

## Policy on Naming

<b>Policy Title</b>	<b>Policy on Naming</b>
<b>Policy #</b>	01.115.1
<b>Policy Owner</b>	Provost and Executive Vice President for Academic Affairs; Vice President for Administration and Finance
<b>Contact Information</b>	Questions regarding this policy can be directed to the Provost and Executive Vice President for Academic Affairs at (401) 874-4341 or the Vice President for Administration and Finance at (401) 874-2433.
<b>Approved By</b>	President of the University
<b>Effective Date</b>	
<b>Next Review Date</b>	No later than
<b>Who Needs to Know About this Policy</b>	All faculty, staff, students and Affiliates of the University, especially those engaged with donor relations, as well as staff of the University of Rhode Island Foundation.
<b>Definitions</b>  <i>Defined terms and shorthand references are capitalized throughout.</i>	<p><b>Approval Authority.</b> For the purposes of this policy, the office or entity authorized to grant or deny approval of a proposed Naming on behalf of the University.</p> <p><b>Gift Agreement.</b> An agreement between the University, the URI Foundation, and one or more donors to record the wishes and intentions of all parties to the agreement with respect to a Philanthropic Naming.</p> <p><b>Named Endowment.</b> A Philanthropic Naming creating a permanently or temporarily endowed fund, scholarship, chair, professorship, deanship, etc.</p> <p><b>Naming.</b> The formal assignment of a public name to a University asset (“Named Asset”) that includes the name(s) of one or more individuals or entities. Named Assets may include, but are not limited to, Physical Facilities, Programs, or Named Endowments.</p> <p><b>Honorific Naming:</b> Naming in honor of (or in memory of) individuals or entities, not predicated upon any philanthropic gift(s) to the University, and in recognition of service, support, or achievements related to their affiliation with the University.</p> <p><b>Philanthropic Naming:</b> Naming in recognition (in whole or in part) of a financial gift or pledge to the University. The name(s) conferred by a Philanthropic Naming may be the donor(s) themselves, or such honoree(s) as the donor(s) may alternatively designate.</p>

	<p><b>Naming Committee.</b> A standing Presidential Committee convened on an as-needed basis to review certain proposed Namings as assigned in accordance with this policy and issue non-binding recommendations to the President of the University.</p> <p><b>Naming Opportunity.</b> A nameable asset, program, or entity identified by the University as one that may be available for a Philanthropic Naming through a qualifying gift or pledge to the University.</p> <p><b>Physical Facility.</b> For the purposes of this policy, an identifiable space on any University campus, whether a University building, distinct part of a University building, defined interior space, roadway or walkway, or any other exterior area that is clearly defined. Examples include, but are not limited to, buildings, rooms (e.g. classrooms, meeting rooms, offices), lecture halls, courtyards, roads, paths, plazas, gardens, athletic facilities.</p> <p><b>Program.</b> For the purposes of this policy, a Program is any University-recognized school, college, department, institute, center, or other academic program or administrative unit.</p> <p><b>University Affiliate.</b> Any individual who is not a faculty member, staff, or student and who otherwise has a formal relationship with the University of Rhode Island, including but not limited to visiting scholars, visiting students, research fellows, professional program participants, club sports coaches, and volunteers; as well as employees and associates of the URI Foundation, the URI Research Foundation, and members of the University of Rhode Island Board of Trustees. Vendors and contractors are not considered University Affiliates, except for those with an ongoing presence on the University campus as regular operations support staff.</p> <p><b>Useful Life.</b> The actual or projected functional lifespan of a Physical Facility.</p>
<b>Statutes, Regulations, and Policies Governing or Necessitating This Policy</b>	<p>R.I.G.L. § 22-7.4 (Permanent Joint Committee on Naming All New Buildings, Bridges, Edifices and Other State Constructions).</p> <p><i>Policy on Conflict of Interest and Commitment.</i></p> <p>URI Foundation Gift Acceptance Policy.</p>
<b>Reason for Policy / Purpose</b>	<p>To provide a transparent, consistent, and accountable framework for the Naming and renaming of University of Rhode Island Physical Facilities, Programs, Named Endowments, or other University assets, in recognition of individuals and/or entities whose association or philanthropy advances URI's mission and aligns with the University's values.</p>
<b>Forms Related to this Policy</b>	<p>Honorific Naming Request Form</p>

## Policy Statement

The University of Rhode Island (“University” or “URI”) is committed to providing opportunities for the Naming of Physical Facilities, Programs, Named Endowments, or any other identified Philanthropic and/or Honorific Naming opportunities to 1) recognize the service, support, or achievements of faculty, staff, students, alumni, or others who have made significant positive impacts through their affiliation with the University, and/or 2) recognize the support of donors and benefactors who provide significant philanthropic resources that further the mission of the institution. Namings confer recognition only and shall not grant any governance, academic, operational, or decision-making authority.

Approval of a Naming requires reputational review and due diligence, and a reasonable determination that the individual(s) or entities whose name(s) will be conferred exemplify integrity, character, and leadership consistent with the highest values of the University of Rhode Island.

## I. Applicability

This policy applies to all Philanthropic Naming and all Honorific Naming at the University. Naming Opportunities may include, but are not limited to, 1) Physical Facilities, 2) Programs, 3) Named Endowments, and/or 4) any other nameable assets or entities as vetted by the URI Foundation and the University.

This policy does not apply to past Namings established prior to the effective date of this policy, except for the provisions in Section IV related to altering, substituting, or rescinding a Naming, which apply for all Namings. This policy does not govern URI trademarks or brand use (see the *Policy on University Trademarks and Licensing*) and does not apply to the conferral of honorary degrees.

## II. Roles and Responsibilities

- A. URI Foundation:** The University of Rhode Island Foundation (“URI Foundation” or “URIF”), an independent non-profit corporation charged with raising and managing private support for the University, will have the following roles as they relate to Namings at URI.
- 1. Naming Opportunities:** In coordination with appropriate URI personnel, the URIF is authorized to establish and curate a set of available Philanthropic Naming Opportunities along with associated proposed terms and/or giving thresholds as appropriate. The President shall have the opportunity to approve all such identified Philanthropic Naming Opportunities no less than every six months.
  - 2. Cultivation of Gifts with Proposed Philanthropic Namings:** The URI Foundation (with the involvement or knowledge of URIF leadership) shall be the coordinating conduit to orchestrate gift cultivation efforts related to potential Philanthropic Namings in coordination with appropriate URI personnel. As far in advance as practicable, the URIF will endeavor to inform University leadership of ongoing or pending donor communications regarding potentially consequential gifts involving Philanthropic Namings.
  - 3. Reputational Review and Due Diligence:** The URIF shall conduct reputational review and due diligence related to the individual(s) or entity(ies) whose name(s) is/are proposed to be conferred for a Philanthropic Naming, and shall provide a summary of relevant findings to those participating in the University’s review of the proposed Naming. Reputational review and due diligence shall include, but not be limited to, background checks, review of public records and digital media for controversies or issues that could harm URI’s reputation, and an assessment of risk regarding any potential conflict of interest or undue influence over University programs or activities. For Honorific Namings, the URIF shall support, advise, and/or guide as appropriate the University’s reputational review and due diligence.

4. **Supporting University Review and Approval:** The Vice President for Advancement and CEO of the URI Foundation (or their designee) shall serve on the University's Naming Committee and will endeavor to support all efforts of the University to review and approve a proposed Naming.
5. **Implementation:** The URIF shall coordinate efforts to implement and announce approved Namings.

- B. Naming Committee:** The URI Naming Committee shall be chaired by the President. Permanent members will include, at minimum, Provost and Executive Vice President for Academic Affairs, Vice President for Administration and Finance, Vice President for Marketing and Communications, and Vice President for Advancement and CEO of the URI Foundation. The chair and each permanent member may appoint a designee to serve on the committee in their stead. Term-appointed members to serve three-year terms will include, at minimum, one (1) dean of a University college, and one (1) faculty member.

For all proposed Namings assigned to the committee, the committee shall issue a non-binding recommendation to the President within 60 days from assignment.

For proposed Honorific Namings the committee shall be additionally charged with conducting reputational review and due diligence (with support and/or guidance from the URIF as appropriate).

### III. Review and Approval

- A. Approval Authority:** The URI Board of Trustees shall be the Approval Authority for Philanthropic Namings of Physical Facilities or Named Endowments when the corresponding gift amount is greater than or equal to \$5 million. The President shall be the Approval Authority for all other Namings (including Honorific Namings), with the exception of Named Endowments with a gift amount of less than \$1 million for which the Provost and Executive Vice President for Academic Affairs shall be the Approval Authority. The URI Foundation will endeavor to inform the Approval Authority of developing or pending consequential gifts involving Namings as far in advance as practicable. All University approvals of Namings will be conducted in a manner consistent with University and URIF policies and applicable state and federal law including, as applicable, obtaining state approval in accordance with R.I.G.L. § 22-7.4-3 as required.

A Naming shall not be approved if the Approval Authority perceives a reputational risk to URI, a potential conflict of interest, or a risk (or expectation) of undue influence over University programs or activities (including, but not limited to, academic matters such as curricula, academic appointments, or research activities and outcomes).

- B. Approval Pathways:** All steps within approval pathways preceding deliberation by the Approval Authority are intended to furnish a timely recommendation to the Approval Authority. As detailed below, approval pathways for proposed Philanthropic Namings will vary according to the type of named asset and/or the corresponding gift amount, and they commence with required review and recommendation by the URIF.
- C. Physical Facilities:** For proposed Philanthropic Namings of Physical Facilities corresponding to gift amounts of less than \$1.0 million, URIF recommendations will proceed to the Vice President for Administration and Finance and then to the President for action. For all other gift amounts, the Naming Committee shall review the proposed Naming following URIF review and likewise issue a recommendation to the President. For gift amounts of \$5.0 million or greater, the approval pathway will consist of sequential reviews and recommendations by the URIF, the Naming Committee, and the President, in that order, prior to action by the URI Board of Trustees.
- D. Programs:** For proposed Philanthropic Namings of any University school or college, the approval pathway will consist of sequential reviews and recommendations by the URIF, the appropriate dean (or program

director, if applicable), the Provost and Executive Vice President for Academic Affairs, and the President, in that order, prior to action by the URI Board of Trustees. For all other types of Programs, the approval pathway will consist of sequential reviews and recommendations by the URIF, the appropriate dean (or program director, if applicable), and the Provost and Executive Vice President for Academic Affairs, in that order, prior to action by the President.

- E. Named Endowments:** For proposed Named Endowments corresponding to gift amounts of less than \$1.0 million, URIF recommendations will proceed to the appropriate dean or program director (if applicable), and then to the Provost and Executive Vice President for Academic Affairs for action. For gift amounts of \$1.0 million or greater but less than \$5.0 million, that pathway is amended whereby the President will take action following recommendation by the Provost and Executive Vice President for Academic Affairs. For gift amounts of \$5.0 million or greater, the approval pathway will consist of sequential reviews and recommendations by the URIF, the appropriate dean or program director (if applicable), the Provost and Executive Vice President for Academic Affairs, and the President, in that order, prior to action by the URI Board of Trustees.
- F. Other Philanthropic Namings:** Any proposed Philanthropic Namings not conforming to any of the types enumerated above shall utilize the approval pathway outlined for Physical Facilities above.
- G. Honorific Namings:** For Honorific Namings, the approval pathway consists of review and recommendation by the Naming Committee prior to action by the President. Honorific Namings are rare, and must be objectively deliberated, thoroughly vetted, and supported by extraordinarily compelling rationales. Honorific Namings are limited to individuals or entities whose service or achievements reflect truly exceptional, transformative, and lasting contributions to the whole of the University and its mission. Current University employees, members of the Board of Trustees, or elected public officials while in office are ineligible. A minimum three-year period of separation from service to (or potential influence upon) URI shall be required prior to any Honorific Naming. Proposals for Honorific Namings may only be submitted to the Naming Committee by (and with the endorsement of) a vice president, vice provost, or dean.

**Table 1: Thresholds and approval pathways grouped by the type of Naming or named asset**

Named Asset	Determinant or Threshold	Approval Path
<b>Physical Facilities*</b> (or other Philanthropic Namings not otherwise classified herein)	≥ \$5 Million	URIF - Naming Committee (“N.C.”) - President - Board
	≥ \$1 Million & < \$5 Million	URIF - N.C. - President
	< \$1 Million	URIF - VP Administration and Finance - President
<b>Named Endowment</b>	≥ \$5 Million	URIF - Dean - Provost - President - Board
	≥ \$1 Million & < \$5 Million	URIF - Dean - Provost - President
	< \$1 Million	URIF - Dean - Provost
<b>Program: schools or colleges</b>	Any Amount	URIF - N.C. - Dean - Provost - President - Board
<b>Program: all other</b>	Any Amount	URIF - N.C. - Dean - Provost - President
<b>Honorific Naming:</b>	N/A	N.C. - President

\* Note: For Namings of Physical Facilities related to new constructions, R.I.G.L. § 22-7.4-3 requires that a state-authorized committee approve the final naming of any new buildings, bridges, edifices, and other state constructions at the University.

#### IV. Terms and Durations of Namings

- A. Gift Agreements:** Philanthropic Namings shall be implemented on the basis of a corresponding Gift Agreement executed between the donor(s), the URIF, and the University. URI Foundation personnel are authorized to discuss and negotiate the terms of a Gift Agreement with donors and will brief and/or coordinate with University leadership and other URI personnel as appropriate. Gift Agreements shall be executed in accordance with the *Policy on Approval and Execution of Contracts and Other Binding Documents*.
- B. Duration:** The URIF has discretion to propose duration terms of a Philanthropic Naming, subject to approval or modification by the President. Duration terms may specify a given expiry timeframe, and/or specified conditions for termination such as the end of the Useful Life of a named Physical Facility.

For Honorific Namings, the duration of the Naming and/or any other relevant terms may be specified within a memo, letter, or proclamation signed by the President.

- C. Altering or Substituting a Naming:** Changes in relevant circumstances may lead to a determination by the University of a need to alter or substitute a Naming. Relevant changes may include, but are not limited to, relocation or dissolution of a named Program or entity; material changes to a named Physical Facility (including, but not limited to, damage, destruction, renovation, remodeling, replacement, changes to occupancy, or ceased or altered use); discovery or emergence of a potential conflict of interest or undue influence over University programs or activities; or emergence of an opportunity for concurrent Naming(s) (e.g. sponsorships and/or sub-sponsorships).

The President reserves the authority to determine whether an alteration or substitution due to changed circumstances is warranted. When altering or substituting a Philanthropic naming, the President and/or URIF leadership may, as appropriate, work with the donor(s) (or their designee) to determine another suitable form of recognition. In the event of underpayment of a pledged gift, the University may, at its sole discretion, alter or substitute a related Naming with either an alternative Naming or another form of recognition.

- D. Rescinding a Naming:** The President may rescind a Naming for cause. Cause for rescinding a Naming may include, but is not limited to, a determination that the character or conduct of the donor(s) or honoree(s) is not consistent with the values of the University, an assessment that continuation of the Naming may present a reputational risk to URI, a finding that the donor(s) or honoree(s) exerted undue influence over University programs or activities, discovery or assessment of a conflict of interest, nonpayment of a pledged gift, or failure to meet the terms of a Gift Agreement.

#### Exceptions

None

#### Policy Review and Revisions

(Versions earlier than the first policy number may be paper only)

Policy #	Effective Date	Reason for Change	Changes to Policy
01.115.1		n/a	n/a

DRAFT