

UNIVERSITY OF MAINE SYSTEM  
Board of Trustees Meeting

November 15, 2021  
Zoom Meeting

**Board of Trustees Meeting**

**Present:** Mark Gardner, Chair; James Donnelly, Vice Chair; Kelly Martin, James Erwin, Pender Makin, Trish Riley, Lisa Eames, 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, Joe Szakas, and Deborah Hedeem. **Faculty Representatives:** Kennedy Rubert-Nason, Lisa Leduc, Patrick Cheek, Dan Jenkins, and Michael Scott. **System Staff:** Robert Placido, Ryan Low, Ellen Doughty, Dan Demeritt, David Demers, Jeff St. John, Chip Gavin, Pat Peard, Rosa Redonnett, Carolyn Dorsey, Loretta Shields, Sam Warren, Tracy Elliott, Kim Jenkins, and James Thelen.

**Absent:** None.

**Monday, November 15, 2021**

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

**EXECUTIVE SESSION**

On a motion by Trustee Erwin, which was seconded by Trustee Riley, 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.

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 Gardner, Chair, reconvened the public meeting and welcomed everyone. He stated that this Board meeting was being held virtually, in accordance with the Board of Trustee Policy 215 – Remote Public Meetings. The Trustees participating by technology will be counted towards a quorum. To confirm Trustee attendance and to ensure the Trustees are able to clearly hear and understand the proceedings and each other, the Clerk performed a roll call of the Board of Trustees members 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  
William White – Fossil Fuel Divestment  
Belu Katz – Fossil Fuel Divestment  
Max McDonough – Fossil Fuel Divestment  
Lydia Savage – USM  
Adinah Barnett – USM Leadership  
Jim McClymer – UMS & Aon  
Paul Johnson – The Future of USM

## **CHAIR’S REPORT**

### **Acknowledgement of Outgoing Student Representative to the Board**

Chair Gardner stated that Abigail Despres would be mailed a certification of appreciation for her dedication and leadership as the Student Representative to the Board from the University of Maine. Abigail served as the UM Student Representative from September 2019 to September 2021.

### **Fossil Fuel Divestment**

Chair Gardner stated that the Investment Committee and full Board have been listening to the comments that the students have been raising on UMS fossil fuel divestment and he assured that the Investment Committee has been working hard on this topic. He asked Trustee Kelly Martin, Chair of the Investment Committee to provide a brief statement concerning UMS fossil fuel divestment. Trustee Martin stated that the Investment Committee met on November 9<sup>th</sup> and had a robust discussion about UMS fossil fuel exposure, which included a discussion with Newton Investment Management. The team from Newton provided some insight on their Environmental, Social, and Governance (ESG) investing process. Trustee Martin thanked the UMS Divest group and the others that preceded that group for their feedback and interest in UMS fossil fuel divestment. She stated that it was the student group that prompted the System to take a closer look at fossil fuel exposure back in 2013 and lead to the System implement an ESG investing process in 2016. Since UMS started ESG investment, fossil fuel exposure has declined to a de minimus percentage. The Investment Committee continues to discuss UMS fossil fuel exposure to find a solution that allows the Trustees to uphold fiduciary responsibilities, while providing guidance on how to invest in light of the global climate change issues. Chair Gardner stated that from the information he has reviewed, his understanding is that UMS is performing better than the benchmarks set by several higher education institutions that recently announced their divestment from fossil fuels. He stated that the Board and Investment Committee are continuing to investigate this important matter and that there will be another update at the January 2022 Board meeting.

### **UMA Presidential Search Committee Update**

Trustee Sven Bartholomew, Chair of the UMA Presidential Search Committee provided an updated on the Search Committee’s progress. Trustee Bartholomew stated that the Committee held its first meeting on October 14<sup>th</sup>, where Chancellor Malloy delivered the official charge to the Committee.

The Committee discussed and developed a list of preferred characteristics and priorities for the next UMA President to be used in creating the position description. Additionally, Storebeck search consultant Jim Sirianni has conducted two initial listening sessions with the UMA community to gather input for the position description. A survey has been distributed to the UMA community to provide input throughout the duration of the search. Mr. Sirianni has developed the candidate prospectus, committee process, and search timeline, ending with a projected conclusion of the search in Spring 2022. A website is in the process of being developed to keep the UMA and UMS communities informed about the progress of the

search. The next UMA Search Committee meeting is scheduled for December 13<sup>th</sup> and Diversity, Equity, and Inclusion (DEI) training for the Committee is scheduled for November 29<sup>th</sup>.

#### USM Presidential Search Committee Update

Chair Gardner stated that the USM Presidential Search Committee is just getting underway and that the Trustee members of the Committee are Trustee James Erwin (Committee Chair), Trustee Lisa Eames, and Trustee Roger Katz. Chancellor Malloy stated that UMS is working diligently to get the USM Presidential Search process up and running in an expedited manner to ensure the best chance of attracting high level candidates. Vice Chancellor for Strategic Initiatives James Thelen stated that UMS has hired Academic Search as the search consultant for the USM Presidential Search. Academic Search has worked with UMS on varied high level searches including current Chancellor, Dannel Malloy. UMS is looking forward to a public and transparent search process with lots of input from the USM community. Vice Chancellor Thelen noted that later in the meeting the Board will be asked to approve an exception to Board Policy 204, to permit the Chancellor to name two additional representatives to the USM presidential search committee. He stated that like UMA, the USM search committee will work with the USM community to develop a preferred list of characteristics and priorities as well as undergo DEI training.

#### Vice Chair Pro tem

Chair Gardner stated that due to a prior commitment, Vice Chair Donnelly would not be able to attend most of the meeting, so he has asked Trustee Lisa Eames to fill in as Vice Chair Pro tem. He thanked Trustee Eames for accepting his request.

### **CHANCELLOR'S REPORT**

#### Citizen's Comment

Chancellor Malloy thanked the Citizen Comment participants for their comments. He stated that he was very impressed by the statements made by the students concerning fossil fuel divestment. He explained that prior to the UMS ESG investment strategy implemented in 2016, UMS was investing just north of 6% in fossil fuels, but has since reduced that number greatly to around 1.8%. He stated that this puts UMS ahead of other higher education institutions like Harvard, who have only recently begun to divest from fossil fuels. Chancellor Malloy stated that he understands the drive and concern on this matter and that Maine is and should continue to be a leader in sustainability and environmental issues. He thanked the Investment Committee and System staff for all of their hard work on this matter and stated he is looking forward to future updates. Chancellor Malloy stated that in response to the comments made concerning the future leadership at USM, UMS is taking the feedback provided on the search seriously and will keep the public updated on the search through an open search process. He encouraged the USM faculty, staff, students, and community members to participate in the search process where applicable to ensure their continued feedback is received.

#### Fall 2021 Campus Visits

Chancellor Malloy stated that he and his System team are in the process of completing the Fall 2021 campus visits. Over the next week they will visit UMM and the Maine School of Law, which will complete this round of visits. He stated that the visits have been going very well and the campus communities were provided many opportunities for dialog and feedback. He thanked the UMA and USM campus communities for hosting the campus visits during this time of transition at each of their campuses and stated that there were great conversations had at both campuses concerning their respective presidential searches.

### Pandemic Update

Chancellor Malloy stated that UMS has continued to do an excellent job keeping the UMS community as safe as possible for the Fall semester. Even as the State's covid numbers have seen a large increase over the Fall at a just over 8% positivity rate, the UMS positivity rate has stayed below 1%. Currently, UMS has 19 active cases among the entire UMS community. He thanked the System Staff and Campus leadership team that has been providing and administering the guidance in order to keep the UMS Community safe through the pandemic for their continued excellent work.

### **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

UMF faculty Dr. Matt McCourt, Associate Professor of Geography and Dr. Jesse Minor, Assistant Professor of Geography and Environmental Planning presented their innovative work with student engagement and preparedness strategies tested in a "First-Year Fusion" pilot course offered through the UMF. The fusion experience includes a week-long field excursion that happens prior to the beginning of the students' first college semester. The fusion experience focuses on building retention for first year students by building strong cohorts amongst incoming first year students, especially first generation college students. The fusion experience is a crash course in real world learning, while providing the students an opportunity to build a bond with each other and to get to know their professors. They bond around camp fires, by preparing and sharing meals, and other outdoor experiences. This means that by the start of their first semester, fusion students have obtained a tight network of friends that they can rely on for support throughout the semester. They will have also had the opportunity to develop teamwork and collaboration skills, as well as work on high level reading, presentations, and hands on learning experiences in a supportive setting with instant feedback. The presenters provided information on the "Making Change in Maine" first year fusion experience in 2019. During this experience the students traveled to several locations in Maine over the course of the week and worked on four service learning projects, while having the opportunity to meet and network with influential members of the area business community and UMF alumni members.

#### Enrollment Update

Vice Chancellor for Academic Affairs Robert Placido provided an update on Fall 2021 enrollment. Vice Chancellor Placido stated that the official Fall enrollment report will not be ready until January; however he has the ability to show live enrollment data from the UMS Dashboard on the maine.edu website. He explained that the UMS Academic Affairs Department has set it up so that all academic affairs dashboard data is located on one central page. As of close of census on October 15th, excluding Early College, the total Fall headcount enrollment is down approximately 0.7% and graduate Fall headcount enrollment is up approximately 10% compared to this time last year. Vice Chancellor Placido explained that undergraduate Fall headcount enrollment is down 2.6% compared to this time last year, which is much better than the 4% loss that was projected by his team. This decline in undergraduate enrollment is mostly due to the economic decline that the System has been watching for a while and covid pandemic related issues. UMS first-year student headcount enrollment increased 2.2% for Fall 2021; however, the student population continuing their UMS education saw a decrease of approximately 4% in headcount enrollment from last year. There was an increase of just over 7% in out-of-state enrollment for Fall 2021. Conversely, UMS is still struggling with in-state enrollment and saw an approximate 6% decrease in in-state enrollment for Fall 2021. The Chancellor has charged a UMS student success group to research the decline in in-state enrollment.

Vice Chancellor Placido presented data from 2010 to 2020 showing the UMS market share of college bound Maine high school students. UMS has hovered in the 30% range during that time and stated that preliminary data for 2020 shows that UMS received 31.8% of the market share of this population. He explained that the data comes from the Integrated Postsecondary Education Data System (IPEDS) and is lagging behind. He doesn't expect preliminary data from 2021 until sometime closer to the end of calendar year 2022.

The Trustees and System Staff members had conversations about the kinds and amount of support offered to high school students when applying to the UMS, the change in dorm occupancy since the pandemic, and the amount of high school students who decided not to attend post-secondary education after graduation, which is around 40% of Maine high school graduates. The Trustees asked for more demographic information and data on Maine high school graduates. Additionally, Chair Gardner asked for information about ideal enrollment numbers for UMS to be successful into the future. Chancellor Malloy asked Vice Chancellor Placido to provide some comparison data from peer institutions for the Trustees at a future meeting.

### **VICE CHANCELLOR FOR RESEARCH AND INNOVATION REPORT**

Vice Chancellor for Research and Innovation (VCRI) Joan Ferrini-Mundy provided an overview of the progress that has been made in the first full semester since the VCRI position was created. Vice Chancellor Ferrini-Mundy stated that much of this semester has been focused on supporting the UMS campuses by helping them locate and apply for the research and development grant funding that is available to the System. The VCRI Office has been working on developing a common application for grant funding, so that burden on the campuses is minimized and the System can focus on getting the best proposals submitted for the available funding. In order to further support the campuses in their research and development ventures, Jason Charland, UM Senior Advisor to the President and Director of Research Development has developed an educational academy for faculty and staff members to gain information about the grant writing and proposal process. Vice Chancellor Ferrini-Mundy provided an overview of a few of the bigger projects that her office has been working on such as the Maine Jobs & Recovery Program and the Talent, Research & Innovation for Maine (TRI-Maine) Small Campus Initiative. Additionally she explained that great work has been put into learning how the VCRI Office can support all of the campuses and the System in the areas of research and development. She stated that the Fall campus visits have been extremely beneficial in gaining feedback from the campuses concerning this matter.

Chair Gardner asked Vice Chancellor Ferrini-Mundy when she expects to be able to provide an update on UM's initiative to reach R1 status. She stated that Carnegie is in the process of reviewing some IPEDs data, but that more information should be available in the coming months and she would be happy to give an update at a future meeting.

### **VICE CHANCELLOR FOR STRATEGIC INITIATIVES' REPORT**

Vice Chancellor for Strategic Initiatives and Chief Legal Officer James Thelen provided a brief update on the UMS Strategic Planning process. At the Board's July 26, 2021 meeting, the Trustees approved a UMS Strategic Planning Resolution and charged Chancellor Malloy to begin the work necessary to prepare a 5-year strategic plan for UMS. At the Board's September 2021 meeting, the Trustees approved an initial timeline and process plan for this work. Since then, System leadership has started the Fall campus visits and an opportunity to provide feedback on the strategic plan/process has been provided at each campus. It was explained that the strategic planning process is going to be an open process that relies on input and feedback from the entire UMS community. The strategic planning process will run

parallel to the work that is being done to prepare for the NECHE self-study and will take information from the self-study to inform certain aspects of the strategic plan.

Vice Chancellor Thelen stated that the System is in the middle of a Request for Proposal (RFP) process to identify a strategic planning consultant to help guide the System through the strategic planning process. The System received eight very robust proposals and a team of constituents from across the System is currently reviewing the proposals. The proposal review team consists of Trustee Trish Riley, Vice Chancellor Thelen, Vice Chancellor Ferrini-Mundy, Vice Chancellor Placido, UMS Director of Organizational Effectiveness Kim Jenkins, USM Provost Jeannine Uzzi, and UMPI Assistant Professor of Business Stacey Emery. The proposal team will be interviewing four of the vendors who submitted proposals later this week and a final decision will be made in an expedited manner. Vice Chancellor Thelen stated that the System strategic planning committee is committed to working closely with the Board of Trustees Ad hoc Committee on Strategic Planning as the process progresses.

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

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

#### Investment Update

The Managed Investment Pool has a current market value of \$442 million. It experienced a loss of 2.9% for the month of September, with a fiscal year to date loss of 0.4%. The Pension Plan has a current market value of \$25 million. It experienced a loss of 1.8% for the month of September, with a fiscal year to date return of 0.9%. The Operating Fund has a current market value of \$339 million. It experienced a loss of 0.5% for the month of September, with a fiscal year to date return of 0.1%. Preliminary data for October puts FY2022 net investment revenue at about \$1.75 million, which is nearly 56% of the budgeted \$3.1 million, with just shy of eight months left in the fiscal year.

#### Forecast Update

Vice Chancellor Low provided an update on the FY2022 budget to forecast. The forecast update is presented to the Board three times per year at the conclusion of each of the first three quarters of the fiscal year, to provide information about where the System's actual budget is in relation to the forecasted budget. There have been some substantial changes to the forecast since the Board approved the FY2022 budget in May. These changes are primarily driven by four main factors. The first major factor is approval/implementation of collective bargaining agreements. There were no compensation increases budgeted into the original FY2022 budget. The forecast now reflects the four contracts that have been ratified. There are two additional collective bargaining contracts yet to be ratified and accounted for in the forecast. The second major factor accounting for the changes in the forecast is enrollment. Enrollment numbers ebb and flow throughout the year. Although actual enrollment numbers may not have played out as forecasted, it is important to note that the actual overall enrollment revenues are what is counted. The third major factor is residence hall occupancy. Several campuses had lower residence hall occupancy numbers than they expected for FY2022 so far. The fourth major factor is the benefit rate reduction, which actually has a positive effect on the forecast. The current year benefit rate is 54%, and UMS has lowered that rate to 50%, which has helped to offset the compensation increases. The 4% benefit rate reduction saves nearly \$10 million dollars across E&G, Auxiliary, and Maine Economic Improvement Fund (MEIF) accounts. Even with the forecasted deficits due to the aforementioned factors, most campuses are still on track to close out the fiscal year with a balanced budget due to utilization of a combination of HEERF funds, campus reserves, and System budget stabilization funds. The two exceptions are UMF and UMPI, which are forecasted to remain in a deficit of \$1.78 million and \$1.49 million respectively. Currently, neither campus has a known way to close that deficit prior to the end of

FY2022. The System is working with the campuses to identify a mechanism to close their budget gaps. The Maine Law School has actually decreased their forecasted budget deficit by approximately \$170 thousand, due to increased enrollment and the benefit rate reduction. Vice Chancellor Low anticipates bringing a request for an FY2022 budget revision to the January 2022 Board of Trustees meeting.

The Trustees and Vice Chancellor Low had some discussion surrounding the idea that the budget deficit is likely to grow even more in the coming months as the other two outstanding collective bargaining contracts are ratified. Vice Chancellor Low stated that some campuses still have mechanisms such as HEERF funds and campus reserves to offset some of that additional deficit, but not all campuses have that option. He stated that he would be happy to provide an updated report on allocation and spending of those types of funds at a future Finance, Facilities, & Technology Committee meeting.

### **ACTION ITEMS**

#### **Confirmation of Faculty and Student Representatives to the Board**

Vice Chancellor/UM President Ferrini-Mundy and UMFK President Deb Hedeon provided a brief introduction for their proposed candidates for Faculty and Student Representatives to the Board as follows:

#### **Faculty Representative:**

Kennedy Rubert-Nason, UMFK, – reappointed for a two year term – November 2021 to November 2023

#### **Student Representative:**

Benjamin Doherty, UM, – appointed for a two year term – November 2021 to November 2023

On a motion by Trustee Erwin, which was seconded by Trustee Eames, and approved by a roll call vote of all Trustees present, the Board of Trustees approved the appointments of the Faculty and Student Representatives to the Board of Trustees as presented.

#### **Honorary Degree Nomination for 2022, UMM**

On a motion by Trustee Doak, which was seconded by Trustee Rotundo, and approved by a roll call vote of all Trustees present, the Board of Trustees approved the 2022 nomination for Honorary Degree at UMM as presented.

#### **Tenure at Time of Hire, Associate Professor in the Department of English, UM**

Vice Chancellor/UM President Ferrini-Mundy requested that Dr. Ellen Weinauer be awarded tenure at the rank of Associate Professor, with an effective date of August 16, 2021. This coincides with the appointment as associate professor in the Department of English and Dean of the Honors College.

On a motion by Trustee Cain, which was seconded by Trustee Rotundo, and approved by a roll call vote of all Trustees present, the Board of Trustees accepted the recommendation of the Academic & Student Affairs Committee and approved tenure at the rank of Associate Professor in the Department of English to Dr. Ellen Weinauer with tenure to be effective August 16, 2021.

#### **Tenure at Time of Hire, Professor in the School of Agriculture, UM**

Vice Chancellor/UM President Ferrini-Mundy requested that Dr. Diane Rowland be awarded tenure at the rank of Professor in the School of Agriculture, effective August 1, 2021 in accordance with Board of Trustee Policy 310. This coincides with her appointment as associate professor in the University of Maine Department of English and Dean of the College of Natural Sciences, Forestry, and Agriculture.

On a motion by Trustee Doak, which was seconded by Trustee Cain, and approved by a roll call vote of all Trustees present, the Board of Trustees accepted the recommendation of the Academic & Student Affairs Committee and approved tenure at the rank of Professor in the School of Agriculture to Dr. Diane Rowland with tenure to be effective August 1, 2021.

Trustee Trish Riley, Chair of the Finance Facilities and Technology (FFT) Committee provided a brief statement about the items forwarded to today's agenda by the FFT Committee. Trustee Riley explained that especially in light of the projected budget deficit it is extremely important for large capital projects to be thoroughly examined to determine the viability of the funding sources. She explained that there are times where funding used for these types of projects is the same funding that could potentially help to close a budget deficit and so it is important that the Trustees have a complete understanding of why it is important to move forward with the project at this time. She stated that the projects being presented today were put through a thorough line of questioning from the FFT Committee and that the Committee is in agreement with moving forward with them at this time. Trustee Riley explained that Vice Chancellor Low is working to put together some criteria to guide the Trustees as they make these types of funding decisions going forward.

#### **Parking Garage Increase Authorization, USM**

USM President Glenn Cummings and USM Chief Business Officer (CBO) Alec Porteous provided an overview of the USM request to spend up to \$23,000,000 for the construction of a new parking garage on the University's Portland campus. The Board approved an initial spend of up to \$1,200,000 in March of 2020, so the current request reflects an increase in authorization of \$21,800,000. The planned June 2023 opening of a new 580-bed residence hall on the campus, as well as the loss of more than 200 spaces due to campus redevelopment and the City of Portland roundabout project, requires additional parking options for students, faculty and staff members. The proposed 510 space garage would account for projected new parking demand related to the new Portland Commons Residence Hall and for surface parking spaces eliminated during construction of the facility. USM proposes utilizing a combination of cell tower rental, pouring rights, solar energy savings, parking fee, increased transportation fee, and conference premium revenue streams to fund the debt service for this project. USM is following the City of Portland Planning Board process. USM attended a City of Portland neighborhood meeting and workshop in September. At least one additional workshop is expected prior to a final hearing. A traffic movement permit is also needed and USM is pursuing that concurrently with overall permitting. The bid selection is expected to start in December with groundbreaking expected in Spring 2022. The construction schedule calls for a project completion in advance of the opening of the new Student Success Center and residence hall. USM selected Desman Design Management through a competitive procurement process as the design consultant and advisor for the parking garage. Extension of the existing parking garage by Wishcamper Hall was selected as the most desirable location among the four sites that were evaluated on campus.

Trustee Eames raised concerns about the decision to reduce the amount of parking originally planned for in the project. She was concerned that the \$1.7 million that would be saved in taking this step would not be sufficient to offset the loss of parking spaces, especially with the projected enrollment increases once the residence hall is completed. Trustee Gardner raised concerns about the eventual return of the Maine Graduate Center to the Portland campus and how it would affect parking at that time. CBO Porteous addressed the Trustees concerns.

On a motion by Trustee Erwin, 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 Southern Maine acting through the University of Maine System to increase the authorization by \$21,800,000 to a total of



\$23,000,000 to construct a new, 510-space parking garage adjacent to the existing parking garage on the University of Southern Maine's Portland campus. Additionally, the Board authorized the increase in square footage of up to 168,508. Funding for this project will be from University issued Revenue bonds, and other University resources to be identified.

**Adaptive reuse of Coburn/Holmes Hall Public Private Partnership Authorization, UM**

UM Vice President for Innovation and Economic Development Jake Ward and UM CBO Joanne Yestramski provided an overview of the UM request to complete negotiations and enter into a Definitive Agreement for a public private partnership (P3) with Radnor Property Group LLC (Radnor or Developer). The P3 agreement will include a ground lease of the properties surrounding Holmes and Coburn Halls and the buildings proper for 99-years with ownership returned to UM at the end of the 99 years and with purchase options after 25, 50, and 75 years. The result of the P3 will be the adaptive reuse of Coburn Hall and Holmes Hall, unused facilities on the Orono Campus, into a combined 93-bed on-campus boutique hotel. To complete the reuse Project, the development team proposes to renovate both buildings as well as build an addition of approximately 24,800 square feet to Holmes Hall. The Developer is estimating this endeavor to cost approximately \$22 million. Annual rent paid to the University will begin at \$30,000 with a 5% escalation factor every five years. The total Project costs are estimated to be \$22 million. The Developer intends to obtain both historic tax credits and new market tax credits to reduce the amount of up front capital they will need. Since the eligibility of the new market tax credits for the Project is not certain, the University agrees to contribute up to \$1.7 million in funding should those credits prove unavailable. The university would cover these costs through auxiliary reserves and annual capital budgeted expenditures. Trustee Donnelly and Trustee Cain expressed their support for the project.

Trustees asked for clarification about the reasoning for the \$2 million commitment for this project and asked if the UM/UMS has any contract language that allows the System to dictate how the buildings can be used if the P3 partner decides to sell and the System is not prepared to purchase the buildings at that point. The presentation team provided clarification on the terms of the contract for the Trustees.

On a motion by Trustee Katz, which was seconded by Trustee Erwin, 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 pursue a public private partnership through a 99-year ground lease and Definitive Agreement with Radnor Property Group, LLC for the building redevelopment of Coburn Hall and Holmes Hall, a 24,800 square foot addition to Holmes Hall, and to expend the amount of up to \$2,000,000 for the development and University incurred consulting and legal expenses for the Project. All final terms and conditions shall be subject to review and approval by General Counsel and the University Treasurer.

**Increased Authorization, USM Center for the Arts**

USM President Glenn Cummings, USM Chief Business Officer Alec Porteous, USM Foundation President & CEO Ainsley Wallace and USM Director of the School of Music Alan Kaschub provided an overview of the authorization request to spend up to \$3.2 million of additional existing philanthropic funds to advance the University's Center for the Arts (CFA) project. In 2017 the Board approved an \$80 million comprehensive campaign for USM that included a \$65 million for the CFA on the Portland campus. The Board authorized \$1,000,000 at the January 2018 meeting for Phase I for the conceptual and schematic design. In 2019 the Board approved the USM Master Plan which included the CFA in Portland. The USM Foundation launched a comprehensive campaign in 2020 in a quiet phase with an adjusted campaign goal of \$6 million, including a \$15 million CFA philanthropic goal. In 2021 the CFA Phase I has been completed and the USM Foundation has raised \$17.1 million for the CFA in 15 months.

The current authorization would bring the total to \$4,200,000. This authorization will be for the CFA Phase II for design development and construction documents using philanthropic dollars in hand.

USM's proposed CFA is a long-planned project with considerable donor support that would relocate the Dr. Alfred and D. Suzi Osher School of Music from its current Gorham campus home in Corthell Hall to a newly constructed, state-of-the-art music building on USM's Portland campus. In the proposing the new facility, USM envisions the following key developments. A short-term growth of Osher School of Music enrollment of approximately 30 percent, representing an increase of approximately 40 students over the current 140-student enrollment. Music majors already have a high retention rate, and the Music Department expects that the new building would drive recruitment and retention, with a longer-term enrollment goal of 232 students. Replacement of the inadequate facility that is a detriment to recruitment and retention with a new, intentionally designed facility that would draw renewed attention to USM's exceptional music program. The new facility will allow for repurposing of Corthell Hall, a significant historic asset for the University but not a suitable home for a modern school of music. While the building is not suited to housing the Osher School of Music, repurposing Corthell would enable USM to add another lecture hall on its Gorham campus, a dance studio, classrooms and administrative space into which the University would likely transition Art and Theatre Department faculty offices.

On a motion by Trustee Riley, 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 Southern Maine acting through the University of Maine System to expend up to an additional \$3,200,000 to complete the design development and construction documents phases of the proposed Center for the Arts on the University of Southern Maine's Portland campus. With the current request, the total authorized for this project will be \$4,200,000. The funding source will be existing philanthropic funds dedicated to creation of the Center for the Arts. In advancing to the design development and construction documents phases of the Center for the Arts project, USM will continue to review alternative design options and value engineering measures that may produce cost savings. As the project advances, USM and the USM Foundation will continue its robust fundraising efforts to support further advancement of the project, with the understanding that USM anticipates a portion of the project costs will be funded by the combination of USM E&G resources and the issuance of UMS debt, with debt service funded by USM.

### **Campus Network Equipment Refresh**

Chief Information Officer David Demers requested authorization to expend \$3,000,000 on the replacement of campus network equipment. The focus of this effort is a one for one replacement of unsupported network equipment (wireless access points and controllers, building-level network access switches, and uninterruptible power supplies) that has been in service 12 years on average including 4 to 10 years beyond the end of support dates set by the original equipment manufacturer (OEM). By doing so, UMS is attempting to reduce the cybersecurity, business continuity, and academic disruption risks associated with having the campus networks consisting of nearly 25% of unsupported, antiquated network equipment. These one-time funds will establish a minimum threshold for a refresh cycle that removes network equipment from service before, or at least soon after, it is no longer supported by its OEM. This effort is not intended or expected to expand wireless coverage or increase network availability in any significant way.

Roughly 10% of the budget is being allocated to cover the cost of professional services and any electrical or other facilities work that will be required. The urgency of approval of this request is due to the significant cost increases that have been announced by the manufacturer of our wireless equipment.

Delayed action on approving the purchase of the new equipment will result in a 7% price penalty and thereby a 7% reduction in number of access points that we will be able to replace using these dollars. Funding for the project has been secured by temporary investment income and is available immediately to support this effort.

On a motion by Trustee Bartholomew, 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 to expend \$3,000,000 for the replacement of unsupported equipment not included in the 2015 bond initiative. The funding source will be previously earned temporary investment income.

### **University of Southern Maine Presidential Search Committee Expansion**

Vice Chancellor Thelen provided an overview of the UMS request to have an exception to the administrative procedures for Board Policy 204 – Presidential Appointments and add two additional committee members to the search. Administrative Procedures for UMS Board Policy 204 provide for the composition of the search committee that conducts much of the process for recruiting and identifying finalist president candidates. Following that policy, and since receiving President Cummings's notice, Vice Chancellor Thelen has been working with each of the USM constituencies entitled to name representatives to the presidential search committee. In the course of that work, Trustees and the USM community have asked UMS to ensure that the composition of the search committee reflects the significant fundraising successes at USM of late, which would ensure the ongoing success of USM's active fundraising initiatives. Further, and particularly since USM has significant active engagements with the Lewiston-Auburn community regarding how USM can best serve the needs of that region, Trustees and the USM community wish to adequately represent the interests of the external Lewiston-Auburn communities too. However, Administrative Procedures for UMS Board Policy 204 only provides for one representative on the presidential search community to represent the interests of all USM alumni, its foundation and fundraising initiatives, and the communities it serves. Given these interests, UMS seeks an exception to Administrative Procedures for UMS Board Policy 204 to permit the Chancellor to select two (2) additional alumni, community, or foundation representatives from among those proposed by the USM administration. There is Board precedent for this exception. In 2017, the Board approved an expansion of the University of Maine presidential search committee to ensure the Machias community was represented on the UMaine presidential search committee following the implementation of the Machias-UMaine primary partnership.

Vice Chancellor Thelen addressed one of the comments made earlier during the Citizen's Comment portion of the meeting. A representative from USM's Faculty and Staff of Color Association (FSOCA) stated that an email was sent to the Chancellor and Trustees requesting that a member of the FSOCA be designated to serve on the upcoming presidential search committee and that they received no response to their request. Vice Chancellor Thelen stated that the System did in fact reply to the email that was sent and explained that the faculty representative that serves on a Presidential Search Committee is chosen by that campus' faculty senate and that the FSOCA should reach out directly to the USM faculty senate to propose their candidate. The reply email was copied to the Chancellor, USM President Cummings, USM Faculty Senate leaders, Trustee members of the USM presidential search committee, and other USM leadership members.

Trustee Erwin, Chair of the USM presidential search committee stated that the way the resolution was written it is not explicitly clear that the intent is to add one member to represent the USM foundation and one member to represent the USM Lewiston-Auburn campus, but wanted to state publicly that that is indeed the intent. Vice Chancellor Thelen and Chancellor Malloy concurred that it would be one member

from each of those two constituencies that would be added. President Cummings stated that USM would be happy to provide a list of possible candidates from the Lewiston-Auburn campus.

On a motion by Trustee Donnelly, which was seconded by Trustee Katz, and approved by a roll call vote of all Trustees present, the Board of Trustees approved an exception to the Administrative Procedures for UMS Board Policy 204 to permit the Chancellor to name two additional community, alumni, or foundation representatives to the USM presidential search committee, chosen from among names provided by the USM administration and otherwise in compliance with Administrative Procedures for UMS Board Policy 204.

### **CONSENT AGENDA**

On a motion by Trustee Eames, which was seconded by Trustee Riley, 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**

September 15, 2021 – Finance, Facilities & Technology Committee Meeting  
September 27, 2021 – Board of Trustees Meeting  
October 20, 2021 – Ad Hoc Committee on Strategic Planning Meeting  
October 25, 2021 – Academic & Student Affairs Committee Meeting  
October 25, 2021 – Human Resources & Labor Relations Committee Meeting  
October 27, 2021 – Finance, Facilities & Technology Committee Meeting  
October 27, 2021 – Audit Committee Meeting  
October 27, 2021 – Special Board of Trustees Meeting  
November 4, 2021 – Finance, Facilities & Technology Committee Meeting

The Board of Trustees reviewed the following agenda item as forwarded by the Academic & Student Affairs Committee to the Consent Agenda from its meeting on October 25, 2021:

#### **Awarding of Academic Degrees**

The Board of Trustees accepted the recommendation of the Academic and Student Affairs Committee and authorized the awarding of degrees during Commencement ceremonies for the 2021-2022 academic year to those students fully recommended by the appropriate faculties and the presidents of the respective institutions of the University of Maine System.

### **DISCUSSION ITEMS**

#### **Unified Accreditation and Unified Catalog Update**

Associate Vice Chancellor for Strategic Initiatives Dr. Jeff St. John provided an update on the UMS unified accreditation progress. Dr. St. John stated that the first public draft of the NECHE self-study was shared with 6700 faculty and staff members across the System on the last day of September. The self-study was left up for public review and comment until October 18<sup>th</sup> and at the end of that period, UMS had over 1400 page views of different sections of the self-study by close to 1200 individual users, with 36 comments received. The feedback from the comments are being used to modify the current draft and the self-study will be posted for public review and feedback for a second time in mid-February and a third time in mid-May.

Dr. St. John stated that information on the unified catalog has been shared with each campus as part of the Chancellor's Fall campus visit agenda. He stated that faculty and staff at each campus participated in breakout sessions to discuss development of the unified catalog and the discussions provided excellent

feedback. He explained that many faculty members have expressed interest in participating in the development of the unified catalog. Dr. St. John stated that he is committed to engaging with and involving faculty members throughout the entire process of the development of the unified catalog.

### **UMS TRANSFORMS Update**

Vice Chancellor Thelen and Vice Chancellor Ferrini-Mundy provided a brief update on the UMS TRANSFORMS project. The Harold Alfond Foundation's (HAF) historic investment in Maine and its people includes a \$240 million commitment over 12 years to the University of Maine System to bring transformative change to the state's largest educational, research, innovation and talent development asset. UMS continues to have ongoing engagement with the Harold Alfond Foundation as the UMS TRANSFORMS initiative progresses. Until recently, UMS has not seen any funds from HAF as there were no funds earmarked for calendar year 2021. Through conversations with HAF, UMS was able to get an advance of \$7 million to expedite progress of UMS TRANSFORMS initiatives. \$5 million is allocated to primary academic initiatives and \$2 million is allocated to UM athletics infrastructure work. Of the \$5 million is allocated to primary academic initiatives, \$3.25 million is going to the Research Learning Experience (RLE) initiative, \$500 thousand is going to Gateways to Success initiative, and \$1.25 million is allocated to the work at the Maine College of Computing, Engineering and Information Science and ongoing faculty development initiatives.

The UM athletics initiative will provide improvements that will impact all 17 varsity sports, will help meet goals for gender equality and accessibility, provide greater opportunity to host non-UMS sporting events, and is designed to be low maintenance, which will increase usable time. UM/UMM hosted a pilot RLE program this Fall and that began in Summer 2021 with an immersive week long experience where students were able to get an orientation into the research and development field. The RLE program is set to expand to other UMS campuses for Spring 2022.

Vice Chancellor Thelen reminded the Trustees about the match obligation the System has to raise \$170 million of matched funds over the 10-year span of the HAF Grant funding. The System has been working to identify the depth and breadth of the different kinds of funds that can be used to count towards this match obligation. For instance, the System is working with HAF to identify if the some or all of the \$35 million in Maine Jobs & Recovery funds provided by the State will be able to be considered as matched funds.

### **DATE OF NEXT MEETING**

The next meeting of the Board of Trustees will be held on January 23-24, 2022.

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/>

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