend up to \$1.5 million to proceed with design of a Green Engineering and Materials (GEM) “Factory of the Future,” with all final terms and conditions subject to review and approval of the University of Maine System Treasurer and General Counsel.

Lease Request, UMS for the University of Maine School of Law

Vice Chancellor for Strategic Initiatives and Chief Legal Officer Jim Thelen provided an overview of the UMS request to negotiate and enter into a lease for space in Portland, Maine for use as a temporary home for the University of Maine School of Law. The subject property, at 300 Fore Street in Portland, is currently occupied and owned by CIEE and includes sufficient square footage of facility space for law school operations and some additional UMS staff to be identified yet. The lease would be for a term of up to 5 years with a single 5-year optional renewal and a right of first refusal along with a purchase option. The law building was constructed nearly 50 years ago and has not been meaningfully updated or renovated since construction. The current independently estimated asset reinvestment need approaches \$20 million and that likely is a conservative estimate. For these reasons, UMS has been exploring alternative sites for the law school to occupy for the next several years. On November 10, 2020, UMS issued RFI # 2021-013 to invite competitive proposals for lease or purchase options for Class A Office/Classroom Space in Portland that would be suitable for the Law School’s use (and house additional UMS and supporting staff as space permitted). UMS received two responses, but neither was deemed sufficient for the Law School’s needs. UMS continued to consider options and learned through engagement with Portland-area real estate brokers that Malone Commercial Brokers would be marketing potentially suitable space for lease in the units owned and occupied by CIEE, Inc. at 300 Fore Street in Portland. Discussions have since progressed between UMS and CIEE through Malone Commercial Brokers to the point where a non-binding confidential Letter of Intent has been signed between UMS and CIEE, with each agreeing to seek authorization from their respective Boards to negotiate and execute a 5-year lease, with 5-year renewal, right of first refusal, and purchase options. The potential lease, if

approved by Trustees, would permit the Maine Law School to begin operating from 300 Fore Street as early as the start of the Fall 2021 semester. The cost of the lease remains at this time subject to the confidentiality terms in the non-binding Letter of Intent with CIEE, though UMS seeks approval to execute the lease at a “not to exceed” annual lease cost of \$960,000 or less. Leasing space at 300 Fore Street in Portland for this purpose would temporarily increase UMS overall square footage in use, but that temporary increase would be offset and eliminated by the removal-by-demolition of 246 Deering Avenue. With Finance, Facilities and Technology Committee and Board approval, moving the Maine Law School and current University of Maine Graduate and Professional Center staff to leased space at 300 Fore Street is expected to be temporary until a new Maine Center building is constructed at the USM campus, as anticipated in the 2020 Harold Alfond Foundation grants. UMS expects that it would be responsible for making any necessary improvements at 300 Fore Street to permit use by the Maine Law School. These costs are expected to be less, and likely substantially less, than the investment that would be necessary to renovate 246 Deering Avenue to the same standards. While no City of Portland zoning changes are necessary, UMS will seek endorsement for its intended uses from the City of Portland.

Dean of the Law School Leigh Saufley explained that the age, design, and condition of the current building used and occupied by the University of Maine School of Law unreasonably limits the size of Maine Law classes, limits the technology, and has prevented Maine Law School from allowing many of its students to engage in high-flex classes. Its design is functionally obsolete for the educational needs of the 21st century. The building also is challenged from a core infrastructure perspective. The opportunity to take advantage of the proposed lease will change the trajectory of Maine Law and allow them to grow their classes and provide instruction on par with current technological advances.

On a motion by Trustee Martin, which was seconded by Trustee Doak, and approved by a roll call vote of all Trustees present, the Board of Trustees accepted the recommendation of the Finance, Facilities and Technology Committee, and authorized the University of Maine System to negotiate and execute a lease agreement at or below the “not to exceed” cost stated herein as a temporary home for the Law School, contingent on and subject to review and approval of the terms and conditions by the UMS General Counsel and Treasurer and the Finance, Facilities and Technology Committee and Board of Trustees.

Building Name Recommendation - Beryl Warner Williams Hall, UM

UM President/Vice Chancellor for Research & Innovation Joan Ferrini-Mundy provided an overview of UM’s request to rename the building formerly named Clarence C. Little Hall as Beryl Warner Williams Hall. At its September 28, 2020 meeting, the UMS Board of Trustees approved the recommendation from the Finance, Facilities and Technology Committee to authorize UM to remove Clarence C. Little’s name from the building on the Orono campus, which bears his name pending a recommendation for a replacement name. President Ferrini-Mundy commissioned a renaming taskforce that submitted its final report on September 28, 2020 with proposed names. After due diligence and careful deliberation and consultation, in accordance with Board Policy Section 803, President Ferrini-Mundy recommended the name of Beryl Warner Williams for the building to Chancellor Malloy on February 25, 2021 and he accepted the recommendation on March 8, 2021. Beryl Elizabeth Warner Williams is a native of Bangor, Maine. She earned two degrees from the University of Maine (a BS in Mathematics with honors and minor in English in 1935 and a Master’s in Mathematics in 1940) as well as an honorary Doctorate of Pedagogy from UMaine in 1972. A lifelong educator, Beryl Williams made significant contributions to higher education. She was the first woman to be appointed to a deanship at Morgan State University and was recognized as the “Mother of Continuing Education”. Outside of her professional accomplishments,

she committed herself through civic engagement in Baltimore and the state of Maryland, holding affiliations in organizations such as the NAACP, National Council of Negro Women and the American Red cross just to name a few.

On a motion by Trustee Riley, which was seconded by Trustee Donnelly, and approved by a roll call vote of all Trustees present, the Board of Trustees accepted the recommendation of the Finance, Facilities, and Technology Committee, and authorized the University of Maine System acting through the University of Maine to rename the former Clarence C. Little Hall as Beryl Warner Williams Hall.

Exception to Board of Trustee Policy 304 Transfer of Academic Credit

Vice Chancellor Placido explained that at the May 6, 2021 meeting of the Chief Academic Officers (CAOs) Council, the Provosts agreed to request an exception to Board of Trustee Policy 304: Transfer of Academic Credit for the Spring 2020 semester and the 2020-2021 and 2021-2022 academic years to allow continued adaptation to the impacts of COVID-19. The CAOs request that the exception to the Policy reflect the acceptance of Pass (P) and Low Pass (LP) grades for general education credit. This request comes as part of a continued effort to support students during the transition from remote education as a result of COVID-19 modifications. Vice Chancellor Placido and Chancellor Malloy strongly support this proposal, as it is in the best interest of UMS students and their continued success.

On a motion by Trustee Rotundo, which was seconded by Trustee Doak, and approved by a roll call vote of all Trustees present, the Board of Trustees approved the request to accept Pass (P) and Low Pass (LP) transfer grades for general education credit for the Spring 2020 semester and the 2020-2021 and 2021-2022 academic years.

CONSENT AGENDA

On a motion by Trustee Gardner, which was seconded by Trustee Donnelly, and approved by a roll call vote of all Trustees present, the items on the Consent Agenda were unanimously approved by the Board of Trustees as follows:

Acceptance of Minutes

March 1, 2021 – Academic & Student Affairs Committee

March 3, 2021 – Finance, Facilities & Technology Committee

March 22, 2021 – Board of Trustees Meeting

March 26, 2021 – Finance, Facilities & Technology Committee

April 9, 2021 – Finance, Facilities & Technology Committee

April 22, 2021 – Special Board of Trustees Meeting

May 3, 2021 – Academic & Student Affairs Committee

May 3, 2021 – Human Resources & Labor Relations Committee

The Board of Trustees reviewed the following agenda items as forwarded by the Academic & Student Affairs Committee to the Consent Agenda from its meeting on May 3, 2021:

New Academic Program Proposal: BS in Business Administration in Sport Management, UM

The Board of Trustees accepted the recommendation of the Academic and Student Affairs Committee, and approved the creation of a Bachelor of Science in Business Administration in Sport Management for the University of Maine.

New Academic Program Proposal: MS in Data Science, USM

The Board of Trustees accepted the recommendation of the Academic and Student Affairs Committee, and approved the creation of a Masters of Science in Data Science for the University of Southern Maine.

UMFK Academic Restructuring

The Board of Trustees accepted the recommendation of the Academic and Student Affairs Committee and approved and ratified the UMFK Academic Restructuring proposal to go into effect June 1, 2021

UMPI Academic Restructuring

The Board of Trustees accepted the recommendation of the Academic and Student Affairs Committee and approved and ratified the UMPI Academic Restructuring proposal to go into effect July 1, 2021.

The Board of Trustees reviewed the following agenda items as forwarded by the Finance, Facilities, & Technology Committee to the Consent Agenda from its meeting on May 5, 2021:

Steam and Condensate Line Replacement, USM

The Board of Trustees accepted the recommendation of the Finance, Facilities and Technology Committee, and authorized the University of Maine System acting through the University of Southern Maine to expend up \$600,000 to replace approximately 575 linear feet of the underground steam and condensate lines located between the Central Heat Plant and the Science and Masterton buildings on the Portland campus.

DISCUSSION ITEMS

Unified Accreditation Update

Associate Vice Chancellor for Strategic Initiatives Jeff St. John provided an update on UMS unified accreditation progress. The Spring New England Commission of Higher Education (NECHE) Confirming visit was held on May 11-12, 2021. This was a virtual 2 day meeting with a 2 person team appointed by NECHE. The NECHE team members are President of Plymouth State University Donald Birx and Assistant Vice Chancellor of University of Georgia Myk Garn. Dr. Birx has background and interest in change management and Dr. Garn is a national expert on Competency Based Education (CBE). The visit focused on the System's unified accreditation process and included a check in with UMPI concerning their three new CBE academic programs. The visit consisted of thirteen open meetings with UMS Board Leadership, System Leadership, presidents, provosts, faculty, staff, and students with respect to unified accreditation. Prior to the Confirming visit, UMS sent NECHE a report outlining the progress on unified accreditation and information about the three UMPI CBE programs and Dr. St. John stated that it was evident that the NECHE team had reviewed that report thoroughly prior to the visit. From here, the NECHE team who visited will submit a report to NECHE in roughly 6-8 weeks. NECHE will use that report as the basis for a letter they will submit to Chancellor Malloy advising UMS of ongoing and new areas to improve on. UMS will use that information to provide details of progress in the 2-year self-study that is due in the Fall of 2022. As UMS waits for the letter from NECHE, they have sought feedback from the UMS participants in the NECHE Spring Visit and is using that information along with some preliminary feedback from the evaluators to begin strengthening the process immediately.

Dr. St. John stated that there are over 100 faculty, staff, and UMS stakeholders, representing all seven UMS campuses and the Maine Law School teaming up to draft sections of the self-study document that

will need to be provided to the NECHE in the Fall of 2022. There are nine drafting teams, one for each of the NECHE accreditation standards. The drafting teams met in February via zoom for training sessions and there was almost 100% attendance at the sessions. From there, each team began to meet to work on their drafts and Dr. St. John attended the first meeting of each of the drafting teams to provide them with several options on how to proceed with the process. Drafts from the teams have started to roll in and Dr. St. John is impressed with the work he has seen. Eight of the nine drafting teams are on target to complete their drafts by June 1st, with the ninth team to submit their draft a few days later than that per a prior agreement with Dr. St. John. Over the Summer, Dr. St. John will stitch together the nine drafts into one initial complete first draft of the 2-year self-study document. That document will be a living/working document that will be reviewed and edited over the next year, before final submission to NECHE in Fall 2022.

Proposed Changes to Board of Trustee Policy 501 Student Conduct Code

Associate Vice Chancellor of Student Success and Credential Attainment Rosa Redonnett and Assistant General Counsel Sara Mlynarchek provided an overview of the review process and proposed changes to Board Policy 501 – Student Conduct Code. Ms. Redonnett explained that the UMS Student Conduct Code applies to the entire University of Maine System. As mandated by Board Policy, the Student Conduct Code is reviewed and updated every three years and is ultimately approved by the Board. The last regular review occurred during the Spring of 2018, with Board approval at the March 19, 2018 Board of Trustees meeting. Ms. Mlynarchek provided an overview of the review and revision process, along with a description of the goals of the review. Key updates to Board Policy 501 include:

- Student rights and responsibilities section added
- Academic misconduct violation definitions aligned with Board Policy 314, Academic Integrity Policy
- Alternative Resolution name change (formerly Informal Resolution)
- Administrative Resolution section added
- Interim measures or actions hearing added to align with case law

Additionally, there were key updates to the formal hearing process. One key update is to include two initial hearing formats, which are a conduct officer hearing and a hearing board hearing. The second key update has to do with the appeal process if applicable and would allow for a hearing with the appeal panel and a presidential appeal. These changes unify practices and procedures across the UMS while maintaining discretion at the campus level. Ms. Mlynarchek also provided information about how feedback from UMS students, Trustees, and other key UMS stakeholders were incorporated into the proposed changes. Additionally, Director of Learning and Organizational Development, Megan Clough and the Diversity, Equity, & Inclusion (DEI) team, are conducting an ongoing review of the policy from a DEI perspective. In keeping with Board Policy change procedure, the proposed changes were presented at the May 3rd Academic & Student Affairs Committee meeting and at today's meeting for a first reading. It is intended that the Board will be presented with a second reading of the proposed changes and request approval at its July 2021 Academic & Student Affairs Committee and Board of Trustees meetings.

Chair Erwin explained that recently a small group of Trustees met with the Student Conduct Code review team to have a deeper discussion about the continuing due process concerns that pertain to student conduct proceedings generally and Title IX proceedings in particular. He stated that there is a delicacy to striking a balance between federally mandated regulations and UMS specific policy; however, there will be continuing conversations to address concerns of Trustees, regarding the UMS student conduct code due process. Trustee Katz stated that one of the issues he has concerns about surrounds the fact that the respondent in a gross sexual misconduct charge is allowed to have an advisor, such as legal counsel;

however, that advisor has very limited capabilities during the hearing and is not allowed to provide opening or closing statements or cross-examine witnesses.

UMS Environmental, Social & Governance (ESG) Investment Approach

In an effort to provide more clarity around the statements surrounding fossil fuel divestment being presented during Citizen's Comment at several recent Board of Trustees meetings, Vice President for Finance and Controller Tracy Elliott and Kelly Regan and Jay Roney of NEPC provided an overview and historical information concerning the University of Maine System's Environmental, Social and Governance (ESG) investment approach. The presentation provided the Board with information about the history of fossil fuel divestment discussions between the UMS students, the Board of Trustees Investment Committee and NEPC; along with a review of UMS' decisions and investment approach to impact investing. Additionally, NEPC provided data regarding portfolio results as it relates to impact investing. The Investment Committee and NEPC have actively engaged with UMS students in their requests to divest from fossil fuels over the years. Multiple meetings have occurred since 2013 between the groups to discuss the issues and provide the students with portfolio updates and progress reports. Numerous educational sessions have been conducted with the Investment Committee to review the topic, analyze benefits/considerations and explore solutions. Ultimately, the Investment Committee and Board of Trustees decided to divest from coal in 2015 for the Managed Investment Pool (MIP) and Operating Fund. Additionally, it was decided to utilize a holistic approach in the MIP by focusing on ESG factors and not to fully divest from fossil fuels, but to incorporate ESG goals into the MIP Investment Policy Statement (IPS). The ESG approach has significantly reduced the portfolio's fossil fuel exposure while maintaining risk and return goals. Research shows that ESG investing can reduce portfolio risk and generate competitive investment returns, while aligning with an institution's values.

Remarks from Chair Erwin

Chair Erwin expressed gratitude for the opportunity to serve as Chair of the Board for the last 4 years. He stated that this has been and continues to be a very consequential time in higher education. He explained that he is proud of the Trustees and the System for the hard work and efforts put into ensuring UMS can remain nimble and flexible during this time and that he knows that the new Board Leadership will carry on this important work going forward. Chair Erwin thanked Chancellor Malloy for his kind words earlier in the meeting and stated that it has been a pleasure working with the Chancellor and his entire team over the past two years, since the Chancellor joined UMS. Chair Erwin congratulated incoming Chair Trustee Gardner and invited him to make a statement.

Remarks from Incoming Chair - Trustee Mark Gardner

Trustee Mark Gardner and incoming Chair of the Board thanked the Trustees and stated that he is honored to have been selected as the Chair of the Board for fiscal year 2022. He thanked Trustee Erwin for his leadership and tutelage over the past year as he served as Vice Chair. Trustee Gardner stated that he is thankful for the Long Range Planning initiative that Chair Erwin started and has been working on and asked Trustee Erwin to continue to lead the efforts of the Trustee Long Range Planning team as he continues to serve over the next year. Trustee Gardner stated that he looks forward to working with Chancellor Malloy and System Leadership to continue this important work. Trustee Gardner thanked the Trustees and the System administration, faculty, staff, and students for their tremendous work over the past year to ensure students and the UMS community stayed safe and triumphed through the challenges brought forth by the pandemic.

Additional information about the meeting can be found on the Board of Trustees website:
<https://www.maine.edu/board-of-trustees/meeting-agendas-materials/board-of-trustees/>

Board of Trustees Meeting
May 24, 2021

DATE OF NEXT MEETING

The next meeting of the Board of Trustees will be held on July 26, 2021, via Zoom.

Adjournment
Heather A. Massey for
Ellen N. Doughty, Clerk