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**The University of Rhode Island Board of Trustees
Governance Committee Meeting
Monday, February 9, 2026 · 3:00 p.m. EST**

**The University of Rhode Island
Robert Beagle Board Room, Alumni Center
73 Upper College Road, Kingston, RI 02818**

OFFICIAL MINUTES

Committee Chair Cortney Nicolato welcomed everyone to the February 9, 2026, 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. Due to technical difficulties, virtual livestreaming of the meeting was not available. A recording of the meeting has been posted for viewing at <https://web.uri.edu/trustees/meetings/>.

Interim Board Secretary Emily Diomandes conducted a roll call attendance. She noted that, in accordance with the URI Board of Trustees' bylaws, Board Chair Margo Cook appointed herself a member of the committee for the purpose of achieving a quorum for this meeting. Recognizing that a quorum of committee members was present, Committee Chair Nicolato called the meeting to order at 3:07 p.m.

The URI Board of Trustees Governance Committee members in attendance:

- Cortney Nicolato, Committee Chair (remote)
- Charles Fogarty (remote)
- Joseph Matthews (remote)
- Marc B. Parlange, President (ex officio, non-voting) (remote)
- David Caprio, (ex officio, non-voting) (remote)
- Margo Cook, Board Chair (committee member for this meeting) (remote)

URI Board of Trustees Governance Committee members not in attendance:

- Jay Placencia, Committee Vice Chair
- Monica Garnes
- Matthew Lenz
- David Caprio (ex officio, non-voting)

Vice Chair Armand Sabitoni also participated remotely.

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URI President's Stewardship Council members in attendance:

- Abby Benson, Vice President, Administration and Finance (remote)
- Lauren Broccoli Burgess, Executive Director, Legislative and Government Relations (remote)
- Chelsea Berry, Senior Advisor to the President and Chief of Staff (remote)
- Alyssa Boss, Vice President and General Counsel (remote)
- Matthew McDonald, Vice President, Communications and Marketing (remote)
- Markeisha Miner, Vice President, Community, Equity, Diversity (remote)
- Ellen Reynolds, Vice President, Student Affairs (remote)
- Barbara Wolfe, Executive Vice President and Provost, Academic Affairs (remote)

URI staff members in attendance:

- Tracey Angell, Assistant Vice President, Strategic Procurement (remote)
- Christopher Barker, Coordinator, Policy Development (remote)
- Christina DeCesare, Technician, Info Tech Services (in person)
- Emily Diomandes, Deputy Chief of Staff and Interim Board Secretary (in person)
- Kara Larsen, Assistant Vice President, Enterprise Risk Management (remote)
- Dan Moos, Chief of Staff to the Vice President, Administration and Finance (remote)
- Lynn Owens, Associate Secretary to the Board of Trustees (in person)
- Leah Zaborski, Associate General Counsel (remote)

Interim Board Secretary Diomandes acknowledged that the University of Rhode Island occupies the traditional stomping ground of the Narragansett Nation and the Niantic People. She asked if there were any proposed amendments to the agenda; none were presented. On behalf of the Committee, Diomandes congratulated Monica Garnes on her well-deserved promotion to President of the Atlanta Division of Kroger.

1. APPROVAL OF MINUTES

a. Minutes of the October 28, 2025, Governance Committee Meeting [Enclosure](#)

Committee Chair Nicolato called for a motion, and on a motion duly made by Charles Fogarty and seconded by Joseph Matthews, it was

VOTED: To approve the minutes of the October 28, 2025, meeting.

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

YEAS: Charles Fogarty, Joseph Matthews, Cortney Nicolato, Margo Cook

NAYS: 0

ABSTAINS: 0

2. DISCUSSION ITEMS

a. **Board Annual Retreat – June 26, 2026**

Cortney Nicolato, Committee Chair

Committee Chair Nicolato reported that the annual board retreat is scheduled for June 26, 2026, and discussed potential topics with committee members.

President Parlange suggested a panel format similar to the successful previous retreat to discuss the establishment of a medical school. Trustee Fogarty proposed exploring AI's impact on education, while Trustee Matthews recommended examining federal funding's influence on postsecondary education. Committee Chair Nicolato noted that trustees recognize the value of including student and faculty perspectives and suggested that they be included in the retreat discussions. Committee Chair Nicolato added that a draft agenda for the annual retreat will be prepared and distributed to committee members for review and feedback.

b. **Annual Board Self-Assessment Form**

Cortney Nicolato, Committee Chair

Interim Board Secretary Diomandes reported that, on an annual basis, the URI Board of Trustees members are asked to complete a self-assessment form. Self-assessments aid in improving overall board performance, strengthening accountability and transparency, and identifying skill gaps and training needs. Some slight changes have been made to this year's assessment. The self-assessment will be distributed after the February 13, 2026, Board meeting.

Diomandes noted that the annual board matrix survey will also go out following the Board meeting—the purpose of the matrix is to give us a broader sense of who our board members are and what skills, expertise, and experiences they bring to their role. She reminded Committee members of the annual URI cybersecurity training due by February 16.

Committee Chair Nicolato added that the new qualitative data section of the self-assessment survey will help address evolving needs.

c. **URI Day – March 26, 2026**

Cortney Nicolato, Committee Chair

Lauren Broccoli Burgess, Executive Director, Legislative and Government Relations

Committee Chair Nicolato encouraged all board members to participate in URI Day at the State House, scheduled for March 26, 2026, as their presence demonstrates commitment to the University and helps engage lawmakers.

Lauren Broccoli Burgess, executive director of legislative and government affairs, discussed the annual URI Day at the State House, which will feature exhibits showcasing URI's impact and includes a speaking program. The event is open to alumni and industry friends; the Foundation will have an alumni table. Noting that URI Day is also an advocacy day, URI will reach out to all General Assembly members with a one-page brief detailing legislative requests and information

about URI alumni and students in their districts. She noted that the information shows that every member of the General Assembly has a connection to the University and encourages them to be a champion for URI.

Board Chair Cook emphasized the importance of highlighting URI alumni as a significant state constituency, and the important intentional work URI is doing to help the state. Trustee Matthews asked for talking points in advance of URI Day. Director Burgess confirmed that they will recirculate the legislative request document and talking points to trustees in advance of URI Day. She noted that URI will share opportunities for people who cannot attend in person to still support the University's advocacy efforts.

3. ACTION ITEMS

a. Consideration of the revised *Policy on Sexual Misconduct*, and recommendation for approval to the URI Board of Trustees. [Enclosure](#)

Christopher Barker, Coordinator of Policy Development

Kara Larsen, Assistant Vice President, Enterprise Risk Management

Kara Larsen, Assistant Vice President, Enterprise Risk Management, presented the updated university policy on sexual misconduct, which incorporated the FBI's updated definitions of sexual battery and expands the definition of sexual exploitation to include distributing altered or AI-generated intimate content without consent. Details of the minor updates are outlined in the enclosure and aim to strengthen how the University prevents, addresses, and manages allegations of Sexual Misconduct.

The Committee had no questions on the policy.

Committee Chair Nicolato called for a motion, and on a motion duly made by Joseph Matthews and seconded by Margo Cook, and hearing no further discussion, it was

VOTED: To recommend that the Board approve the draft University Policy on Sexual Misconduct, as presented in the enclosure.

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

YEAS: Charles Fogarty, Joseph Matthews, Cortney Nicolato, Margo Cook

NAYS: 0

ABSTAINS: 0

b. Consideration of the revised *Procurement Regulations*, and recommendation for approval to the URI Board of Trustees. [Enclosure](#)

Christopher Barker, Coordinator of Policy Development

Kara Larsen, Assistant Vice President, Enterprise Risk Management

Christopher Barker, Coordinator of Policy Development, reported that draft revisions to the Board of Trustees Procurement Regulations were initiated in response to increased competition thresholds from the Federal Acquisition Regulation effective October 1, 2025. Details of the draft revisions are outlined in the enclosure. He reported that proposed revisions include increased thresholds for competitive quotes and public bids, with annual inflation rate adjustments to the small purchase thresholds starting July 1 based on the Consumer Price Index. The regulations, which will supersede those last revised in February 2024, include edits to align with federal and state legal requirements and miscellaneous corrections to terminology and language.

The Committee had no questions on the policy.

Committee Chair Nicolato called for a motion, and on a motion duly made by Charles Fogarty and seconded by Joseph Matthews, and hearing no further discussion, it was

VOTED: To recommend that the Board approve the draft Board of Trustees Procurement Regulations, as presented in the enclosure.

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

YEAS: Charles Fogarty, Joseph Matthews, Cortney Nicolato, Margo Cook

NAYS: 0

ABSTAINS: 0

4. ADJOURN

Committee Chair Nicolato called for a motion, and on a motion duly made by Charles Fogarty and seconded by Joseph Matthews, it was

VOTED: That the Committee adjourn the meeting.

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

YEAS: Charles Fogarty, Joseph Matthews, Cortney Nicolato, Margo Cook

NAYS: 0

At 3:32 p.m. this meeting ended.

The next URI Board of Trustees Governance Committee Meeting is scheduled for April 8, 2026.