



**Members**

Margo Cook '86, *Chair*

Michael D. Fascitelli '78

Charles Fogarty '80

Christine Heenan

Richard S. Humphrey

Neil Kerwin '73

Matthew Lenz '11

Roby Luna '04

David Martirano '91

Michael F. McNally '81, *Vice Chair*

Dr. Karina Montilla Edmonds '92

Cortney M. Nicolato '01

Vahid Ownjazayeri

Susan Petrovas '92

Yahaira "Jay" Placencia '01

Thomas Ryan '75

Armand E. Sabitoni '73

**Ex Officio Members**

Tim DelGiudice, *Chair*  
*R.I. Council on Postsecondary  
Education*

Barbara Cottam, *Chair*  
*R.I. Board of Education*

Mayrai Gindy  
*Faculty Representative*

Christopher Bove '23  
*Student Representative*

**The University of Rhode Island Board of Trustees  
Governance Committee Meeting  
Monday, October 18, 2021, 2:00 p.m. EDT  
URI Alumni Center, 73 Upper College Road  
Kingston, RI 02881**

**MINUTES**

Committee Chair Cortney Nicolato welcomed everyone to the October 18, 2021, meeting of the Governance Committee of the University of Rhode Island Board of Trustees. Chair Nicolato conducted a roll call attendance and confirmed that a quorum of members was present in person. At 2:05 p.m., the meeting was called to order.

The URI Board of Trustees Governance Committee members participating :

- Ms. Cortney Nicolato (Committee Chair)
- Ms. Jay Placencia (Committee Vice Chair)
- Honorable Charles J. Fogarty, Jr.
- Mr. Michael McNally, Board of Trustees Vice Chair (virtual)
- Ms. Barbara Cottam (non-voting) (arrived at 2:06 p.m.)
- Dr. Mayrai Gindy (non-voting)
- Dr. Marc Parlange, President (non-voting)

URI Board of Trustees Governance Committee member not participating:

- Ms. Margo Cook, Board of Trustees Chair

URI Senior Leadership members in attendance:

- Ms. Alyssa Boss, General Counsel
- Ms. Michelle Curreri, Chief of Staff and Board Secretary

URI staff members in attendance:

- Ms. Robin Cawley, Executive Assistant II
- Ms. Lauren Jensen, Assistant Legal Counsel
- Dr. Dan Moos, Assistant to the Vice President for Administration and Finance
- Ms. Lynn Owens, Associate Secretary

**1. ACCEPTANCE OF THE AGENDA**

Committee Chair Nicolato called for a motion to accept the Agenda for the October 18, 2021 meeting.

On a motion duly made by Jay Placencia and seconded by Charles Fogarty, it was

VOTED: THAT The University of Rhode Island Board of Trustees Governance Committee accept the October 18, 2021 meeting agenda.

VOTE: 4 members voted in the affirmative and 0 members voted in the negative.

YEAS: Charles Fogarty, Michael McNally, Cortney Nicolato and Jay Placencia.

NAYS: 0

ABSTAINS: 0

**2. APPROVAL OF THE MINUTES**

**a. Minutes of the September 23, 2021, Governance Committee meeting [Enclosure 2.a.](#)**

Committee Chair Nicolato highlighted an amendment to the enclosed minutes on Page 6, Item 3.e.(iii). The words “URI Foundation” should be changed to “University of Rhode Island Research Foundation”, as noted in the October 15, 2021 edition of the minutes found [HERE](#).

Committee Chair Nicolato called for a motion to approve the Minutes of the September 23, 2021 meeting, as amended.

On a motion duly made by Jay Placencia and seconded by Charles Fogarty, it was

VOTED: THAT The University of Rhode Island Board of Trustees Governance Committee approve the September 23, 2021 meeting minutes, as amended.

VOTE: 4 members voted in the affirmative and 0 members voted in the negative.

YEAS: Charles Fogarty, Michael McNally, Cortney Nicolato and Jay Placencia.

NAYS: 0

ABSTAINS: 0

### 3. DISCUSSION ITEM

a. **URI Board of Trustees Policy on the Awarding of Honorary Degrees**  
**[Enclosure 3.a.](#)**

Chair Nicolato noted that this item is up for discussion only, and that action may be taken on this item at the November 4, 2021, Governance Committee meeting. She remarked that, as a newly developed board, the URI Board of Trustees is reviewing all of its policies. One of the policies that the Board did not have in place formally is the awarding of honorary degrees. She thanked Committee member Fogarty for taking the lead on drafting the policy and thanked all involved in the development of the policy.

Committee member Charles Fogarty reported that a working group met on October 5 to take up the request to consider a policy for the Board to adopt. The group looked at what other universities and peer institutions have done. Based on that research and discussion with the URI Faculty Senate, the Office of the General Counsel developed a proposal, a simple declaration of how the Board awards, and in the event it chooses to, withdraws honorary degrees. The draft policy essentially keeps the current process in place, whereby the President officially recommends honorary degree candidates to the Board, but establishes a formal policy for the Board of Trustees to approve them, as only the Board can award degrees.

Committee Chair Nicolato confirmed that the Board takes up consideration of conferring or revoking honorary degrees based on the recommendation of the President. The Board is not involved in the process by which names are collected. There is a significant amount of work done by the Honorary Degree Committee, the Provost, and the President. It is the President's determination to present the recommendations to the Board.

Committee Chair Nicolato presented and Committee members discussed some recommended editorial changes to the draft policy since the version that was posted for the meeting, including:

- Definitions Section: change "... candidates for the receipt or..." to "... candidates to the President for the receipt of..."
- Nominations and Approvals Section Item 2: replace existing language with "The President is responsible for making the recommendation to the Board of Trustees, if approved by the President in accordance with the University Manual".
- Nominations and Approvals Section Item 3: change existing language to read "The Board of Trustees expects that, before the President recommends any nomination to the Board of Trustees for consideration, an amount of focused due diligence will be conducted to ensure that nominee's qualification and eligibility for the degree".
- Confidentiality Statement: In the statement regarding official notification to the individual, language will be added to reference conferring, rescinding, or revoking an honorary degree.

Dr. Moos provided feedback from the Faculty Senate regarding the University's honorary degree procedure and their consideration of possible changes to language within the University Manual. Chair Nicolato noted that the Board's draft policy reflects language used in the current University Manual; if that language is updated by the Faculty Senate, the Board policy could be considered for possible amendment.

Regarding the effective date of the Board policy, General Counsel Boss noted that the policy speaks to consideration of all future recommendations of the President, whether for awarding or revoking.

Board member Gindy asked if a committee of the Board will consider the President's recommendation or if the recommendation will go straight to the full Board. Committee Chair Nicolato noted that in the past, the President's recommendation has gone directly to the Board for consideration. Board Vice Chair McNally stated that the language of the policy allows the Board some flexibility in that regard.

The Committee reviewed the past practice in terms of the timeline for the awarding of honorary degrees. Committee member Fogarty noted that the working group did not include a defined timeline in the draft policy to allow the Honorary Degree Committee and the new president to define the timeline.

Board member Gindy asked what criteria the Board will use to either agree with the President's recommendation, or not. President Parlange said that, presumably, the Board will see a proposal with background information for awarding, rescinding, or revoking of honorary degrees. Committee Chair Nicolato added that the policy connects back to the University Manual, which speaks to the criteria used by the Honorary Degree Committee when considering honorary degrees.

In conclusion, Committee Chair Nicolato confirmed that recommended changes will be made to the draft policy. The Committee will consider the updated draft policy at its November 4<sup>th</sup> meeting, with a plan to recommend the policy for approval by the Board of Trustees.

#### **4. ADJOURN**

Committee Chair Nicolato called for a motion to adjourn the meeting of October 18, 2021.

On a motion duly made by Jay Placencia and seconded by Charles Fogarty, it was

VOTED:	THAT	The University of Rhode Island Board of Trustees Governance Committee adjourn the meeting of October 18, 2021.
	VOTE:	4 members voted in the affirmative and 0 members voted in the negative.
	YEAS:	Charles Fogarty, Michael McNally, Cortney Nicolato and Jay Placencia.
	NAYS:	0
	ABSTAINS:	0

The meeting adjourned at 2:31 p.m.

**The next URI Board of Trustees Governance Committee meeting is scheduled for November 4, 2021.**