



Members

Susan Carson Petrovas '92

Margo Cook '86, *Chair*

Charles Fogarty '80

Christine Heenan

Richard S. Humphrey

Matthew Lenz '11

Roby Luna '04

David Martirano '91

Michael F. McNally '81, *Vice Chair*

Dr. Karina Montilla Edmonds '92

Vahid Ownjazayeri

Yahaira "Jay" Placencia '01

Cecilia Rouse

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 Meeting
Friday, April 17, 2020, 2:00 p.m.
45 Upper College Rd Kingston, RI 02881

PURSUANT TO GOVERNOR RAIMONDO'S EXECUTIVE ORDER 20-25, THIS MEETING WAS HELD VIRTUALLY USING THE WEBEX PLATFORM (BOARD ONLY) AND FACEBOOK LIVESTREAM (PUBLIC VIEWING).

MINUTES

General Counsel for The University of Rhode Island, Mr. Lou Saccoccio called this meeting to order at 2:07 p.m. and acknowledged that a quorum was present. He welcomed everyone to the meeting and thanked the Board for their willingness to meet virtually.

Mr. Saccoccio recognized all attendees present for this virtual meeting:

The University of Rhode Island Board of Trustees voting members:

- Ms. Margo Cook (remote)
- Dr. Karina Montilla Edmonds (remote)
- Honorable Charles J. Fogarty, Jr. (remote)
- Ms. Christine M. Heenan (remote)
- Mr. Richard S. Humphrey (remote)
- Mr. Matthew D. Lenz (remote)
- Mr. Roby Luna (remote)
- Mr. David J. Martirano (remote)
- Mr. Michael F. McNally (remote)
- Mr. Vahid Ownjazayeri (remote)
- Mrs. Susan Carson Petrovas (remote)
- Ms. Jay Placencia (remote)
- Ms. Cecilia Rouse (remote)
- Mr. Thomas M. Ryan (remote)
- Mr. Armand E. Sabitoni (remote)

The University of Rhode Island Board of Trustees ex officio members:

- Tim DelGiudice—Chair, Council on Postsecondary Education (remote)
- Barbara Cottam—Chair, Board of Education (remote)
- Christopher Bove—Student Representative (remote)
- Mayrai Gindy—Faculty Representative (remote)

The University of Rhode Island Staff

- President David M. Dooley (remote)

External Participants

- Mr. Michael D. Fascitelli—Nominated but not confirmed member (remote)

1. Welcome and convening of first meeting of the University of Rhode Island (URI) Board of Trustees by the General Counsel

Mr. Saccoccio thanked the Board members for being at the meeting and welcomed them to this exciting event.

2. Comments by the General Counsel regarding Open Meetings and Public Records

Mr. Saccoccio made comments regarding the Open Meetings and Public Records Laws. He gave a summary of the laws found in Enclosure 2a.

Mr. Saccoccio explained that the Open Meeting laws allows for business to be conducted in an open and transparent manner. A majority of the voting members of the public body, or quorum, must be present at open meetings in order for business to occur. He also cautioned Board members against participating in a rolling quorum and outlined the parameters of the violations. Finally, he let the Board members know that any records on personal cell phones, computers, tablets, etc. about the URI Board meetings will be subject to public records request.

Mr. Saccoccio explained the purpose of the Executive Sessions, letting the Board know that these sessions are closed to the public. Executive Sessions are allowed for a limited number of reasons. He asked the Board members to review the closed meeting checklist provided to them at an earlier time. Additionally, in Executive Session the Board members may not discuss anything that has not been previously voted upon by the Board as a reason for going into Executive Session. The group may maintain sealed minutes for Executive Sessions; however, it must be done by a majority vote.

Mr. Saccoccio also mentioned the importance of annual and supplemental notice for the public. Furthermore, he explained that the agenda becomes public notice and must be voted upon during the meeting if changes occur. Mr. Saccoccio touched upon the procedure of public records requests and let the Board know a written policy must be in place for these requests.

Mr. Saccoccio concluded his comments by referring the Board back to Enclosure 2a which details both the Open Meeting and Public Record Laws.

3. Nomination and Election of Officers

A. Approval of the Board authorizing the General Counsel to preside over items 3A., 3B., 3C., 3D., and 3E.

Mr. Saccoccio called for a motion that the URI Board of Trustees authorize the General Counsel to preside over agenda items 3A., 3B., 3C., 3D., and 3E.

On a motion duly made by Ms. Rouse and seconded by Mr. Ryan, it was

VOTED: THAT The URI Board of Trustees approve the authorization of the General Counsel to preside over agenda items 3A., 3B., 3C., 3D., and 3E.

VOTE: 15 members voted in the affirmative and 0 members voted in the negative.

YEAS: Margo L. Cook, Karina Montilla Edmonds, Charles J. Fogarty, Jr., Christine M. Heenan, Richard S. Humphrey, Matthew D. Lenz, Roby Luna, David J. Martirano, Michael F. McNally, Vahid Ownjazayeri, Susan Carson Petrovas, Jay Placencia, Cecilia Rouse, Thomas M. Ryan, and Armand E. Sabitoni

NAYS: 0

ABSTAINS: 0

B. Approval of the position of Vice Chair of the URI Board of Trustees

Mr. Saccoccio called for a motion that the URI Board of Trustees authorize the approval of the position of Vice Chair of the URI Board of Trustees and that the Vice Chair will serve in the absence of the chair automatically succeeding the Chair in the event of the Chair's death, resignation, or removal from office.

On a motion duly made by Mr. Fogarty and seconded by Ms. Rouse, it was

VOTED: THAT the URI Board of Trustees approve of the position of Vice Chair of the URI Board of Trustees and that the Vice Chair will serve in the absence of the chair automatically succeeding the Chair in the event of the Chair's death, resignation, or removal from office.

VOTE: 15 members voted in the affirmative and 0 members voted in the negative.

YEAS: Margo L. Cook, Karina Montilla Edmonds, Charles J. Fogarty, Jr.,

Christne M. Heenan, Richard S. Humphrey, Matthew D. Lenz, Roby Luna, David J. Martirano, Michael F. McNally, Vahid Ownjazayeri, Susan Carson Petrovas, Jay Placencia, Cecilia Rouse, Thomas M. Ryan, and Armand E. Sabitoni

NAYS: 0

ABSTAINS: 0

C. Approval and adoption of the procedure for the nomination and election of the Chair and Vice Chair of the URI Board of Trustees

Mr. Saccoccio called for a motion for the approval and adoption of the procedure for the nomination and election of the Chair and Vice Chair of the URI Board of Trustees.

On a motion duly made by Mr. Lenz and seconded by Mr. Fogarty, it was

VOTED: THAT the URI Board of Trustees approve and adopt the procedure for the nomination and election of the Chair and Vice Chair of the URI Board of Trustees.

VOTE: 15 members voted in the affirmative and 0 members voted in the negative.

YEAS: Margo L. Cook, Karina Montilla Edmonds, Charles J. Fogarty, Jr., Christine M. Heenan, Richard S. Humphrey, Matthew D. Lenz, Roby Luna, David J. Martirano, Michael F. McNally, Vahid Ownjazayeri, Susan Carson Petrovas, Jay Placencia, Cecilia Rouse, Thomas M. Ryan, and Armand E. Sabitoni

NAYS: 0

ABSTAINS: 0

D. Nomination and election of the Chair of the URI Board of Trustees

Mr. Ryan nominated Margo Cook for the Chair of the URI Board of Trustees. There were no further nominations.

On a motion duly made by Mr. Ryan and seconded by Mr. Fogarty, it was

VOTED: THAT the new Chair of the URI Board of Trustees is Ms. Margo Cook.

VOTE: 14 members voted in the affirmative and 0 members voted in the negative. 1 member chose to abstain.

YEAS: Karina Montilla Edmonds, Charles J. Fogarty, Jr., Christine M. Heenan, Richard S. Humphrey, Matthew D. Lenz, Roby Luna, David J. Martirano, Michael F. McNally, Vahid Ownjazayeri, Susan Carson Petrovas, Jay Placencia, Cecilia Rouse, Thomas M. Ryan, and Armand E. Sabitoni

NAYS: 0

ABSTAINS: Margo L. Cook

E. Nomination and election of the Vice Chair of the URI Board of Trustees

Mr. Ryan nominated Michael McNally for the Vice Chair of the URI Board of Trustees. There were no further nominations.

On a motion duly made by Mr. Ryan and seconded by Dr. Edmonds, it was

VOTED: THAT the new Vice Chair of the URI Board of Trustees is Mr. Michael McNally.

VOTE: 14 members voted in the affirmative and 0 members voted in the negative. 1 member chose to abstain.

YEAS: Margo L. Cook, Karina Montilla Edmonds, Charles J. Fogarty, Jr., Christine M. Heenan, Richard S. Humphrey, Matthew D. Lenz, Roby Luna, David J. Martirano, Michael F. McNally, Vahid Ownjazayeri, Susan Carson Petrovas, Jay Placencia, Cecilia Rouse, Thomas M. Ryan, and Armand E. Sabitoni

NAYS: 0

ABSTAINS: Michael McNally

4. Acceptance of the Agenda

Chair Cook called for a motion to amend the agenda for the April 17, 2020 meeting and the removal of Agenda item 5B. for review at a later time.

Chair Cook called for a motion to approve the newly amended agenda for the April 17, 2020 meeting.

On a motion duly made by Dr. Edmonds and seconded by Ms. Heenan it was

VOTED: THAT The University of Rhode Island Board of Trustees amend and approve the April 17, 2020 meeting agenda by removing item 5B.

VOTE: 15 members voted in the affirmative and 0 members voted in the negative.

YEAS: Margo L. Cook, Karina Montilla Edmonds, Charles J. Fogarty, Jr., Christine M. Heenan, Richard S. Humphrey, Matthew D. Lenz, Roby Luna, David J. Martirano, Michael F. McNally, Vahid Ownjazayeri, Susan Carson Petrovas, Jay Placencia, Cecilia Rouse, Thomas M. Ryan, and Armand E. Sabitoni

NAYS: 0

ABSTAINS: 0

5. Additional Action Items

A. Awarding of academic degrees, diplomas, certificates, and honors

Chair Cook called for a motion that the URI Board of Trustees approve the awarding of graduate and undergraduate degrees, diplomas, certificates, and honors to be conferred by the President to the candidates who have completed their requirements at the conclusion of the Spring 2020 semester.

On a motion duly made by Ms. Placencia and seconded by Mr. Sabitoni, it was

VOTED: THAT The University of Rhode Island Board of Trustees approve the awarding of graduate and undergraduate degrees, diplomas, certificates, and honors to be conferred by the President to the candidates who have completed their requirements at the conclusion of the Spring 2020 semester.

VOTE: 15 members voted in the affirmative and 0 members voted in the negative.

YEAS: Margo L. Cook, Karina Montilla Edmonds, Charles J. Fogarty, Jr., Christine M. Heenan, Richard S. Humphrey, Matthew D. Lenz, Roby Luna, David J. Martirano, Michael F. McNally, Vahid Ownjazayeri, Susan Carson Petrovas, Jay Placencia, Cecilia Rouse, Thomas M. Ryan, and Armand E. Sabitoni

NAYS: 0

ABSTAINS: 0

B. Approval of URI Board of Trustees 2020 Meeting Schedule

Chair Cook called for a motion that the URI Board of Trustees approve the URI Board of Trustees 2020 Meeting Schedule as recommended and presented.

[Enclosure 5b](#)

On a motion duly made by Mr. Humphrey and seconded by Ms. Heenan, it was

VOTED: THAT The University of Rhode Island Board of Trustees approve the URI Board of Trustees 2020 Meeting Schedule as recommended and presented.

VOTE: 15 members voted in the affirmative and 0 members voted in the negative.

YEAS: Margo L. Cook, Karina Montilla Edmonds, Charles J. Fogarty, Jr., Christine M. Heenan, Richard S. Humphrey, Matthew D. Lenz, Roby Luna, David J. Martirano, Michael F. McNally, Vahid Ownjazayeri, Susan Carson Petrovas, Jay Placencia, Cecilia Rouse, Thomas M. Ryan, and Armand E. Sabitoni

NAYS: 0

ABSTAINS: 0

C. Discussion and approval of an Executive Committee and other committees of the URI Board of Trustees

Chair Cook proposed the creation of six committees for the URI Board of Trustees: 1) Executive Committee, 2) Finance, Business, and Capital Planning Committee, 3) Nominating, Governance, and Long-Range Planning Committee, 4) Audit Risk, Legal, and Compliance Committee, 5) Academic Affairs and Student Life Committee, and 6) Advancement and External Affairs Committee. These six committees would be governed by their respective chairs except for the Finance Committee which would also have a vice chair due to its large scope of financial oversight. The committees and chairs would serve for 1 year and at the end of the year, the Nominating, Governance, and Long-Range Planning Committee in consultation with Board Chair, Board Vice Chair, and University President will reevaluate committee structure. Committee charters will be discussed at a later meeting.

Student Christopher Bove asked if Ex Officio members can serve on the committees. Chair Cook answered yes, they can.

D. Approval of URI Board of Trustees authorizing the Chair of the Board to make committee appointments

Chair Cook called for a motion that the URI Board of Trustees approve the creation of an Executive committee and other committees of the URI Board of Trustees with appointments as recommended by the Chair.

On a motion duly made by Mr. Sabitoni and seconded by Mr. Fogarty, it was

VOTED: THAT The University of Rhode Island Board of Trustees approve the creation of an Executive committee and other committees of The URI Board of Trustees as recommended by the Chair.

VOTE: 15 members voted in the affirmative and 0 members voted in the negative.

YEAS: Margo L. Cook, Karina Montilla Edmonds, Charles J. Fogarty, Jr., Christine M. Heenan, Richard S. Humphrey, Matthew D. Lenz, Roby Luna, David J. Martirano, Michael F. McNally, Vahid Ownjazayeri, Susan Carson Petrovas, Jay Placencia, Cecilia Rouse, Thomas M. Ryan, and Armand E. Sabitoni

NAYS: 0

ABSTAINS: 0

6. President's Report

A. The state of the University during the Covid-19 pandemic

President Dooley shared that URI has approximately 100 students still living on campus. No layoffs or furloughs have occurred at URI as of Friday April 17, 2020. All classes have transitioned to online delivery and the transition has been largely positive for both faculty and students.

The URI Faculty Senate led the faculty to adopt a new grading policy that is thoughtful, compassionate, and flexible. Students can make an informed decision to take a letter grade or a satisfactory or unsatisfactory grade that will have no impact on their GPA.

URI has also been able to greatly assist the state of Rhode Island. They have done this through the conversion of CPAP machines into ventilators by URI's engineering department. Additionally, URI's dining services have donated food throughout the state to nursing homes and care facilities. Additionally, URI's pharmacy is making hand sanitizer for distribution to first responders. Finally, IT professionals have donated time and technology devices to patients in hospitals impacted by COVID-19 who would otherwise not have access or training to this technology allowing them to communicate with loved ones.

Commencement has been postponed until Fall 2020. There is a dedicated group of people working hard to create a meaningful and impactful event honoring the graduates. Online learning will continue through the summer with the goal is to continually innovate online class delivery. Final decisions about class delivery for Fall 2020 have not been made. The University is

awaiting advice from healthcare and medical professionals regarding social distancing and education policies.

Enrollment is currently being reevaluated. Prior to COVID, there were 23,744 applications to URI for Fall 2020. However, at this time, there is no real estimate available for newly enrolled and returning students for Fall 2020. An estimate will not be available until mid-to-late summer. Naturally, this has budgetary implications and steps are being taken to alleviate some of the financial stress. These steps include both a hiring and an end-of-year spending pause. Finally, the University has a \$22 million emergency fund that will be used very strategically. This along with federal and state funds will help carry URI through this crisis.

Student representative Christopher Bove asked: what happens with housing and dining services, the auxiliary funded departments, in terms of budget because they are self-sustaining?

President Dooley responded by sharing that URI has refunded back 25% of housing and dining fees back to the students which caused the University to take a \$9 million hit to the auxiliary budgets. Conferences and events also took a hit due to the high amount of cancellations for summer events. The University is watching these budgets very carefully because revenue hits will happen. There are reserve funds in place to help alleviate some stress should URI not convene these services again in Fall 2020. The goal is to develop strategies to help replenish the reserve funds used as soon as possible with the understanding that they will ultimately be depleted in the short term. Ultimately, URI does not want to add financial burden to students who are currently impacted by the COVID crisis, so the University will rely heavily on federal financial aid to help with budgetary concerns surrounding auxiliary services.

Student representative Christopher Bove then asked: some courses are running remotely at the same time that the previous in-seat classes would typically run. What is being done for students who are either deployed or essential workers who are forced to work during the set time these classes are now being held online?

President Dooley responded by sharing that online delivery needs to change so that the content is accessible to students on their terms. The goal is to teach students how to work online, as this is new for them as well. The faculty at the University are working hard to give students the flexibility to engage with course material on their timeframe verses a set time. Additionally, the new grade policy stays in place over the summer because it addresses the difficulty students may be faced with. Finally, the University hopes to provide more tutoring and other academic support in the new virtual environment.

7. Upcoming Meeting

The next virtual meeting of the URI Board of Trustees is scheduled for May 8, 2020 at 1:00 pm.

Chair Cook thanked the members of the Board for their time and service. She also let them know she is looking forward to working with them as they move forward.

8. Adjourn

Chair Cook called for a motion to adjourn:

On a motion duly made by Mr. Fogarty and seconded by Ms. Heenan, it was

VOTED: THAT The University of Rhode Island Board of Trustees adjourn the meeting of April 17, 2020.

VOTE: 15 members voted in the affirmative and 0 members voted in the negative.

YEAS: Margo L. Cook, Karina Montilla Edmonds, Charles J. Fogarty, Jr., Christine M. Heenan, Richard S. Humphrey, Matthew D. Lenz, Roby Luna, David J. Martirano, Michael F. McNally, Vahid Ownjazayeri, Susan Carson Petrovas, Jay Placencia, Cecilia Rouse, Thomas M. Ryan, and Armand E. Sabitoni

NAYS: 0

ABSTAINS: 0

The meeting adjourned at 3:23 p.m.