UNIVERSITY OF MASSACHUSETTS AMHERST•BOSTON•DARTMOUTH•LOWELL•MEDICAL•LAW

MINUTES OF THE MEETING OF THE COMMITTEE ON ADMINISTRATION AND FINANCE

Monday, December 11, 2023; 3:00 p.m. Remote Meeting

Pursuant to the Governor's Order Suspending Certain Provisions of the Open Meeting Law, G.L. c.30A, 20 dated March 12, 2020, and subsequently updated and extended by the Governor and their staff

<u>Committee Members Present</u>: Chair O'Brien; Vice Chair Scheibel; Trustees Brady, Colella, Dooley, Epstein, Tolman (joined at 3:15 p.m.), Worthy (joined at 3:20 p.m.) and Wu; Mr. Moreau (representing Trustee Tutwiler)

Committee Members Absent: Trustee Brunelle

<u>University Administration</u>: President Meehan; Senior Vice Presidents Calise and Subbaswamy; General Counsel Leone; Chancellors Reyes, Suárez-Orozco, Fuller, Chen and Collins; Vice Chancellors Mangels, Kirleis, Doyle, O'Riordan and Lindstedt

Faculty Representatives: Professors Hoagland, UMass Amherst and Haroon, UMass Boston

Documents Used:

- Approval of Changes to the Capital Projects List (related to the FY2024–FY2028 Capital Plan), Traditional Project Vote 1 Flint Renovations, UMass Amherst, Doc. T23-047, as amended
- Approval of Changes to the Capital Projects List (related to the FY2024–FY2028 Capital Plan)
 Traditional Project Vote 2 PVTA Bus Garage Expansion, Engineering Building, Thermal Energy Storage Tank, and School of Public Health and Health Sciences Hub, UMass Amherst; Façade Repairs Phase 1B, UMass Boston; CVPA Building Envelope Improvement Project, UMass Dartmouth; and Olney Project A Instructional Modernization, UMass Lowell, Doc. T23-047, as amended
- Authorization to Issue Debt in Support of the University's Capital Plan, Doc. T23-057
- Non-Unit Personnel Policy, Doc. T94-023, as amended
- Resolution to Leverage the University to Address Enrollment Challenges, Doc. T23-063
- Resolution to Appoint the Chancellor of UMass Lowell as the Sole Member Representative to the University of Massachusetts Lowell Applied Research Corporation, Doc. T23-064
- Annual Clery Report, Doc. T23-058

Chair O'Brien convened the meeting at 3:01 p.m. and reminded the Committee that the Governor of Massachusetts issued an executive order on March 12, 2020, which had been extended until March 31, 2025.

Under the Emergency Order, all members of the Board may participate by remote virtual means, without affording public access to the physical meeting locations, as long as they engage with adequate and alternative means of access available. Any member of the public wishing to address the Committee regarding an agenda item or issue related to the agenda, or to make an audio or video recording of the open public session of the Committee meeting, was provided notice by the Secretary of the Board through a posting indicating that such written requests needed to be received no later than 24 hours prior to the meeting.

Chair O'Brien reminded the Committee members to unmute themselves and state their name when moving or seconding the action items.

Chair's Report

Chair O'Brien shared the Administration and Finance team will present several key initiatives that support the University's efforts to manage risks through operations, compliance, data quality and accountability tools. This critical work supports the financial stability of the University.

Chair O'Brien shared his appreciation for the continued focus on enrollment as a key priority, and the efforts the University is making to take advantage of the strong demand in applications and ensuring that interest can support all of the campuses. He reported that since the meeting in September, the Advisory Working Group on Financial Planning met to develop short term strategies to positively impact Fall 2024 enrollment. The Committee will hear more about the work of the Advisory Working Group, but what has been put forward for the short term is reasonable and achievable.

Chair O'Brien stated the Committee will review the 5-year forecast enrollment assumptions at the Committee of the Whole and reminded the Committee that a few years ago the Board sought a third party (EY Parthenon) to stress test the assumptions. The timing of the assessment back then allowed the Committee to refine the enrollment assumptions for the budget, to ensure we adopted a budget that was built on reasonable, achievable assumptions. Chair O'Brien stressed the importance of this exercise and requested that the University work with a third party to refresh the analysis. Results of this work will be presented in April and will influence the budget that will be adopted in June. Chair O'Brien thanked the President, Senior Vice President Calise, Associate Vice President Pasquini and Director Skrzek for their continued collaboration on these efforts.

President's Report

President Meehan highlighted the University's Capital Plan that the Board approved in September and the robust discussion about deferred maintenance and how campus plans are tackling the backlog. The Administration and Finance team has worked with the campuses to add relevant data points that support projects as they move through the plan. Growing the University's investment in capital will require careful planning and partnership with the State. President Meehan applauded the Healey administration for releasing \$26M to the University from a \$50M appropriation for public higher education through the Fair Share Amendment dollars budgeted in FY24.

President Meehan stated the FY25 budget request to the state builds upon this initial capital investment as additional Fair Share Amendment funds become available. The University

requested that this additional investment come in the form of Commonwealth bonds issued on the University's behalf. This would provide a consistent and reliable funding source to address deferred maintenance backlogs. Currently, students fund the largest share of the University's capital plan through tuition and fees. A greater state commitment will help ensure that the University can maintain state of the art facilities and allow critical capital investments that advance the University's mission to serve the Commonwealth and its students.

President Meehan shared that the Legislature passed, and the Governor signed, a supplemental budget that includes the state share of funding for our employees' well-deserved cost of living increases. He thanked the faculty and staff for their patience and reminded everyone that the state support covers only a portion of these pay raises. The campuses are continuing to implement their FY24 strategies needed to ensure margins can be met.

Lastly, President Meehan thanked the Advisory Working Group on Financial Planning for the work it is doing to confront enrollment headwinds, and he thanked the Chancellors and their teams for the cooperative spirit they have brought to this endeavor.

Senior Vice President's Report

Senior Vice President Calise reviewed the A&F Committee meeting calendar. She discussed the Financial Accountability Framework and the updated ERM 2-Year Program Cycle, noting that three of the top five risks (enrollment, facilities and deferred maintenance, and financial sustainability) are directly tied to the 5-year financial forecast conversation which will take place at the Committee of the Whole meeting.

Senior Vice President Calise shared the new logo for Strategic Planning Analytics and Reporting for Campuses (SPARC), which is currently pending with the U.S. Copyright Office. Associate Vice President Pasquini reviewed the recent developments within SPARC, including detailed views of residency and demographic data, which is helping to strengthen the University's analysis and enrollment strategies. The enhanced availability and consistency of data is informing decision making and creating efficiencies which supports financial stability. In addition to SPARC, the team launched SPARC Procurement (SPARC Pro), a tool developed from a campus request to increase visibility into our Unified Procurement Services Team (UPST) data. Associate Vice President Pasquini also shared the tuition planning and forecast features within UM-Plan, the ability to use data to refine strategy for deferred maintenance, enhancing compliance for international activities, and provided an update on Project Fast Lane, a system-wide, comprehensive travel and expense project to modernize policies and processes.

Senior Vice President Calise shared the FY23 Year End Results discussed at the Audit and Risk Committee meeting (3.7% positive operating margin), which are consistent with the Committee presentation in September. She shared the Fiscal Health Scorecard which is an analysis of the University's FY23 financial indicators compared to other Aa2 peers. She also provided an update on the FY24 Q1 projections (2.4% positive operating margin expected), as well as enrollment and occupancy projections.

Trustee Wu inquired about getting debt levels down to be in sync with other Aa2 credit ratings. Senior Vice President Calise responded, noting a sensitivity analysis of the rating that can be brought to the Committee for discussion at a future meeting.

Trustee Epstein stressed the importance of having a strategy to address the \$67M deficit from mandatory 4% cost of living increases, which will continue to be an annual expense.

Chair O'Brien thanked everyone for their reports. He then announced five action items before the Committee and reminded the Trustees to unmute themselves for the roll call votes and state their name when they move and second a motion.

Action Item #1a&1b: Approval of Changes to the Capital Projects List (related to the FY2024–FY2028 Capital Plan) – Traditional Project Vote 1 Flint Renovations, UMass Amherst, Doc. T23-047, as amended; and Approval of Changes to the Capital Projects List (related to the FY2024–FY2028 Capital Plan) – Traditional Project Vote 2 PVTA Bus Garage Expansion, Engineering Building, Thermal Energy Storage Tank, and School of Public Health and Health Sciences Hub, UMass Amherst; Façade Repairs Phase 1B, UMass Boston; CVPA Building Envelope Improvement Project, UMass Dartmouth; and Olney Project A - Instructional Modernization, UMass Lowell, Doc. T23-047, as amended

Chair O'Brien asked for a motion for the Approval of Changes to the Capital Projects List (related to the FY2024-FY2028 Capital Plan), Traditional Project Vote 1, UMass Amherst (Flint Renovations), Doc. T23-047, as amended. The motion was moved by Vice Chair Scheibel and seconded by Trustee Colella.

Pursuant to Trustee Policy T93-122, as amended, to authorize the following project under the **first vote**; the adoption of such vote hereby satisfies the University's written request that the University of Massachusetts Building Authority undertake the following projects to the extent permitted by Trustee Policy T93-122, as amended:

	Project Name	Building		Preliminary Campus Estimate	Funding Sources						
Campus			Total Building DM		Local Funding	External Funding	Borrowed Funding	State Funding	Alternative Finance & Delivery		
Amherst	Flint Renovations	Flint Laboratory	\$7,913,638	\$28,000,000	\$28,000,000	-	-	-	-		
TOTAL			\$7,913,638	\$28,000,000	\$28,000,000	\$0	\$0	\$0	\$0		

Director Skrzek spoke to the projects requiring Board vote.

Chair O'Brien asked for questions or comments. With none, the Secretary called the roll with each Trustee asked to vote yes or no. Chair O'Brien voted for the motion as did Vice Chair Scheibel and Trustees Colella, Dooley, Mr. Moreau (representing Trustee Tutwiler), Tolman, Worthy and Wu.

Chair O'Brien then asked for a motion for the Approval of Changes to the Capital Projects List (related to the FY2024-FY2028 Capital Plan), Traditional Project Vote 2: PVTA Bus Garage Expansion, Engineering Building, Thermal Energy Storage Tank, and School of Public Health and Health Sciences Hub, UMass Amherst; Façade Repairs Phase 1B, UMass Boston; CVPA Building Envelope Improvement Project, UMass Dartmouth; and Olney Project A - Instructional

Modernization, UMass Lowell, Doc. T23-047, as amended. The motion was moved by Trustee Epstein and seconded by Vice Chair Scheibel.

Pursuant to Trustee Policy T93-122, as amended, to authorize the following projects under the **second vote**; the adoption of such vote hereby satisfies the University's written request that the University of Massachusetts Building Authority undertake the following projects to the extent permitted by Trustee Policy T93-122, as amended:

						Funding Sources				
Commune	Draiget Name	Building	Total	Vote 1 Vote 2	Local	External	Borrowed	State	Р3	
Campus	Project Name		Building DM	Vote 1	vote 2	Funding	Funding	Funding	Funding	F3
Amherst	PVTA Bus Garage Expansion	PVTA Bus Facility Building	\$1,712,707	\$11,000,000	\$11,000,000	-	11,000,000	-	-	-
Amherst	Engineering Building	Draper Hall Annex, New Construction	\$1,160,954	\$100,000,000	\$125,000,000	25,000,000	20,000,000	80,000,000	-	-
Amherst	Thermal Energy Storage Tank	New Construction		\$9,750,000	\$13,000,000	13,000,000	-	-	-	-
Amherst	School of Public Health and Health Sciences Hub	Totman	\$6,795,224	\$30,000,000	\$43,000,000	13,000,000	5,000,000	25,000,000	-	-
Boston	Façade Repairs - Phase 1B	Wheatley Hall	\$174,367,200	\$7,775,000	\$10,623,000	6,292,018	-	-	4,330,982	-
Dartmouth	CVPA Building Envelope Improvement Project	College of Visual & Performing Arts	\$26,525,852	\$7,500,000	\$7,500,000	-	-	3,300,000	4,200,000	-
Lowell	Olney Project A - Instructional Modernization	Olney	\$150,573,723	\$40,000,000	\$127,000,000	18,000,000	-	72,000,000	37,000,000	-
	TOTAL		\$361,135,660	\$206,025,000	\$337,123,000	\$75,292,018	\$36,000,000	\$180,300,000	\$45,530,982	\$0

Trustee Wu inquired about the effect of inflation rates between the votes. Senior Vice President Calise shared, as part of the five year forecast, the University looks at the projects that have been prioritized in the capital plan as moving forward in the next five years and make assumptions with the UMass Building Authority about the timing of debt issuance vs. commercial paper, and layers in prospective debt for these projects. If a campus decides they are not going to move forward with the project in the next five years, they are not factored into the forecast. The University has been working with the UMass Building Authority on the interest rate assumption (6.5%) which is in excess of the market rate based on the University's rating for a tax exempt debt. In addition, if projects increase by more than 10% after the second vote, it returns to the Committee for review and approval. Executive Director Kronke added that vote two is an accurate estimate after hiring experts to look at the details of the project, where vote one is a preliminary estimate.

Chair O'Brien asked for questions or comments. With none, the Secretary called the roll with each Trustee asked to vote yes or no. Chair O'Brien voted for the motion as did Vice Chair Scheibel and Trustees Colella, Dooley, Mr. Moreau (representing Trustee Tutwiler), Tolman, Worthy and Wu.

Action Item #2: Authorization to Issue Debt in Support of the University's Capital Plan, Doc. T23-057

Chair O'Brien asked for a motion for the Authorization to Issue Debt in Support of the University's Capital Plan, Doc. T23-057. The motion was moved by Vice Chair Scheibel and seconded by Trustee Colella.

To recommend that the Board take the following action:

WHEREAS, pursuant to Chapter 773 of the Acts of 1960, as amended ("Building Authority Enabling Act"), the University of Massachusetts Building Authority is a body politic and corporate and a public instrumentality of The Commonwealth of Massachusetts (the "Commonwealth") created to aid and contribute to the performance of the education and

other purposes of the University of Massachusetts (the "University") by providing buildings and other structures, working capital, and tangible and intangible property, for the use of the University, its students, staff and their dependents and for lease to or use by an organization or association, in any form, of students or others the activities of which are a part of the activities at the University and subject to regulation by the Board of Trustees of the University (the "Trustees");

WHEREAS, pursuant to the Building Authority Enabling Act, the Building Authority may issue bonds to finance projects undertaken by the Building Authority at the request of the Trustees, or, with the approval of the Trustees, issue refunding bonds, all of which bonds are secured, in part, by revenues from the Building Authority, the University and the Commonwealth, as authorized by the Trustees on behalf of the University and the Commonwealth;

WHEREAS, in the judgment of the Trustees it is in the best interests of the University, its students, staff and their dependents and said organizations that the Building Authority undertake projects and finance such projects as described below;

WHEREAS, in the judgment of the Trustees it is in the best interest of the University for the Building Authority to restructure bonds when deemed desirable and refund bonds when market conditions are favorable; and

WHEREAS, the Building Authority's enabling act authorizes the Trustees, on behalf of the Commonwealth, to provide a Commonwealth guaranty of not to exceed \$200,000,000 outstanding principal amount of Building Authority Bonds;

NOW, THEREFORE,

- 1. Each of the President and the Senior Vice President for Administration & Finance and Treasurer of the University, acting alone, be and each, acting alone, (each, an "Authorized Officer") hereby is authorized in the name and on behalf of the Trustees to make a written request of the Building Authority that the Building Authority initiate and undertake:
 - a) Any or all of the projects identified in the University's FY2024-FY2028 Capital Plan, Doc. T23-047, as amended 'which are on' the Authorized Capital Project list, as reviewed and amended quarterly 'by the Trustees'; and
 - b) any other construction of or respecting or renovation, repair, remodeling or other work in or upon or respecting any building or structure owned or used by the University or the Building Authority, or the provision, installation, renovation, repair or remodeling of or other work upon or respecting any furnishings, furniture, machinery, equipment or facilities with respect to any such building or structure, all as may be requested of the Building Authority from time to time by an Authorized Officer, the making of any such request being hereby authorized.

- 2. The project to be initiated by the Building Authority in accordance with any request authorized to be made in Section 1 of this resolution may in the discretion of the Building Authority be undertaken separately or together for financing purposes.
- 3. The issuance of refunding bonds by the Building Authority is hereby approved, in such amount and pursuant to such terms, including but not limited to restructuring the terms of debt service, as shall be approved in writing by an Authorized Officer.
- 4. Each Authorized Officer hereby is authorized to execute and deliver on behalf of the University and the Commonwealth one or more contracts for financial assistance, management and services with respect to the projects financed or refinanced by the Building Authority and the Building Authority bonds issued in connection therewith, including the refunding bonds authorized herein. Each such contract may include the Commonwealth guaranty of all or a portion of such bonds, as determined by an Authorized Officer and within the limits prescribed by the Building Authority Enabling Act.
- 5. Each Authorized Officer is hereby authorized to take such other action as deemed necessary or desirable to be done or taken to effectuate the matters hereby authorized, as conclusively evidenced by their doing the things or taking the action hereby authorized.

Associate Vice President Pasquini spoke to the action item.

Chair O'Brien asked for questions or comments. With none, the Secretary called the roll with each Trustee asked to vote yes or no. Chair O'Brien voted for the motion as did Vice Chair Scheibel and Trustees Colella, Dooley, Mr. Moreau (representing Trustee Tutwiler), Tolman, Worthy and Wu.

Action Item #3: Approval of Changes to the Non-Unit Personnel Policy, Doc. T94-023, as amended

Chair O'Brien asked for a motion for the Approval of Changes to the Non-Unit Personnel Policy, Doc. T94-023, as amended. The motion was moved by Vice Chair Scheibel and seconded by Trustee Epstein.

To recommend that the Board take the following action:

To approve revisions to the changes to the Non-Unit Personnel Policy, and to authorize the President or his/her designee to issue Standards to be followed by each campus.

Chief Human Resources Officer Dunlap spoke to the action item. Three significant proposed policy changes include the compensation approval process, employment contract requirements, and severances. This policy has not been updated in 29 years.

Trustee Wu requested adding the \$200,000 threshold to the Compensation Approval Process within the policy to alleviate having to cross reference the administrative standards. Chief Human Resources Officer Dunlap accepted this addition.

Chair O'Brien asked for questions or comments. With none, the Secretary called the roll with each Trustee asked to vote yes or no. Chair O'Brien voted for the motion as did Vice Chair Scheibel and Trustees Colella, Dooley, Mr. Moreau (representing Trustee Tutwiler), Worthy and Wu. Trustee Tolman's vote was not heard.

Action Item #4: Resolution to Leverage the University to Address Enrollment Challenges, Doc. T23-063

Chair O'Brien asked for a motion to approve the Resolution to Leverage the University to Address Enrollment Challenges, Doc. T23-063. It was moved by Trustee Wu and seconded by Vice Chair Scheibel.

To recommend that the Board take the following action:

Whereas, the University and the Board of Trustees have required transparency regarding enrollment assumptions and strategies that address enrollment challenges related to the declining number of college-bound high school graduates, questioning of return on investment in post-secondary education, decreasing professional requirements for post-secondary degree, and increasing competition in the international student market;

Whereas, campuses are adapting approaches to recruiting and retaining students to address enrollment challenges;

Whereas, the Board of Trustees directed the Advisory Working Group on Financial Planning to develop short term initiatives that can impact Fall 2024 enrollment and a long term plan for system-wide admissions planning guided by:

- Preserving and improving enrollment on all campuses,
- Engaging campus subject matter experts,
- Ensuring strategies do not place any of our campuses at a competitive disadvantage,
- Recognizing that the calendar for admissions has an established cycle, and
- Building upon existing infrastructure where appropriate (i.e., Common App);

Now therefore, the Board endorses the short-term strategy recommendations for Fall 2024 admissions of the Advisory Working Group on Financial Planning to:

- 1. Improve Campus Sharing of Applicants by implementing more deliberate timing and messaging and expanding the Dartmouth pilot to Lowell,
- 2. Target Non-Enrolling In-State & Regional Students by exploring a digital marketing of the value of a UMass education (any campus) through an education awareness campaign, and
- 3. Research the outcomes of admission & transfer programs at other systems; including intercampus transfers.

The Board of Trustees requests a status report at each meeting to include the status of implementation, metrics used to measure progress and continued development of longer-term strategies that leverage the power of the University.

Chair O'Brien spoke the action item. At the September board meeting, he called for the Advisory Working Group on Financial Planning to convene to develop short term initiatives that can impact Fall 2024 enrollment and a long term plan for admissions planning. Chairman Karam, along with Trustees Scheibel and Ramos-Gagliardi, participated in the Advisory Working Group's deliberations guided by the expertise of Chancellors, Provosts and Enrollment Managers to develop action items that, when implemented, expect to have a positive impact on fall 2024 enrollment. This resolution specifically calls for a status report at each meeting to understand the status of implementation, metrics used to measure progress and continued development of long term strategies that leverage the power of the University.

Chair O'Brien asked for questions or comments. With none, the Secretary called the roll with each Trustee asked to vote yes or no. Chair O'Brien voted for the motion as did Vice Chair Scheibel and Trustees Colella, Dooley, Mr. Moreau (representing Trustee Tutwiler), Worthy and Wu. Trustee Tolman's vote was not heard.

Action Item #5: Resolution to Appoint the Chancellor of UMass Lowell as the Sole Member Representative to the University of Massachusetts Lowell Applied Research Corporation, Doc. T23-064

Chair O'Brien asked for a motion to approve the Resolution to Appoint the Chancellor of UMass Lowell as the Sole Member Representative to the University of Massachusetts Lowell Applied Research Corporation, Doc. T23-064. The motion was moved by Trustee Colella and seconded by Vice Chair Scheibel.

To recommend that the Board take the following action:

WHEREAS, in 2020, the University established the University of Massachusetts Lowell Applied Research Corporation (the "Corporation") for the purpose of promoting research at the University of Massachusetts Lowell campus;

WHEREAS, the University acting through its Board of Trustees, is the Sole Member of the Corporation;

WHEREAS, pursuant to the By-laws of the Corporation, as the Sole Member the University may authorize an individual (the "Sole Member Representative") to act on the University's behalf in connection with the Corporation;

WHEREAS, due to the transition of the Corporation's current Sole Member Representative to a new position at the University of Massachusetts Amherst campus, there is a need for the appointment of a new Sole Member Representative.

NOW, THEREFORE:

- 1. The Chancellor of the University of Massachusetts Lowell is hereby designated as the Sole Member Representative to the Corporation and shall serve as the Sole Member Representative on behalf of the University of Massachusetts until such time as the University of Massachusetts Board of Trustees votes to remove and replace the Chancellor of the University of Massachusetts Lowell as Sole Member Representative, or until such person's earlier death, disability or other disqualification pursuant to the Bylaws of the University of Massachusetts or the Corporation.
- 2. The Sole Member Representative shall provide updates regarding the activities of the Corporation to the Committee on Administration and Finance of the University of Massachusetts Board of Trustees on at least an annual basis, or as requested by the Committee on Administration and Finance.
- 3. The President of the University of Massachusetts or his designee is hereby authorized and empowered to provide such notice to the Corporation of the foregoing designation of the Chancellor of the University of Massachusetts Lowell as Sole Member Representative as is sufficiently expedient or required by the By-laws of the Corporation.
- 4. The Sole Member Representative is authorized to amend and restate the By-laws of the Corporation on behalf of the Sole Member as reasonably necessary, provided the Sole Member reserves the right to reject such amendments to the By-laws adopted by the Sole Member Representative or to make further amendments thereto.

Chancellor Chen spoke to the action item.

Chair O'Brien asked for questions or comments. With none, the Secretary called the roll with each Trustee asked to vote yes or no. Chair O'Brien voted for the motion as did Vice Chair Scheibel and Trustees Colella, Dooley, Mr. Moreau (representing Trustee Tutwiler), Worthy and Wu. Trustee Tolman's vote was not heard.

Consent Agenda

Chair O'Brien asked for a motion to place Action Items 1-5 on the Consent Agenda for the full Board meeting on December 12, 2023. The motion was moved by Vice Chair Scheibel and seconded by Trustee Colella.

Chair O'Brien asked for questions or comments. With none, the Secretary called the roll with each Trustee asked to vote yes or no. Chair O'Brien voted for the motion as did Vice Chair Scheibel and Trustees Colella, Dooley, Mr. Moreau (representing Trustee Tutwiler), Worthy and Wu. Trustee Tolman's vote was not heard.

Information Item: Annual Clery Report, Doc. T23-058

Chair O'Brien noted that the Annual Clery Report, Doc. T23-058 was posted for the Committee's information.

The meeting adjourned at 4:15 p.m.

Chelsey L. Burke Assistant Secretary to the Board