



**Union WELL Inc. Board of Directors Meeting**  
**Wednesday, November 6, 2019, 8:00 am**  
**Capital Room, 3<sup>rd</sup> floor, University Union**

**Minutes**

**1. The meeting was called to order at 8:06am by Ethan Shaw, Chairperson**

Members present: Kindra Begley, Joy Stewart-James, Matthew Leung, Noah Marty, David Rolloff, Emily Kyle, Beth Lesen, Ethan Shaw, KaBria Payden, Drajwane Dickerson, Ed Mills, Justin Reginato  
Also present: Bill Olmsted, Jill Farrell, Dean Sorensen, Tori Butler, and by phone, Kate Smith and Andrew Singletary

**2. Public Comment: None**

**3. Seat New Member:**

- a. KaBria Payden (student): (MSP: Lessen, Kyle)
  - i. Payden introduces herself as a fourth-year sociology major and University Union Advisory Group member.

**4. New Business:**

- a. WELL Expansion – Additional Funding Request: (MSP: Begley, Dickerson)
  - i. Olmsted states that this item is the main reason for the special board meeting, which was necessary in order to continue moving forward with the WELL expansion project. He provides a brief history on the project and explains that while it is one project, there are two funding sources between Union WELL Inc. and SHCS (Student Health and Counseling Services). He states that the cost of the project has increased due to aspects of soil around the building, challenges in demolition, and material cost increases that were unknown. The team is now trying to establish a GMP (gross maximum price). Once the final GMP is established, the contractors are obligated to deliver the project for that price, and at that point increases can only be caused by owner-initiated change orders. He notes that the Board approved the previous fitness and recreation total contribution of \$26,024,172 (combination of cash and bond) towards the project on April 24, 2019. In addition, SHCS would be contributing \$13,837,591 in cash, for a total project cost of \$39,861,763. He states that SHCS has financially extended themselves, to the extent that they can, in their contribution and the additional cost would be the difference between them pulling out of the project altogether or reducing the scope to a degree that the project may no longer be seen as worthwhile by the contractor. Olmsted and the leadership team met to determine if Union WELL Inc. could increase its contribution to the project, as owners of the building and landlord of the space, and in order to maintain the important partnership for the campus.
  - ii. Stewart-James notes that part of the challenge has been timing. The demands on health and counseling have grown, so they looked for ways to make the project work without jeopardizing the service level to students. She appreciates that Union WELL Inc. was willing to work with them for what's best for campus.
  - iii. Olmsted states that SHCS backing out would have been detrimental to the project, since cutting the project in half could result in contractors walking away. If the project went out for bid again, the cost would likely increase significantly.
    - 1. Reginato agrees with Olmsted and states that the cost of everything involved in local construction is going up, so establishing GMP now is important.

2. Kyle asks if the expansion would result in more room for counselors and physicians. Stewart-James confirms, saying that is exactly the plan, adding that the plan is to add more counseling offices, in order to recapture exam rooms, and to increase programming spaces like the expanding Peer Health Educator program.
- iv. Olmsted refers to a slide which illustrates the cost breakdown of the project. As of April 2019, SHCS committed to a \$13,837,591 cash contribution. At that time, the Board approved the Union WELL Inc. contribution of \$26,024,172, for a total project cost of \$39,861,763. Since that time, SHCS's portion has increased to \$15,936,973. And, due to changes to the fitness side of the project, Union WELL Inc.'s cost has decreased by \$1,080,865, lowering their total contribution amount to \$24,943,307. It has been determined that SHCS can now contribute \$14,200,00, which is \$362,409 more than originally planned. The final SHCS GMP is \$15,936,973, with the difference proposed to be paid by Union WELL Inc. in the amount of \$1,736,973. Olmsted notes that the team would like to roll the savings from the fitness side back into the project to help cover this cost rather than have it fall back into reserves.
  1. Reginato asks if the GMP includes contingencies, and if both sides are happy with the percentage agreed upon. Olmsted says yes to both questions, adding that the percentage was decided early on.
  2. Reginato asks if contingencies are used up, and with SHCS unable to contribute more, would the unforeseen risk fall on Union WELL Inc. Olmsted says yes and states that if something comes up that increases cost, the organization would be responsible. Olmsted then explains that reserves are such that the organization can take on the additional contribution without derailing other plans.
  3. Stewart adds that if cost savings come up for SHCS, that savings will go back to the project and could be used to offset the additional contribution of Union WELL Inc. Bottom line, the SHCS contribution is a fixed amount and they are not looking to recoup any savings, but nor can they help with any additional costs.
  4. Reginato asks if the SHCS lease is based on square footage. Stewart-James says yes, which was taken into consideration because the decision had to be sustainable in order to maintain the lease.
  5. Mills comments that he appreciates the time and partnership given to make the project work, given the need for additional counseling and medical services, which are a critical part of the campus infrastructure.
  6. Stewart-James states that many Health Services Directors nationwide come and visit the building, and are astounded. Which speaks to the reason why it would be wise to expand. It's an all-in-one stop for students.
  7. Begley asks if there are have been conversations about changing student fees or tuition for Union WELL Inc. Mills says no but clarifies that student fees are separate from tuition, noting that there is an annual CPI built-in to student fees.

## 5. Reports and Comments

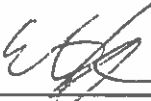
### a. Board Members

- i. Mills asks Olmsted to mention the plan to replace automatic doors. Olmsted states that the exterior sliding door by Roundtable is currently out of service and has been for several months. The plan is to replace the entire "store front" entrance, including replacing the sliding door, and potentially adding another. Vendors and Union Maintenance have been to date, able to make necessary repairs, but parts are no longer made and standard door sizing has changed, so they are unable to continue making these repairs. The hope is to have architecture plans and pricing soon, and be able to begin implementing the permanent solution in early spring. Olmsted stated that in the

meantime, better signage will go up with a rendering of what the team is trying to achieve, to illustrate why the project is taking so long.

6. The meeting was adjourned at 8:40am

Respectfully Submitted:

  
\_\_\_\_\_  
Authorized Signature

11/20/19  
\_\_\_\_\_  
Date