

**UNIVERSITY OF MASSACHUSETTS
AMHERST•BOSTON•DARTMOUTH•LOWELL•MEDICAL SCHOOL•UMASSONLINE**

**MINUTES OF THE MEETING OF THE
BOARD OF TRUSTEES**

Wednesday, September 17, 2014; 9:00 a.m.

**University of Massachusetts Lowell
Inn & Conference Center
Middlesex & Pawtucket Rooms
50 Warren Street
Lowell, Massachusetts**

Trustees Present: Chair Thomas; Vice Chairs Furman and King-Shaw; Trustees Buonomo, Campbell, Carpman, Collins, Freudson, Fubini, Geoffroy, Johnston, Lee, Lowe, Miller, Mullan, O'Brien, Osterhaus-Houle, Peters, Woolridge and Xifaras; Mr. Wilder (representing Trustee Malone)

Trustees Absent: Trustees Gomez and Malone

University Administration: President Caret; General Counsel Heatwole; Chancellors Subbaswamy, Motley, Grossman, Meehan and Collins

Faculty Representatives: Professor Kurose, UMass Amherst; Professor Tirrell, UMass Boston; Professor White, UMass Dartmouth; Professor Buzawa, UMass Lowell; Professor Shaw, Medical School

Documents Used: -Meeting Minutes, June 18, 2014 (Open Session)

Chair Thomas convened the meeting at 9:06 a.m. and stated that the Board had been provided with a copy of the minutes from the June 18, 2014 meeting. With no corrections, the minutes were approved.

Reports:

Chair's Report

Chair Thomas welcomed the Board and thanked Chancellor Meehan and UMass Lowell for welcoming the Board to campus. Chair Thomas welcomed the new student Trustees: Sarah Freudson from the Amherst campus, and Jacob Miller from Dartmouth. He also welcomed the veteran student Trustees.

Chair Thomas noted that representatives from the labor unions would be addressing the Board. Chair Thomas commented on system-wide statistics in the new academic year. He commented that safe and quality housing was a key to the campuses and there was a need for a more focused discussion on housing strategy moving forward. Chair Thomas commented that he

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asked President Caret to work with the Chancellors and staff to make recommendations on improvements. Chair Thomas requested feedback from the Board no later than December 31st.

Student Trustee Report, UMass Lowell

Trustee Geoffroy welcomed the Board to the Lowell campus and commented on the opening of University Crossing and its impact on current and future students, including its ability to promote active student citizens. He also commented on other noteworthy accomplishments across campus, including the move to Division I athletics, the co-op program, and the opening of the Honors College. Trustee Geoffroy concluded his remarks by commending the tuition and fees freeze as a result of the 50/50 funding plan and advocated for a policy of more equitable distribution of state funds to the campuses.

Public Speakers

Ms. Marlene Kim, representing the Faculty Staff Union at the Boston campus, commented on the ‘give backs’ asked of the unions during negotiations. She noted that treating people well leads to performing well. Ms. Kim then added that the pay equity policy at UMass Boston was a model and should be kept intact.

Mr. Tom Goodkind, President of the Professional Staff Union at the Boston campus commented on a transformational moment in labor relations and the attack launched on working conditions. He indicated that reducing benefits, devalues the worth of employees.

Ms. Donna Johnson, President of the University Staff Association at the Amherst campus commented on the negotiations affecting some of the lowest paid workers on campus and asked that the proposals be reconsidered and that the University invest in its workforce.

Ms. Anais Surkin, Co-Chair of the Graduate Employee Organization, UAW2322 at the Amherst commented on gaining respect and fair compensation, deserved by union workers. She added that the unions did not want to be pitted against each other and that their work raises the prestige of the institution.

Ms. Barbara Madeloni, President of the Massachusetts Teachers Association commented on drawing attention to unfair contract negotiations. She indicated that the unions were eager allies for adequate funding for the University and supporters of the 50/50 plan. Ms. Madeloni noted that the ‘give backs’ requested by the administration affects some of the lowest paid workers and that support, economic security, and respect are all essential.

President’s Report

President Caret thanked the speakers, noting that an institution is only as strong as the people that make it up. He added that he hoped to get to an agreement.

President Caret thanked Chancellor Meehan and the campus and commented on the opening of University Crossing. He then commented on UMass Medical School’s Assistant Professor, Dr. Richard Sacra, and his selfless commitment to medicine and wished him the well in his recovery from Ebola.

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President Caret shared system-wide highlights, including the largest enrollment in University history and the rising quality of the student body. He added that the campuses raised almost \$117 million and that the endowment was approaching \$760 million. President Caret noted that nine faculty members were identified as some of the world's "leading scientific minds". He then noted the opening of the Springfield Center and the upcoming fourth annual bus tour.

President Caret described recent achievements at the Lowell campus including the opening of University Crossing, the Manning School of Business, the Raytheon partnership establishing a joint research facility, and Professor John Romano's top research award, working with five Lowell high school students.

President Caret also commented on the Amherst campus' inclusion in the Top 30 Public Research Universities; UMass Boston's 50th Birthday Celebration and Professor Bawa's Midori Prize in biodiversity; Dartmouth's commitment to civic engagement and its partnership with Democracy Works and the Medical School's Dr. Collins and Dr. Brown participating in the Ice Bucket Challenge to raise money for ALS research.

Secretary Malone's Report

Mr. Wilder provided remarks on the Executive Office of Education's transition plan. He also noted the upcoming release of the Higher Education Finance Committee Report and noted that the office would be working with UMass to ensure academic goals for the year ahead.

Reports of Standing Committees:

Committee on Academic and Student Affairs

Trustee Lee asked Trustee O'Brien from the Boston campus to provide an update on the Student Life Forum.

Trustee O'Brien reported that the Student Life Forum convened for the second time yesterday and discussed veterans' issues on campus. He also commented on hopes for system-wide veteran recognition and further discussion on housing and security on the campuses.

Trustee Lee then reported that the Committee on Academic and Student Affairs met on September 3rd and approved the minutes from the previous meeting. After brief reports from Chair Thomas, President Caret, and Senior Vice President Williams, the Committee considered and voted on 11 action items, and action items in Executive Session which were all placed on the Consent Agenda for Board action.

Committee on Administration and Finance

Trustee Woolridge reported that at its September 10th meeting, the Committee on Administration and Finance heard updates on state revenue collections and dashboard metrics. He then reported that after brief reports by the Chair and the President, there was a review of policy changes, a capital projects overview and an overview of the UMass Building Authority's

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activities. Trustee Woolridge then reviewed the action items, which were placed on the Consent Agenda for Board action.

Audit Committee

Vice Chair Furman reported that the Audit Committee met on September 10th, and after accepting the minutes of the prior meeting, the Committee heard updates from Internal Audit Director Kyle David and Internal Audit Senior Manager Brian McCormick on various engagements, management's action plan, and construction audits. Vice Chair Furman reported that the Committee went into executive session to discuss confidential matters.

Committee on Advancement

Trustee Peters reported that the Committee on Advancement did not meet this quarter, but noted that there was much to report on. He reported on FY14 fundraising and other significant highlights. He commented on the growth of the endowment, and on the status of the campuses capital campaigns and the upcoming launch of the marketing campaign, *Your UMass Gift Works*. Trustee Peters indicated that he was soliciting 100 percent giving participation by the Trustees.

Governance Committee

Vice Chair King-Shaw reported that the Governance Committee met this morning and reviewed the **2014-2015 Officers and Committee Leadership**. Vice Chair King-Shaw reported that after review, the Committee voted to approve the Slate of Officers. He then asked the Chair to entertain a motion to approve the Officers and Committee Leadership.

Chair Thomas asked for questions and discussion. It was moved and seconded.

VOTED: To confirm and approve the 2014-2015 Officers and Committee Chairs of the Board of Trustees as set forth in Doc. T14-052; all persons to serve until the next annual meeting of the Board.

Vice Chair King-Shaw then reported that the Committee reviewed **Revisions to the By-Laws** and voted to approve the changes. He then asked the Chair to entertain a motion to approve the revisions to the By-laws.

Chair Thomas asked for questions and discussion. It was moved and seconded.

VOTED: To approve the following amendments to the By-Laws of the University of Massachusetts:

ARTICLE II, MEETINGS OF THE BOARD OF TRUSTEES

Section 1. Annual Meeting, Regular and Special Meetings.

By amending (b) Regular Meetings: *by striking February and replacing it with April*; and *by striking 2007 and replacing it with 2015*.

Section 2. Notices.

By amending (a) by deleting the word “Written”, and the words “by mail”;

By amending (b) by deleting the word “written”.

Section 3. Agenda of Regular Board Meetings.

By amending the first paragraph by deleting the words “by mail”.

Section 4. Consent Agenda.

By amending Section 4, by deleting the word “mailed”.

ARTICLE III, COMMITTEES OF THE BOARD

Section 1. Standing Committees.

By amending section 1: *by striking seven and replacing it with six; and by deleting and the Science, Technology and Research Committee.*

Section 3. Committee Meetings.

By amending (c) by deleting the word “written” and the words “by mail”.

Section 4. Agenda of Committee Meetings.

By amending (b) by deleting the words “in writing, setting forth the purpose for which they seek to speak” at least twenty-four (24) hours before the relevant meeting and replacing it with *“about the topic they wish to address”*;

And by further amending (b) by deleting the sentence starting with “An individual speaker...” and replacing it with “Speakers will be allowed at least 3 minutes to address a Committee but the Chair has discretion to permit additional time”.

Section 5. Responsibilities of Standing Committees

By deleting (b) and replacing it with:

(b) *The Compensation Committee* shall meet annually to consider information pertaining to the compensation of the President and Chancellors and to issue guidelines consistent with the Executive Compensation Policy.

By deleting (c) and replacing it with:

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- (c) The *Committee on Academic and Student Affairs* shall have the responsibility of considering, reviewing and making recommendations to the full Board on matters concerning academics and students at the University including but not limited to:
- i. policies involving academic programs and research, including the quality, character, and scope of instruction and research, admissions, financial aid, graduation, curriculum, degrees, support programs, and public service activities;
 - ii. policies involving student affairs, activities, and services;
 - iii. policies involving faculty status; other than collective bargaining issues or personnel policies;
 - iv. policies designed to strengthen the University's overall research and development enterprise; policies in support of the strategic growth of the University as a high-quality, globally oriented, state-responsive public research university;
 - v. President's recommendations for award of tenure;
 - vi. an Athletic ad hoc Committee of the Committee on Academic and Student Affairs shall have the following responsibilities:
 - the responsibility of considering and reviewing and making recommendations to the full Board on matters concerning intercollegiate athletics at the University of Massachusetts including but not limited to:
 - master athletic plans including athletic affiliations and overall athletic development;
 - policies involving athletic departments, activities and services.

By Deleting Section 5 (g)

Section 6. Committee of the Whole.

By amending the first paragraph by deleting the words "by mail". (Doc. T91-100, as amended)

Chair Thomas then provided an overview of the process undertaken for President Caret's three-year evaluation, including the design and highlights of his review. Chair Thomas thanked Trustee Peters for chairing the review as well as Board members that participated.

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Compensation Committee

Trustee Mullan stated that the Compensation Committee met on September 16th. The Committee heard a report by Sibson Consulting on the compensation of heads of peer institutions. He added that the report included methodology, trends and future projections.

Consent Agenda:

Chair Thomas reported that at its meeting on September 3, 2014, the Committee on Academic and Student Affairs voted to place Items 1-14 on the Consent Agenda and that at its September 10th meeting, the Committee on Administration and Finance voted to place Items 15-18 on the Consent Agenda.

Chair Thomas asked for a motion to approve Items 1-18 by a single vote on the Consent Agenda.

It was moved and seconded.

VOTED: To approve the following votes listed as 1-18 on the Consent Agenda:

The Committee on Academic and Student Affairs approved items 1-14 on September 3, 2014.

1. **M.P.A. AND Ph.D. in Global Comparative Public Administration, UMass Boston (Doc. T14-056)**
To approve the M.P.A. in Global Comparative Public Administration AND the Ph.D. in Global Comparative Public Administration at the University of Massachusetts Boston as contained in Doc. T14-056.
2. **M.S. in Urban Planning & Community Development, UMass Boston (Doc. T14-057)**
To approve the M.S. in Urban Planning & Community Development at the University of Massachusetts Boston as contained in Doc. T14-057.
3. **Ph.D. in Early Childhood Education and Care, UMass Boston (Doc. T14-058)**
To approve the Ph.D. in Early Childhood Education and Care at the University of Massachusetts Boston as contained in Doc. T14-058.
4. **Ed.D. AND Ph.D. in Leadership in Urban Schools, UMass Boston (Doc. T14-059)**
To approve the Ed.D. in Leadership in Urban Schools AND the Ph.D. in Leadership in Urban Schools at the University of Massachusetts Boston as contained in Doc. T14-059.
5. **M.S. in Technology Management, UMass Dartmouth (Doc. T14-060)**
To approve the M.S. in Technology Management at the University of Massachusetts Dartmouth, as contained in Doc. T14-060.

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6. **M.S. in Accounting, UMass Dartmouth (Doc. T14-067)**
To approve the M.S. in Accounting at the University of Massachusetts Dartmouth, as contained in Doc. T14-067.
7. **Doctor of Pharmacy (Pharm.D.), UMass Lowell (Doc. T14-061)**
To approve the Doctor of Pharmacy (Pharm.D.) at the University of Massachusetts Lowell as contained in Doc. T14-061.
8. **Appointments to Named Professorships, UMass Amherst, Dartmouth, Lowell (Doc. T14-062)**

To concur with the President in the appointment of Stellan Vinthagen as the first holder of the Chair in the Study of Nonviolent Direct Action & Civil Resistance at the University of Massachusetts Amherst.

And further, To concur with the President in the appointment of Changsheng Chen as the Montgomery Charter Chair in Marine Science & Technology at the University of Massachusetts Dartmouth.

And further, To concur with the President in the appointment of Gena Greher as the Nancy Donahue Professor in the Arts at the University of Massachusetts Lowell.

And further, To concur with the President in the appointment of David Kazmer as the James Dadeneau Professor in Plastics Engineering at the University of Massachusetts Lowell.

And further, To concur with the President in the appointment of Sanjeev Manohar as the first holder of the Robert & Gail Ward Endowed Professorship in Chemical Engineering at the University of Massachusetts Lowell.

And further, To concur with the President in the appointment of Steve McCarthy as the Mark & Elisia Saab Professor in Plastics Engineering at the University of Massachusetts Lowell.

And further, To concur with the President in the appointment of Joey Mead as the first holder of the David & Frances Pernick Endowed Nanotechnology Professorship in Plastics Engineering at the University of Massachusetts Lowell.

And further, To concur with the President in the appointment of James Sherwood as the first holder of the Howard Foley Endowed Professorship in the College of Engineering at the University of Massachusetts Lowell.

9. **Establishment and Appointment to Named Professorship, UMass Amherst (Doc. T14-063)**

To concur with the President in the establishment of the W. Torrey and Doris Tilden Little Professorship at the University of Massachusetts Amherst and the appointment of

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Katherine Newman as the first holder of the W. Torrey and Doris Tilden Little Professorship at the University of Massachusetts Amherst.

10. **Revisions to Delegation of Authority for Athletic Coaches (Doc. T92-038, as amended)**

To amend the Delegations of Authority for athletic coaches, as set forth in document T92-038 by deleting the phrase: “as the President deems necessary”; and replacing it with: “upon a written request of a Chancellor stating the reasons therefore”.

11. **Revisions to Honorary Degrees Policy (Doc. T93-060, as amended)**

To recommend that the Board approve the following amendments to the University of Massachusetts Policy for Awarding Honorary Degrees:

PROCEDURES, section 5.

To amend PROCEDURES, section 5. By adding *Honorary Degrees will be considered at the Board’s annual meeting.*

12. **Appointments with Tenure, UMass Amherst, Boston, Dartmouth, Lowell, Worcester (Doc. T14-064)**

To concur with the President in the appointment of Paul M. Collins, Jr. as associate professor with tenure in the Department of Political Science at the University of Massachusetts Amherst.

And further, To concur with the President in the appointment of Kathy R. Forde as associate professor with tenure in the Department of Journalism at the University of Massachusetts Amherst.

And further, To concur with the President in the appointment of Katherine Newman as professor with tenure in the Department of Sociology at the University of Massachusetts Amherst.

And further, To concur with the President in the appointment of Stellan Vinthagen as professor with tenure in the Department of Sociology at the University of Massachusetts Amherst.

And further, To concur with the President in the appointment of Rachel Chazan Cohen as associate professor with tenure in the Department of Curriculum and Instruction at the University of Massachusetts Boston.

And further, To concur with the President in the appointment of Michael Middleton as professor with tenure in the Department of Curriculum and Instruction at the University of Massachusetts Boston.

And further, To concur with the President in the appointment of Timothy Poynton as

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associate professor with tenure in the Department of Counseling and School Psychology at the University of Massachusetts Boston.

And further, To concur with the President in the appointment of Kimberly Christopher as professor with tenure in the Department of Adult and Child Nursing at the University of Massachusetts Dartmouth.

And further, To concur with the President in the appointment of Kareem Jordan as associate professor with tenure in the School of Criminology and Justice Studies at the University of Massachusetts Lowell.

And further, To concur with the President in the appointment of J. Kevin Donahue as professor with tenure in the School of Medicine at the University of Massachusetts Worcester.

And further, To concur with the President in the appointment of Hong Yu as professor with tenure in the Department of Quantitative Health Sciences at the University of Massachusetts Worcester.

13. Awards of Tenure, UMass Amherst, Worcester (Doc. T14-065)

To concur with the President in the awards of tenure to the following individuals in the following Departments:

AMHERSTLori S. Goldner, Physics

WORCESTERSanjay Ram, School of Medicine

14. Transfers of Tenure, UMass Amherst, Dartmouth (Doc. T14-066)

To concur with the President in the following transfer of tenure at the University of Massachusetts Amherst:

Robert Feldman Department of Sociology at the University of Massachusetts Amherst

TO

Department of Psychology at the University of Massachusetts Amherst

And further, To concur with the President in the following transfer of tenure at the University of Massachusetts Dartmouth:

Daniel MacDonald Department of Estuarine and Ocean Sciences at the University of Massachusetts Dartmouth

TO

Department of Civil and Environmental Engineering at the University of Massachusetts Dartmouth

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The Committee on Administration and Finance approved items 15-18 on September 10, 2014.

15. Establishment of Endowed Professorships, UMass Lowell (Doc. T14-068)

In accordance with sections 1A(e) and 11 of Chapter 75 of the General Laws to establish the Robert & Gail Ward Endowed Professorship in Chemical Engineering at the University of Massachusetts Lowell.

And Further,

In accordance with sections 1A(e) and 11 of Chapter 75 of the General Laws to establish the David & Frances Pernick Endowed Nanotechnology Professorship in Plastics Engineering at the University of Massachusetts Lowell.

And Further,

In accordance with sections 1A(e) and 11 of Chapter 75 of the General Laws to establish the Howard Foley Endowed Professorship in the College of Engineering at the University of Massachusetts Lowell.

16. Updates to University Policies (Doc. T92-031, Appendix A, as amended)

To approve the revisions to the Procurement Policy. Doc. T92-031, Appendix A, as amended

17. Fiscal Year 2016 State Budget Request Authorization (Doc. T14-069)

To authorize the President to prepare and submit the University's Fiscal Year 2016 State Budget request and to submit the State funding formula pursuant to Section 7 of Chapter 75 and Section 15B of Chapter 15A of the General Laws.

18. Amendments to Capital Projects (Doc. T13-077, as amended)

Pursuant to Trustee Policy T93-122, to approve the following projects be added to the approved project list under the first vote or "Preliminary Campus Estimate":

Campus: Project Name: Preliminary Campus Estimate – September 2014

Lowell Tsongas Center Expansion \$ 35,000,000

And further,

Pursuant to Trustee Policy T93-122, as amended to approve the following projects under the second vote or "Full Project Approval":

Campus: Project Name: Full Project Approval – September 2014

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Dartmouth ATMC Acquisition \$ 11,400,000

Other Business:

Chair Thomas then asked for a motion on the **Department of Defense, Exclusion from Personnel Clearance Requirements**. This is a vote for new trustees to be included on the Exclusion List. It was moved and seconded.

VOTED: WHEREAS, current Department of Defense Regulations contain a provision making it mandatory that the Chairman of the Board, the President, and the designated Facility Security Officer meet the personnel clearance requirement established for a contractor's facility clearance; and

WHEREAS, said Department of Defense Regulations permit the exclusion from the personnel clearance requirements of certain members of the Board of Trustees and other officers, provided that this action is recorded in the minutes;

NOW, THEREFORE, BE IT DECLARED that the Chairman of the Board, the President, and the designated Facility Security Officer at the present time do possess, or will be processed for, he required security clearance; and

BE IT RESOLVED that in the future, when any individual enters upon any duties as Chairman of the Board, the President, or the designated Facility Security Officer, such individual shall immediately make application for the required security clearance; and

BE IT RESOLVED FURTHER that the following members of the Board of Trustees and other officers shall not have, and can be effectively excluded from access to all classified information in the possession of the corporation and do not occupy positions that would enable them to affect adversely policies or practices in the performance of classified contracts for the Department of Defense or the User Agencies of its Industrial Security Program:

<u>NAME</u>	<u>TITLE</u>
James R. Buonomo	Trustee
Richard P. Campbell	Trustee
Lawrence M. Carpman	Trustee
Edward W. Collins, Jr.	Trustee
Sarah Freudson	Trustee
David G. Fubini	Trustee
Maria D. Furman	Trustee
Phillip J. Geoffroy	Trustee
Zoila M. Gomez	Trustee
Philip W. Johnston	Trustee
Ruben J. King-Shaw, Jr.	Trustee

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Alyce J. Lee	Trustee
Patrick Lowe	Trustee
Matthew H. Malone	Trustee
Jacob D. Miller	Trustee
Jeffrey B. Mullan	Trustee
Nolan O'Brien	Trustee
Kerri Osterhaus-Houle	Trustee
R. Norman Peters	Trustee
Victor Woolridge	Trustee
Margaret D. Xifaras	Trustee

(Doc. T14-053)

Chair Thomas then asked that the Board vote to enter into **Executive Session** pursuant to Massachusetts General Law, Chapter 30A section 21(6) to consider an **Update on Real Property in the City of Lowell and City of Boston**, since an open meeting would have a detrimental effect on the negotiating position of a public body, as permitted by General Laws 30A, Section 21(6); and **Discussion of UMass Amherst proposed campus safety and security measures**, as permitted under General Laws Chapter 30(a), Section 21(4); and Section 21(7), to comply with Chapter 4, Section 26(d); and **Strategy discussion for all 2014 collective bargaining units**, as permitted under Chapter 30A, Section 21(a)(3), since a discussion in open session would have a detrimental effect on the University's position; and **Strategy session in preparation for contract negotiation with the President** as permitted by General Laws Chapter 30A, Section (a)(2) since a discussion in open session would have a detrimental effect on the University's position.

It was moved, seconded and the Secretary called the roll with each Trustee asked to vote yes or no. Chair Thomas voted for the motion as did Vice Chairs Furman and King Shaw; Trustees Buonomo, Campbell, Carpman, Collins, Fubini, Geoffroy, Johnston, Lee, Lowe, Mullan, Osterhaus-Houle, Peters, Woolridge and Xifaras; and Mr. Wilder

The time was 10:38 a.m.

Kate Wilkinson
Staff Assistant