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Yahaira "Jay" Placencia '01

Thomas Ryan '75

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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
Thursday, September 9, 2021 • 10:00 a.m. EDT
Brookside Residence Hall, 40 West Alumni Avenue, Kingston RI 02881**

MINUTES

Committee Chair Cortney Nicolato invited Michelle Curreri, Chief of Staff and Board Secretary, to conduct a roll call of those members in attendance. Acknowledging that a quorum was not present, she called the meeting to order at 10:05 a.m. Chair Nicolato welcomed new General Counsel Alyssa Boss and Assistant Legal Counsel Lauren Jensen to the meeting.

The URI Board of Trustees Governance Committee members in attendance:

- Ms. Cortney Nicolato (Committee Chair)
- Ms. Jay Placencia (Committee Vice Chair)
- Mr. Michael McNally, Vice Chair, Board of Trustees

The URI Board of Trustees Governance Committee members not in attendance:

- Honorable Charles J. Fogarty, Jr.
- Ms. Margo Cook, Chair, Board of Trustees (ex-officio)
- Ms. Barbara Cottam, Chair, Board of Education (non-voting)
- Dr. Mayrai Gindy, Faculty Representative (non-voting)
- President Marc Parlange (ex-officio, non-voting)

The URI Senior Leadership members in attendance:

- Ms. Linda Acciaro, Interim Executive Director, External Relations and Communications
- Ms. Alyssa Boss, General Counsel
- Ms. Michelle Curreri, Chief of Staff and Board Secretary

The URI staff members in attendance:

- Ms. Robin Cawley, Executive Assistant II
- Mr. Carlos Lopez Estrada, Director, Legislative and Government Relations
- Ms. Lauren Jensen, Assistant Legal Counsel

- Ms. Lynn Owens, Associate Secretary

1. ACCEPTANCE OF THE AGENDA

Chair Nicolato reported that, as a quorum was not present, this item is deferred to the September 23, 2021 Governance Committee meeting.

2. APPROVAL OF THE MINUTES

a. Minutes of the January 14, 2021 Meeting [Enclosure 2.a.](#)

Chair Nicolato reported that, as a quorum was not present, this item is deferred to the September 23, 2021 Governance Committee meeting.

3. DISCUSSION ITEM

a. Board of Trustees Remote Meeting Participation [Enclosure 3.a.](#)

Chair Nicolato introduced this discussion item and asked General Counsel Alyssa Boss to walk the Committee through the draft policy document.

General Counsel Boss stated that recent legislative changes to the Open Meetings Act (OMA) allow the University of Rhode Island Board of Trustees to meet remotely provided a quorum is in person. The Board of Trustees must create rules; this policy is intended to comply with the provisions of the OMA.

Committee members reviewed the draft Board of Trustees Remote Meeting Participation policy statement and the itemized provisions of the policy. Committee members expressed thoughtful comments on some of the itemized provisions. Following discussion, the general counsel was directed to strike Items 4 and 5 from the draft document and modify language in Items 7 and 8.

The revised draft policy entitled “Board of Trustees Remote Meeting Participation” will be considered at the September 23, 2021 Governance Committee meeting, with planned action to recommend for approval to the URI Board of Trustees.

Chair Nicolato stated that a lot of legislation tied to the URI Board of Trustees relates to its setup, and not to its management. She noted that policies governing Board management will be identified and considered by the Committee at future meetings.

4. ADJOURN

Chair Nicolato called for a motion to adjourn the meeting of September 9, 2021.

On a motion duly made by Michael McNally and seconded by Jay Placencia, it was

VOTED: THAT The University of Rhode Island Board of Trustees Governance Committee adjourn the meeting of September 9, 2021.

VOTE: 3 members voted in the affirmative and 0 members voted in the negative.

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

NAYS: 0

ABSTAIN: 0

The meeting adjourned at 10:22 a.m.

The next regular meeting of the URI Board of Trustees Governance Committee is scheduled for September 23, 2021.