

Members

Margo Cook '86, *Chair*

Armand E. Sabitoni '73, *Vice Chair*

Maria P. Ducharme, DNP, RN - M.S. '96

Michael D. Fascitelli '78

Charles J. Fogarty M.P.A. '80

Joe Formicola '69

Monica J. Garnes '94

Neil Kerwin, Ph.D. - M.A. '73

Matthew Lenz '11

Roby Luna '04

David J. Martirano '91

Joseph F. Matthews '80

Cortney M. Nicolato '01

Vahid Ownjazayeri

Yahaira "Jay" Placencia '01

Thomas Ryan '75

Robert A. Weygand '71, '76, M.A. '09, M.P.A. '10

Ex Officio Members

Marc B. Parlange, Ph.D., P.Eng.
President

Michael Grey, *Chair*
R.I. Board of Education

David Caprio, *Chair*
R.I. Council on Postsecondary Education

Kristine M. Bovy, Ph.D.
Faculty Representative

Revaa Goyal '27
Student Representative

The University of Rhode Island Board of Trustees Governance Committee Meeting Tuesday, April 15, 2025 · 4:00 p.m. EDT

The University of Rhode Island
Robert Beagle Board Room, Alumni Center
73 Upper College Road, Kingston, RI 02881

OFFICIAL MINUTES

Committee Vice Chair Jay Placencia welcomed everyone to the April 15, 2025, meeting of the University of Rhode Island (URI) Board of Trustees Governance Committee and noted that the meeting was being held in person with committee members participating remotely. Virtual access to the meeting was available via the YouTube video platform. A recording is available for viewing at <https://web.uri.edu/trustees/meetings/>.

Committee Vice Chair Placencia conducted a roll call attendance and reported that a quorum of members was present. She called the meeting to order at 4:02 p.m.

The URI Board of Trustees Governance Committee members in attendance:

- Ms. Jay Placencia, Committee Vice Chair (remote)
- Ms. Monica Garnes (remote)
- Mr. Matthew Lenz (remote)
- Mr. Joseph Matthews (remote)
- Honorable Robert Weygand (remote)
- Dr. Marc B. Parlange, President (ex officio, non-voting) (remote)

URI Board of Trustees Governance Committee members not in attendance:

- Ms. Cortney Nicolato, Committee Chair
- Honorable Charles Fogarty
- Mr. David Caprio

URI Board of Trustees Chair Margo Cook and Vice Chair Armand Sabitoni also participated remotely.

URI Board of Trustees Governance Committee Meeting
April 15, 2025

URI President's Executive Council members in attendance:

- Dr. Mark Antonucci, CEO and Vice President for Advancement, URIFAE (remote)
- Ms. Abby Benson, Vice President, Administration and Finance (remote)
- Ms. Chelsea Berry, Senior Advisor to the President and Chief of Staff (remote)
- Ms. Alyssa Boss, General Counsel (remote)
- Ms. Markeisha Miner, Vice President, Community, Equity, Diversity (remote)
- Dr. Ellen Reynolds, Vice President, Student Affairs (remote)
- Dr. Barbara Wolfe, Executive Vice President and Provost, Academic Affairs (remote)

URI staff members in attendance:

- Ms. Michelle Curreri, Secretary to the Board of Trustees (in person)
- Ms. Lynn Owens, Associate Secretary to the Board of Trustees (in person)

Committee Vice Chair Placencia acknowledged that the University of Rhode Island occupies the traditional stomping ground of the Narragansett Nation and the Niantic People.

Committee Vice Chair Placencia asked if there were any proposed amendments to the agenda; none were presented.

1. APPROVAL OF MINUTES

a. Minutes of the February 5, 2025, Governance Committee Meeting. [Enclosure](#)

Committee Vice Chair Placencia called for a motion, and on a motion duly made by Joseph Matthews and seconded by Monica Garnes, it was

VOTED: That the Committee approve the minutes of the February 5, 2025, meeting.

VOTE: 5 members voted in the affirmative and 0 members voted in the negative.

YEAS: Monica Garnes, Matthew Lenz, Joseph Matthews, Jay Placencia, Robert Weygand

NAYS: 0

ABSTAINS: 0

2. DISCUSSION ITEMS

a. Board Communications

Jay Placencia, Committee Vice Chair

Committee Vice Chair Placencia provided an update on ongoing efforts to maintain compliance with open government laws while fostering communication with board members. She emphasized the University's commitment to disseminating as much information as possible between university leadership and the trustees. She encouraged board members to contact Margo, Marc, or Chelsea if they require further clarification or information.

Chair Cook reinforced that University leadership must strike a balance between disseminating information to keep trustees informed of developments between meetings and maintaining confidentiality of sensitive matters where appropriate. Chair Cook asked that discussion of this topic be included in the June 9 Governance Committee meeting as part of the Board's self-assessment review.

Committee Vice Chair Placencia encouraged committee members to share their perspective on this matter.

b. URI Board of Trustees Appointments

Jay Placencia, Committee Vice Chair

Committee Vice Chair Placencia reported that on April 1st during URI Day at the State House, the Senate Committee on Education convened to consider the reappointment of board members Maria Ducharme, Neil Kerwin, Matthew Lenz, Roby Luna, David Martirano, and herself. She stated that Maria, Matt, and she appeared in person before the Committee. Committee Vice Chair Placencia reported that the Senate approved the reappointment of all six board members to the URI Board of Trustees. Committee Vice Chair Placencia stated that the reappointed trustees expressed gratitude for the testimony provided by fellow Board member Cortney Nicolato.

Chair Cook acknowledged the high level of energy and enthusiasm exhibited during URI Day, commending numerous trustees on their attendance.

c. Student Trustee Appointment

Marc Parlange, President

Committee Vice Chair Placencia reported that the Board's current student representative, Revaa Goyal, will conclude her second one-year term of service in June 2025. She expressed gratitude to Revaa for her invaluable contributions to the Board and noted that the Board will acknowledge her during its meeting on April 25th.

President Parlange announced the appointment of Ryan Estus, Class of 2026, as the new student trustee. Ryan is a double major in Political Science and Public Relations, with minors in Journalism and Leadership Studies. President Parlange commended Ryan for his extensive community engagement.

President Parlange extended his congratulations to Jay Placencia for receiving the Inclusive Excellence Lifetime Achievement Award. He thanked Joe Matthews and Kris Bovy for their participation in the event, and acknowledged Matt Lenz's testimony at the State House.

d. Finalize Agenda for Annual Board Retreat – June 27, 2025

Jay Placencia, Committee Vice Chair

Committee Vice Chair Placencia reported that a Capital Improvement Project Tour is scheduled for the afternoon of June 26th, followed by a reception and dinner at the President's house. On Friday, June 27, 2025, the Board will engage in board business during the morning, participate in lunchtime activities, and convene for a Board retreat in the afternoon, including guest speaker Michael Ledford, President of Lewis Burke and Associates.

President Parlange announced that Mr. Ledford will provide an update on developments in Washington, D.C., providing an opportunity for the Board to reflect on the impact of current events on URI and to consider our strategic approach to research and education at the University.

President Parlange also informed the Board that Mark Antonucci, the newly appointed CEO of the URI Foundation and Alumni Engagement and Vice President of Advancement of URI, will be present at the June meeting and retreat. President Parlange indicated that the discussion will focus on philanthropy and URI's strategic planning in response to current events. He said he looks forward to engaging with the trustees and hearing their thoughts and perspectives on fostering the University's growth and resilience.

e. Board of Trustees Self-Assessment Responses

Jay Placencia, Committee Vice Chair

Committee Vice Chair Placencia noted that a summary report on the individual self-assessment responses from 2024 and 2025 was sent to board members on April 8th. She highlighted several key themes from the self-assessment responses, including:

Key Themes:

- General satisfaction and pride for the Board's work and its effectiveness
- Active Board and Committee structure is strong
- Board Members come to meetings prepared thanks to pre-reads and agendas
- Many consider the URI Board one of the most effective Boards they have engaged with

Enhancing Board Member Contributions:

- More involvement in activities outside board meetings
- Desire to better connect professional experience with Board work
- Interest in the University better leveraging Board skills such as Operational, Financial and Political
- Space to drill down on certain topics
- More opportunities to connect with students, faculty, and staff
- Strengthen Board communications between meetings

Opportunities to Improve Governance Practices:

- Student feedback mechanism
- Continued encouragement of a culture of curiosity and questioning to enhance understanding

Committee Vice Chair Placencia noted that the report will be shared with the full Board. She encouraged the trustees to let Board Secretary Michelle Curreri know of their attendance at campus events.

f. Board Goals and KPIs

Jay Placencia, Committee Vice Chair

Committee Vice Chair Placencia stated that a document to keep track of board engagement has been created. She encouraged members to keep the Board Secretary informed about their engagement so she can keep track of it. Board goals and KPIs have been established, including:

Goal 1: Enhancing Board engagement opportunities and presence. As URI ambassadors, Board participation at URI events allows trustees to learn more about the inner workings of the University and opportunities to interact with one another.

Goal 2: Further the mission and vision outlined in Focus URI. Trustees aim to contribute time, talents, and treasures to furthering the priorities outlined in the Focus URI Strategic Plan. This includes making URI a top philanthropic opportunity.

Committee Vice Chair Placencia wanted the committee to consider how to have a more consolidated process around the Statement of Expectations, the Board goals and KPIs, and the self-assessments.

g. Highlight of 2024 Board Accomplishments

Jay Placencia, Committee Vice Chair

Committee Vice Chair Placencia reported that the Board accomplishments in 2024 were included in a letter sent to the Governor in December 2024. Board Secretary Michelle Curreri noted that the letter replaces the Board of Trustees annual report prepared in 2022 and 2023. Several highlights were noted, including the annual tour of facilities on the Kingston Campus and regular meetings with deans to cultivate an active and engaged learning environment.

Board Chair Cook emphasized the value of the self-assessment responses and goals and offered to review them with Jay and Cortney. She suggested selecting a few topics for small group discussions during the retreat, followed by a report from each group to the full Board. She encouraged continuous review and assessment with a focus on improvement.

h. Annual Financial Disclosure Responses - Due Friday, April 25, 2025

Jay Placencia, Committee Vice Chair

Committee Vice Chair Placencia reminded committee members that Financial Disclosure statements are required to be filed annually with the Rhode Island Ethics Commission on or before April 25, 2025.

3. ACTION ITEMS

a. Annual Review of Governance Committee Charter and action on recommended revisions as necessary [Enclosure](#)

Jay Placencia, Committee Vice Chair

Committee Vice Chair Placencia stated that during initial review of the draft agenda with committee liaisons and the board secretary, no charter changes were identified.

General Counsel Boss clarified that this action item enables the committee to review and discuss the current charter, facilitating the consideration of any committee member proposed changes. The review and approval of any recommended changes can be accomplished during the same meeting.

Committee members did not present any recommended changes; therefore, no action was taken.

b. Annual Review of Governance Committee Calendar and action on recommended revisions as necessary [Enclosure](#)

Jay Placencia, Committee Vice Chair

Committee Vice Chair Placencia stated that during initial review of the draft agenda with committee liaisons and the board secretary, no calendar changes were identified.

Committee members presented no recommended changes; therefore, no action was taken.

Committee Vice Chair Placencia expressed her gratitude to President Parlange and Vice President Markeisha Miner for honoring her with the Lifetime Achievement Award during the University's Annual Inclusive Excellence Awards. She commended them on organizing an exceptional event.

4. ADJOURN

Committee Vice Chair Placencia called for a motion, and on a motion duly made by Matthew Lenz and seconded by Robert Weygand, it was

VOTED: That the Committee adjourn the meeting.

VOTE: 5 members voted in the affirmative and 0 members voted in the negative.

YEAS: Monica Garnes, Matthew Lenz, Joseph Matthews, Jay Placencia, Robert Weygand

NAYS: 0

ABSTAINS: 0

At 4:31p.m. this meeting ended.

The next URI Board of Trustees Governance Committee Meeting is scheduled for June 9, 2025.