

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

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

Wednesday, December 9, 2015; 9:00 a.m.

University of Massachusetts Lowell

Inn & Conference Center

Ballroom

50 Warren Street

Lowell, Massachusetts

Trustees Present: Chair Woolridge; Vice Chair Furman; Trustees Buonomo, Carpman, Collins, Epstein, Fubini, Lee (by phone), Miller, Mullan, O'Brien, O'Neil, Osterhaus-Houle, Peters, Peyser, Robinson, Roh, Thomas and Xifaras

Trustees Absent: Trustees Campbell, Johnston and Manning

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

Faculty Representatives: Professor Whitbourne, UMass Amherst; Professor Tirrell, UMass Boston; Professor White, UMass Dartmouth; Professor Buzawa, UMass Lowell

Documents Used: -Meeting Minutes: September 16, 2015 (Open Session)
-Meeting Minutes: September 16, 2015 (Executive Session)

Chair Woolridge convened the meeting at 9:13 a.m. and informed the Board that Trustee Lee would be participating by telephone pursuant to 940 CMR 29.10(5)(e), since she is sick and unable to attend in person.

He stated that the Board was provided with draft minutes of the open session and executive session from the September 16, 2015 meeting and asked for any corrections. With no corrections, the minutes were approved.

Chair Woolridge then announced that the Board of Trustees Statement on Fossil Fuel Divestment on the agenda, under Other Business, would be considered for action after the public speakers.

Reports:

Chair's Report

Chair Woolridge welcomed the Board to the last meeting of the year and thanked Chancellor Moloney and her team for hosting the Trustees. He noted that Chancellor Maloney's

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inauguration was held on October 22nd, and congratulated the Lowell campus on their continued accomplishments. He also expressed thanks and appreciation to Chancellor Grossman for her service to the University. She will be stepping down as Chancellor of the Dartmouth campus on December 24. Chancellor Grossman will remain a member of the faculty.

Chair Woolridge then provided University highlights including President Meehan formally inaugurated as the 27th president of the University on November 12th; the inauguration raised over \$1.7 million for student scholarships. The Medical School is stepping up to address the Opioid crisis through its curriculum's new core competencies. Chair Woolridge applauded Chancellor Collins for his Op-Ed article in the *Worcester Telegram & Gazette* on how to stem the opioid crisis. The UMass Foundation announced that it will divest from direct investments in coal companies and will continue evaluating ways to promote environmental sustainability and socially responsible investing.

Chair Woolridge also noted the importance of yesterday's Committee of the Whole discussion on diversity, which began at the September meeting and before the well-publicized student protests at the University of Missouri and around the country. Discussions must continue and the University must work hard on embracing its responsibility to provide welcoming and safe environments for all students.

Student Trustee Report, UMass Lowell

Trustee Robinson reported on UMass Lowell's astonishing transformation: 12 new buildings, 16 new Division I sports, tremendous rise in rankings, the first female Chancellor in the history of UMass Lowell, with her inauguration having raised over \$1.5M for student scholarships. UMass Lowell has also made major advancements in research and innovation including the opening of the Innovation Hub, which will serve as the center of Lowell's startup economy and the Pulichino Tong business building for entrepreneurs currently under construction.

Diversity and inclusion has been at the forefront on college campuses and plans are underway for a student forum on diversity next fall. UMass Lowell recently received a Higher Education Excellence in Diversity (HEED) award for demonstrating an outstanding commitment to diversity and inclusion.

Trustee Robinson also commented on the rising cost of receiving a college degree and students being forced to take on financial burdens to fund their education. She commented on the importance of communicating with the Legislature for adequate funding for UMass.

President's Report

President Meehan thanked Chancellor Moloney and her staff for hosting the Board meeting and commented on UMass Lowell's ever-expanding impact including contributing \$854 million a year to the regional economy, supporting more than 7,000 jobs in the region, the campus's research spending growing from \$36 million to \$65 million annually, and the opening of the McGauvran Student Center.

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President Meehan reported on campus highlights including the UMass Medical School awarded \$20M from the Centers for Disease Control and Prevention to expand its efforts to prevent another Ebola outbreak or other contagious diseases in Liberia; UMass Amherst awarded a \$6.25M grant from the Department of Defense as part of the agency's Multidisciplinary University Research Initiative to study the molecular signaling process; UMass Boston's College of Management named one of the nation's most outstanding business schools, and ranked No. 8 on the Greatest Opportunity for Minority Students list; and UMass Dartmouth's School of Marine Science and Technology broke ground this fall on its \$55M marine lab facility in collaboration with the state Division of Marine Fisheries. President Meehan congratulated UMass Dartmouth graduate student Daniel Noyes, who was one of two winners at the Advanced Cyber Security Center's New England cyber security conference, and UMass Amherst for ranking among the top colleges and universities in the U.S. for contributions to the public good.

President Meehan commented on yesterday's Committee of the Whole discussion on diversity and noted that relating to student enrollment the campuses are all making gains. He also stated that in response to national events on campuses across the country, the Chancellors have been proactive, moving forward with strong communications and significant outreach efforts.

President Meehan thanked everyone for the support received for his inauguration and commented on the success of Chancellor Moloney's inauguration making a special note to the generosity of UMass Lowell alumnus and former Trustee Charles Hoff, who donated \$1M to the inauguration scholarship drives.

President Meehan commented on the rising tide of gun violence in the nation and stated that the University is working hard to keep the campuses as safe as possible. He also commented on the UMass students studying in France during the Paris attacks and commended the campuses for working skillfully to determine that the students were safe.

Public Speakers

Priya Ghosh, UMass Amherst, President of the Coalition to End Rape Culture (CERC) commented on an unsafe and unjust climate for rape survivors at UMass Amherst and on her experience as a rape survivor. Ms. Ghosh asked the Board to vote to adopt a bill of rights for survivors of sexual and gender-based violence at all UMass campuses.

Mica Reel from UMass Amherst and Peter Boretus from UMass Lowell of the UMass Fossil Fuel Divestment Campaign thanked the Board for the UMass Foundation's decision to divest from coal companies and stressed the need for the University to fully divest its endowment from all fossil fuel and requested a meeting with Chair Woolridge by the end of January to work on a plan for full divestment from fossil fuel.

Trustee Lee thanked the students and stated that she was proud of UMass and its student bodies.

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Chair Woolridge then asked for a motion to approve the **Board of Trustees Statement on Fossil Fuel Divestment**. Chair Woolridge asked for questions or discussion.

Trustee Collins commented on not voting in favor of the statement. Trustee Peyser thanked Chair Woolridge on behalf of the Governor for his attention to this issue.

It was moved, seconded and the Secretary called the roll with each Trustee asked to vote yes or no. Chair Woolridge voted for the motion as did Vice Chair Furman; Trustees Buonomo, Carpman, Epstein, Fubini, Lee, Mullan, O'Brien, O'Neil, Osterhaus-Houle, Peters, Peyser, Thomas and Xifaras. Trustee Collins abstained.

VOTED: To approve the following:

The effects of climate change are a serious threat to our planet, and the University of Massachusetts is committed to promoting sustainable solutions for this problem through research and education. In 2007, the University President and all five campus chancellors signed the American College and University Presidents Climate Commitment. In doing so, the University committed to developing a plan for achieving carbon neutrality and to release annual reports on its progress towards this goal. Since then, the University has succeeded in reducing its carbon emissions on average by 4% per year.

On several occasions over the past twelve months, the Board of Trustees has discussed the various issues related to fossil fuel divestment. Several meetings were also held with members of the UMass Fossil Fuel Divestment Campaign to discuss ways that the University can best support environmental sustainability. As an academic institution, the decision to use endowed funds for the purposes of social and/or political change must not be taken lightly and the Board continues to be engaged and interested in this discussion.

The management of the University's endowment is the responsibility of the University of Massachusetts Foundation. Based on the recommendation of its Socially Responsible Investing Advisory Committee, the Foundation's Board of Directors recently voted to divest from any direct holdings in coal companies. In addition, The Foundation will continue to evaluate ways to manage the endowment in a manner that promotes both environmental sustainability and socially responsible investing.

This decision was the latest in a series of steps that the Foundation has taken to adopt socially responsible investing practices, including formally incorporating into its investment policies Environmental, Social and Governance (ESG) criteria, establishing a Social Choice Endowment option for donors, and becoming a signatory to the Carbon Disclosure Project. The Board of Trustees applauds the work done by the Foundation to better align its investment practices with the

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values of the University. In addition, the Board of Trustees recommends that, over the next five years, the Foundation continue to evaluate ways to reduce the carbon footprint of the endowment and pursue investment opportunities which promote environmental sustainability. (Doc. T15-112)

Reports of Standing Committees:

Committee on Academic and Student Affairs

Trustee Osterhaus-Houle reported that the Committee on Academic and Student Affairs met on November 18 and approved the minutes of the September 2, 2015 meeting. Following brief reports from the Chair, President Meehan, and Senior Vice President Williams, the Committee considered and approved three action items. Senior Vice President Williams and the Provosts presented on the Academic Quality Assessment and Development (AQAD) and Periodic Multi-Year Review (PMYR) processes of the Performance Measurement System. The Committee was informed of three information items and then voted to enter into Executive Session to consider three action items.

Committee on Administration and Finance

Trustee Buonomo reported that the Committee on Administration and Finance met on December 2nd and the Chair provided a brief overview of the State tax revenue for the current fiscal year. Senior Vice President Wilda provided an overview of the FY15 financial results. There was a discussion around the impact of GASB 68. Budget Director Pasquini and UMBA's Executive Director Filippone presented on the approved capital projects list and projects taking place at the campuses. Jeff Hescok, the University's Director of Emergency Preparedness provided an overview of the results of the 2014 Clery Report. Vice President Pagnam from the Foundation provided an update on the fossil fuels petition.

Chair Woolridge then asked for a motion to approve the **Dissolution of the Massachusetts Accelerator for Bio-Manufacturing**. Chair Woolridge asked for questions or discussion.

It was moved, seconded and the Secretary called the roll with each Trustee asked to vote yes or no. Chair Woolridge voted for the motion as did Vice Chair Furman; Trustees Buonomo, Carpman, Collins, Epstein, Fubini, Lee, Mullan, O'Brien, O'Neil, Osterhaus-Houle, Peters, Peyser, Thomas and Xifaras.

VOTED: To approve the dissolution of the Massachusetts Accelerator for Biomanufacturing, Inc., and to authorize the University of Massachusetts Medical School to take any and all actions necessary to effect this dissolution. (Doc. T15-097)

Chair Woolridge then asked for a motion to approve the **Land Transfer Resolution, UMass Dartmouth**. Chair Woolridge asked for questions or discussion.

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It was moved, seconded and the Secretary called the roll with each Trustee asked to vote yes or no. Chair Woolridge voted for the motion as did Vice Chair Furman; Trustees Buonomo, Carpman, Collins, Epstein, Fubini, Lee, Mullan, O'Brien, O'Neil, Osterhaus-Houle, Peters, Peyser, Thomas and Xifaras.

VOTED: To approve the dissolution of the Massachusetts Accelerator for Biomanufacturing, Inc., and to authorize the University of Massachusetts Medical School to take any and all actions necessary to effect this dissolution.

WHEREAS, certain real property owned by the United States of America, located in the County of Bristol, Commonwealth of Massachusetts, has been declared surplus to the needs of the Federal government and is subject to assignment for disposal for educational purposes by the Secretary of Education, under the provisions of Section 203(k)(1)(a) of the Federal Property and Administrative Services Act of 1949 (63 Stat. 377) (Act), as amended, and rules and regulations promulgated pursuant thereto, more particularly described as follows:

The real estate and existing structures thereon, known as the "Fort Rodman Interstitial Parcel" in the City of New Bedford, consisting of approximately 0.57 acres of land located between 706 and 838 South Rodney French Boulevard.

WHEREAS the University of Massachusetts, a public institution of higher education of the Commonwealth of Massachusetts, needs and can utilize said property for educational purposes in accordance with the requirements of said Act and the rules and regulations promulgated thereunder of which this Board is fully informed, including commitments regarding use and time within such use shall commence.

NOW, THEREFORE, BE IT RESOLVED, the University of Massachusetts shall make application to the Secretary of Education for, and secure the transfer to it of, the above-mentioned property for said use upon and subject to such exceptions, reservations, terms, covenants, agreements, conditions and restrictions as the Secretary of Education, or his authorized representative may require in connection with the disposal of said property under said Act and rules and regulations issued thereto; and

BE IT FURTHER RESOLVED, that the University of Massachusetts has legal authority and is willing and is in a position financially and otherwise to assume immediate care and maintenance of the property, and that Divina Grossman, Chancellor of the University of Massachusetts Dartmouth, is hereby authorized, for and on behalf of the University of Massachusetts to do and perform any and all acts and things which may be necessary to carry out the foregoing resolution including the preparing, making and filing of plans, applications, reports and other documents; the execution, acceptance, delivery and recordation of agreements,

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deeds and other instruments pertaining to the transfer of said property; and the payment of any and all sums necessary on account of the purchase price thereof including fees or costs incurred in connection with the transfer of said property for surveys, title searches, real estate appraisals, recordation of instruments or costs associated with escrow arrangements; together with any payments necessary by virtue of nonuse or deferral of use of the property. If the applicant is unable to place the property into use (or determines that a deferral of use should occur), IT IS UNDERSTOOD AND AGREED that the University of Massachusetts will pay to the United States Department of Education for each month of nonuse beginning twelve (12) months after the date of the deed, or thirty-six (36) months where construction or major renovation is contemplated, the sum of 1/360th of the then current fair market value of the property for each month of nonuse.

If submission of the Application for Public Benefit Allowance Acquisition of Surplus Federal Real Property for Educational Purposes is approved, a copy of the application and standard deed conditions will be filed with the permanent minutes of the Board.

University of Massachusetts
One Beacon St., 31st floor
Boston, MA 02108

I, Zunilka Barrett, hereby certify that I am the Secretary to the Board of Trustees of the University of Massachusetts, and that the foregoing resolution is a true and correct copy of the resolution adopted by the vote of a majority of the members of said the Board of Trustees of the University of Massachusetts present at a meeting of said Board of the 9th day of December, 2015, at which a quorum was present.

(Signature of certifying officer)
(Doc. T15-111)

Audit Committee

Vice Chair Furman reported that the Audit Committee met on December 2, 2015. The Committee accepted the minutes of the prior Committee meeting. Kyle David, the Director of Internal Audit and Jeff Hescok, the Director of University Emergency Management provided the Committee with an update of the University's enterprise risk management efforts. Director David provided an update on the appointment of the University's independent external audit firm and the Internal Audit Charter. The team from Grant Thornton presented results from their audits of the University's financial statements and the A-133 Report and reviewed the impact accounting for Governmental Accounting Standards Board Statement #68 (GASB 68).

Chair Woolridge then asked for a motion to approve the **Internal Audit Charter**, the **University of Massachusetts Annual Financial Statements** and the **Report on Federal**

Financial Assistance Programs in Accordance With OMB Circular A-133. Chair Woolridge asked for questions or discussion.

It was moved, seconded and the Secretary called the roll with each Trustee asked to vote yes or no. Chair Woolridge voted for the motion as did Vice Chair Furman; Trustees Buonomo, Carpman, Collins, Epstein, Fubini, Lee, Mullan, O'Brien, O'Neil, Osterhaus-Houle, Peters, Peyser, Thomas and Xifaras.

VOTED: To approve the revisions to the Internal Audit Charter as contained in Doc. T06-061, as amended.

VOTED: To approve the University's Annual Financial Statements. (Doc. T15-103)

VOTED: To approve the Report on Federal Financial Assistance Programs in Accordance with OMB Circular A-133 (Doc. T15-104)

Chair Woolridge then asked for a motion to approve the **Appointment of the Independent External Audit Firm.** Chair Woolridge asked for questions or discussion.

It was moved, seconded and the Secretary called the roll with each Trustee asked to vote yes or no. Chair Woolridge voted for the motion as did Vice Chair Furman; Trustees Buonomo, Carpman, Collins, Epstein, Fubini, Lee, Mullan, O'Brien, O'Neil, Osterhaus-Houle, Peters, Peyser, Thomas and Xifaras.

VOTED: To select Grant Thornton as the University's independent external audit firm (Doc. T15-105)

Consent Agenda:

Chair Woolridge reported that at its November 18, 2015 meeting, the Committee on Academic and Student Affairs voted to place Items 1-6 on the Consent Agenda; and that at its December 2nd meeting, the Committee on Administration and Finance voted to place Item 7 on the Consent Agenda.

Chair Woolridge asked for a motion to approve Items 1-7 by a single vote on the Consent Agenda.

It was moved, seconded and the Secretary called the roll with each Trustee asked to vote yes or no. Chair Woolridge voted for the motion as did Vice Chair Furman; Trustees Buonomo, Carpman, Collins, Epstein, Fubini, Lee, Mullan, O'Brien, O'Neil, Osterhaus-Houle, Peters, Peyser, Thomas and Xifaras.

VOTED: To approve the following votes listed as 1-7 on the Consent Agenda:

The Committee on Academic and Student Affairs approved items 1-6 on November 18, 2015.

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1. **Ph.D. in Integrative Biosciences, UMass Boston (Doc. T15-066)**
To approve the Ph.D. in Integrative Biosciences at the University of Massachusetts Boston as contained in Doc. T15-066.
2. **Ph.D. in Computational Sciences, UMass Boston (Doc. T15-067)**
To approve the Ph.D. in Computational Sciences at the University of Massachusetts Boston as contained in Doc. T15-067.
3. **Appointments to Named Professorships, UMass Amherst, Boston, Lowell, Medical School (Doc. T15-089)**
To concur with the President in the appointment of Traci Hess to the Douglas and Diana Berthiaume Professorship at the University of Massachusetts Amherst.

And further, To concur with the President in the appointment of Carole Jurkiewicz to the Sherry H. Penney Professorship in Leadership in the School of Management at the University of Massachusetts Boston.

And further, To concur with the President in the appointment of Sue Kim to the Nancy Donahue Professorship in the Arts at the University of Massachusetts Lowell.

And further, To concur with the President in the appointment of Jayant Kumar to the Sukant Tripathy Professorship at the University of Massachusetts Lowell.

And further, To concur with the President in the appointment of Katherine Fitzgerald to the Worcester Foundation for Biomedical Research Chair (WFBR Chair) at the University of Massachusetts Medical School.

And further, To concur with the President in the appointment of Joel Richter to the Arthur F. Koskinas Chair in Neuroscience at the University of Massachusetts Medical School.

4. **Appointments with Tenure, UMass Amherst, Boston (Doc. T15-092)**
To concur with the President in the appointment of Vamsicharan Vakulabharanam as associate professor with tenure in the Department of Economics at the University of Massachusetts Amherst.

And further, To concur with the President in the appointment of Carole Jurkiewicz as professor with tenure in the Department of Management & Marketing at the University of Massachusetts Boston.
5. **Awards of Tenure, UMass Amherst, Medical School (Doc. T15-093)**
To concur with the President in the awards of tenure to the following individuals in the following Departments:

AMHERST CHRISTOS DIMITRAKOPOULOS, Chemical Engineering

MEDICAL SCHOOL MILAGROS ROSAL, Medicine

6. **Transfer of Tenure, UMass Boston (Doc. T15-094)**

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

NINA SILVERSTEIN Department of Gerontology in CPCS at the University of Massachusetts Boston

TO

Department of Gerontology in John W. McCormack Graduate School of Policy & Global Studies at the University of Massachusetts Boston

The Committee on Administration and Finance approved item 7 on December 2, 2015.

7. **Establishment of the Arthur F. Koskinas Chair in Biomedical Research, UMass Medical School (Doc. T15-096)**

In accordance with sections 1A(e) and 11 of Chapter 75 of the General Laws to establish the Arthur F. Koskinas Chair in Biomedical Research, University of Massachusetts Medical School.

There being no further business, the meeting adjourned at 10:19 a.m.

Zunilka Barrett
Secretary to the Board of Trustees