

**RECORD OF THE MEETING OF THE
UNIVERSITY OF WISCONSIN SYSTEM BOARD OF REGENTS
EXECUTIVE COMMITTEE**

Tuesday, August 2, 2022
2:30 p.m.

Via Webex Videoconference

-President Walsh presiding-

CALLING OF THE ROLL.....	2
DECLARATION OF CONFLICTS.....	2
PROPOSED CONSENT AGENDA.....	2
<i>Authority to Construct the UW-Managed Engineering Centers MOCVD Lab Renovation Project, UW-Madison</i>	<i>3</i>
<i>Authority to Construct All Agency Maintenance and Repair Projects, UW System</i>	<i>3</i>
UW SYSTEM: AUTHORITY TO CONSTRUCT MINOR FACILITIES RENEWAL PROJECTS	3
<i>Authority to Construct Minor Facilities Renewal Projects, UW System.....</i>	<i>4</i>
UW-MADISON: APPROVAL TO APPOINT NATALIE ERDMAN TO UNIVERSITY RESEARCH PARK'S DESIGN REVIEW BOARD	4
<i>Approval to Appoint Natalie Erdman to University Research Park's Design Review Board, UW-Madison </i>	<i>5</i>
UW-LA CROSSE: AUTHORITY TO CONSTRUCT THE GRAFF MAIN HALL HVAC SYSTEM	5
<i>Authority to Construct the Graff Main Hall HVAC System Renovation, UW-La Crosse.....</i>	<i>5</i>
DISCUSSION: ENHANCING GOVERNANCE FUNCTIONS	6

RECORD OF THE MEETING OF THE UNIVERSITY OF WISCONSIN SYSTEM BOARD OF REGENTS EXECUTIVE COMMITTEE

Tuesday, August 2, 2022
2:30 p.m.

Via Webex Videoconference

-President Walsh presiding-

- - -

The recording of this meeting's open session is available at: [August 2, 2022 Webcast](#)

- - -

CALLING OF THE ROLL

[\[Recording: 00:00:04\]](#)

PRESENT: Regents Scott Beightol, Amy Bogost, Mike Jones, John Miller, Ashok Rai, Karen Walsh, and Kyle Weatherly

UNABLE TO ATTEND: Regents Robert Atwell and Ed Manydeeds

- - -

DECLARATION OF CONFLICTS

[\[Recording: 00:01:10\]](#)

Before considering any items on the open session agenda, President Walsh asked if any Board members wished to declare any conflicts of interest as per Regent Policy Document 2-4, "Ethics and Conflict of Interest Policy for the UW System Board of Regents." No conflicts were declared.

- - -

PROPOSED CONSENT AGENDA

[\[Recording: 00:01:26\]](#)

Regent President Walsh noted that one item – the UW System’s request for authority to construct minor facilities renewal projects – had been pulled from the consent agenda for further discussion about one of the projects included in the request.

Regent Rai moved for the adoption of the remaining items in the proposed consent agenda: Resolution 11900 and Resolution 11901. The motion was seconded by Regent Bogost and approved on a voice vote.

Authority to Construct the UW-Managed Engineering Centers MOCVD Lab Renovation Project, UW-Madison

Resolution 11900 That, upon the recommendation of the Chancellor of UW-Madison and the President of the UW System, the UW System Board of Regents authorizes the completion of design and construction of the Engineering Centers MOCVD Lab Renovation project for estimated total project cost of \$1,655,000 Gift/Grant funds.

Authority to Construct All Agency Maintenance and Repair Projects, UW System

Resolution 11901 That, upon the recommendation of the President of the UW System, the UW System Board of Regents grants authority to construct various maintenance and repair projects at an estimated total cost of \$17,617,400 (\$4,992,700 General Fund Supported Borrowing; \$5,827,000 Program Revenue Supported Borrowing; \$5,797,700 Cash; and \$1,000,000 Gifts/Grants).

- - -

UW SYSTEM: AUTHORITY TO CONSTRUCT MINOR FACILITIES RENEWAL PROJECTS

[\[Recording: 00:02:16\]](#)

Regent Walsh invited Alex Roe, Senior Associate Vice President, to present on the UW System’s request for authority to construct minor facilities renewal projects.

Senior Associate Vice President Roe provided a brief overview of one project in the request for UW-Superior’s Barstow Science Laboratory. She said this was a renovation of laboratory space to modernize the lab space, but also an update to the HVAC. She then asked Cindy Torstveit, Associate Vice Chancellor for Facilities Planning and Management at UW-Madison, to give an update on the other project included in the request.

Associate Vice Chancellor Torstveit said the project is a multi-building exterior envelope repair project replacing failed building envelope elements of Lathrop Hall and Van Vleck Hall. She reported that recently small concrete chunks were discovered on the plaza of Van Vleck Hall, which were determined to be a part of the building façade. Out of caution, access to Van Vleck's entrances has been restricted and pedestrian traffic has been redirected. Fencing and scaffolding is being installed at entrances for safety, as the building is still occupied.

President Walsh asked if the stairs between Bascom and Van Vleck were a part of the blocked off area. Associate Vice Chancellor Torstveit said that area was not affected by the closures, and the west side entrance is still accessible.

Vice President Bogost moved for the adoption of Resolution 11902. The motion was seconded by Regent Rai and approved on a voice vote.

Authority to Construct Minor Facilities Renewal Projects, UW System

Resolution 11902 That, upon the recommendation of the President of the UW System, the UW System Board of Regents grants authority to construct minor facilities renewal projects at an estimated total cost of \$10,747,500 General Fund Supported Borrowing.

- - -

UW-MADISON: APPROVAL TO APPOINT NATALIE ERDMAN TO UNIVERSITY RESEARCH PARK'S DESIGN REVIEW BOARD

[\[Recording: 00:06:16\]](#)

Regent Walsh asked Senior Associate Vice President Roe to present on the next agenda item: the request for approval to appoint Natalie Erdman to University Research Park's Design Review Board.

Senior Associate Vice President Roe said the UW System Board of Regents directed the creation of the Design Review Board in 1983 to review all construction at the University Research Park. She said the Regent appointment on the Design Review Board is currently Regent Weatherly. The Design Review Board includes members with expertise on architecture, landscape architecture, and urban planning. Senior Associate Vice President Roe explained that when an existing member steps down from the Design Review Board, the remaining members are allowed to nominate a successor, subject to Board of Regents approval. She said the nominee to fill the current vacancy is Natalie Erdman

Aaron Olver, Managing Director of the University Research Park, said Ms. Erdman was identified as someone who would compliment the existing team given her experience as a commercial lender, real estate developer, and her work for the City of Madison as director of planning. Mr. Olver noted the position on the Design Review Board is a volunteer position.

Regent Weatherly moved for the adoption of Resolution 11903. The motion was seconded by Regent Jones and approved on a voice vote.

Approval to Appoint Natalie Erdman to University Research Park's Design Review Board, UW-Madison

Resolution 11903 That, upon the recommendation of the Chancellor of UW-Madison and the President of the UW System, the UW System Board of Regents approves the appointment of Natalie Erdman to serve on the Design Review Board for University Research Park.

- - -

UW-LA CROSSE: AUTHORITY TO CONSTRUCT THE GRAFF MAIN HALL HVAC SYSTEM

[\[Recording: 00:10:30\]](#)

President Walsh called on Senior Associate Vice President Roe to present on the Graff Main Hall HVAC system construction request.

Senior Associate Vice President Roe extended her thanks to the Executive Committee for their time in considering the time sensitive items on the agenda for the day, as the State Building Commission meeting is the week following and the items would not be able to go before the meeting without prior Board approval.

Senior Associate Vice President Roe said Graff Main Hall's entire HVAC system would be renovated under the proposed request. This is the first significant renovation since 1979 and the project would replace outdated and out-moded equipment, install new variable air volumes, and replace all air handling units, exhaust systems, and fans.

Regent Rai moved for the adoption of Resolution 11904. The motion was seconded by Regent Bogost and approved on a voice vote.

Authority to Construct the Graff Main Hall HVAC System Renovation, UW-La Crosse

Resolution 11904 That, upon the recommendation of the Chancellor of UW-La Crosse and the President of the UW System, the UW System Board of Regents authorizes construction of the Graff Main Hall HVAC System Renovation project for an estimated total cost of \$13,822,000 General Fund Supported Borrowing.

- - -

DISCUSSION: ENHANCING GOVERNANCE FUNCTIONS

[\[Recording: 00:12:37\]](#)

President Walsh started by recognizing the work of the Special Regent Committee on Governance Issues which was appointed by then-Regent President Manydeeds and chaired by Regent Emeritus Tracey Klein. The committee's work included updates to Regent Policy Document (RPD) 6-4 related to the chancellor search process, updates to new-Regent onboarding, and discussion about best practices for evaluating the performance of the System President and chancellors.

President Walsh said she would like to discuss options for moving forward with Board governance, including review of Board bylaws and policies, annual assessment of the Board and committees to ensure their work is aligned with the UW System's strategic plan and Board priorities, updates to Regent onboarding and ongoing development, and the annual evaluation of the System President.

The Executive Committee discussed the proposed options, which included tasking the Executive Committee with considering these governance matters, creating a separate permanent governance committee, and/or creating a small committee just to review bylaws and recommend updates.

Regent Rai noted that a separate committee would probably still involve many people already on the Executive Committee, suggesting that this may be redundant.

Regent Bogost said she thinks the key is to decide what policies to look at and what is important to the Board to address first. She said it could be helpful to have a small group take a look at the bylaws and policies to help make those decisions.

Regent Miller expressed he was glad the Board's governance work is continuing and asked who would be responsible for leading these efforts. President Walsh said that she and Vice President Bogost would work with the Board Office to set the schedule, and noted that items like bylaws review would occur regularly.

President Walsh asked UW System President Rothman to provide an update on plans for performance evaluation of chancellors. President Rothman discussed the ongoing development of a template including standard expectations and specific Key Performance Indicators (KPIs) for each chancellor, which he said would be shared with committee. President Rothman said he would like to implement this new review process in the spring of 2023. The Executive Committee also discussed plans and options for the Board's review of the System President.

Regent Beightol voiced his agreement with Regent Rai's suggestion to not create a separate new committee and to instead task these responsibilities, including bylaws review, to the Executive Committee.

President Walsh suggested the Office of General Counsel and the Office of the Board of Regents provide the Executive Committee with their suggestions for bylaws review to give the committee an idea of where to start and to determine whether it would be helpful to create a new bylaws committee.

Responding to a comment by Regent Beightol about how this change will be communicated to other members of the Board of Regents, President Walsh affirmed that this shift in the function of the Executive Committee is intended to help effectively direct and prioritize the Board's work, and not to usurp the authority and responsibilities of the full Board. She thanked Regent Beightol for his reminder to be aware of that delicate line and ensure the committee does not overstep.

President Walsh indicated that the Executive Committee would meet again in September or October to potentially consider personnel evaluation materials and bylaws revisions.

- - -

The meeting was adjourned at 3:18 p.m.

- - -

Submitted by:

/s/

Megan Wasley
Interim Executive Director & Corporate Secretary
Office of the Board of Regents
University of Wisconsin System