

Minutes of the Meeting of the Board of Trustees
University of Kentucky
Tuesday, December 2, 2025

The Board of Trustees of the University of Kentucky met on Tuesday, December 2, 2025, in the Gatton Student Center, Harris Ballroom.

I. Call to Order

E. Britt Brockman, chair of the Board of Trustees, called the meeting to order at 1:02 p.m. and asked Secretary Myers to call the roll.

II. Roll Call

The following members of the Board of Trustees were in attendance: Alex Boone, E. Britt Brockman, Todd Case, McKenna Dowell, David Figg, Ron Geoghegan, Brenda Gosney, Janie Greer, Lance Lucas, Elizabeth McCoy, Hannah Myers, Karen Petrone, Paula Leach Pope, Frank Shoop, Zach Stacy, Hollie Swanson, Robert Vance, Elaine Wilson and Clark Williams. Claude A. "Skip" Berry attended the meeting via Zoom and Jim Gray was absent.

Secretary Myers announced a quorum was present.

III. Approval of Minutes

Chair Brockman stated that the minutes of the October 17, 2025, meeting had been distributed and asked for a motion to approve. Trustee Vance moved approval and Trustee Figg seconded the motion; the motion carried without dissent.

IV. President's Report

Chair Brockman welcomed those joining the Board of Trustees meeting on a special livestream and introduced a video announcement. "Before turning it over to the President for his report, we would like to play a special video announcement; President Capilouto will follow with his report. Thank you."

President Capilouto reported that although Mr. Gatton has passed, his influence remains ever present in decisions affecting the University and the Commonwealth. He reflected that in moments of institutional decision-making, he often asked himself what Mr. Gatton would think, emphasizing Mr. Gatton's enduring legacy, expectations and devotion to Kentucky.

He stated that his first substantive discussion with Mr. Gatton occurred nearly fourteen years ago at Maxwell Place, when Mr. Gatton presented a detailed vision for a new Gatton College of Business and Economics facility. That vision was inspired by Mr. Gatton's experiences at elite institutions and his belief that Kentuckians deserved educational facilities equal to the best in the nation.

President Capilouto shared that Mr. Gatton also expressed concern over what he believed were unmet commitments to construct a new business school facility away from the campus core. The President recalled explaining that while the University was committed to honoring its promise, the original plan was financially and strategically impractical given post–Great Recession uncertainties and concerns about isolating faculty and students from the heart of campus.

Dr. Capilouto stated that after extensive discussions, he proposed an alternative approach involving renovation and expansion of the existing facility, emphasizing that proximity to other colleges fostered collaboration. He noted that following prolonged and intense negotiations, he and Mr. Gatton reached an agreement allowing the University to explore a feasible renovation that could meet the original vision’s intent and impact.

President Capilouto reported that this experience revealed Mr. Gatton as a firm but principled negotiator, deeply rooted in Kentucky and unwavering in his belief that Kentuckians deserved the best. He described Mr. Gatton as a man of integrity, fairness and high ideals whose decisions were guided by what was right for the Commonwealth and its people.

He stated that Mr. Gatton viewed wealth not as personal indulgence but as a means to create meaningful impact. That philosophy drove his significant investments across the University, including the Gatton College of Business and Economics, the Gatton Student Center, endowed faculty positions and scholarships for students, particularly those from backgrounds similar to his own in Muhlenberg County.

President Capilouto reported that in more personal conversations, Mr. Gatton revealed a softer side marked by deep compassion for family, for those experiencing hardship and for humanity more broadly. He shared that Mr. Gatton believed art, poetry and music uniquely revealed emotion and purpose, often moving him in ways few public moments did.

The President stated that Mr. Gatton’s favorite poem, *The Bridge Builder*, reflected his belief that success mattered only when it created opportunity for others. He noted that this belief was evident in Mr. Gatton’s emotional connection to Kentucky traditions, including moments such as singing “My Old Kentucky Home,” which symbolized his love for the state and its people.

President Capilouto reported that the arts serve a vital role at the University by stirring the soul, healing and reinforcing shared humanity. He emphasized that the arts connect the University’s past to its future, inspire perseverance, and help individuals and communities imagine what is possible.

He stated that discussions with Danny Dunn nearly two years earlier prompted consideration of a transformational initiative to extend Mr. Gatton’s vision through the arts. He described the arts at the University as encompassing performances, visual works, community engagement, healthcare environments and shared experiences that foster belonging and healing.

President Capilouto reported that the arts also strengthen community through outreach efforts, including faculty engagement in opioid-affected counties, Fine Arts extension initiatives and broad student participation in music and theater. He highlighted upcoming performances such as Violins of Hope as reminders of resilience and the enduring human spirit.

He stated that all University achievements rest on talent and infrastructure, noting that just as other disciplines have state-of-the-art facilities, the arts now require a dedicated district that allows creativity and talent to flourish in spaces worthy of their impact.

President Capilouto reported that while the University excels in healing bodies, advancing discovery and preparing students for diverse careers, the arts uniquely heal hearts and souls, providing meaning and purpose. He emphasized that Mr. Gatton understood this truth and that his Foundation continues to share this vision.

He stated that Mr. Gatton's life exemplified purpose, generosity and unwavering love for Kentucky. He concluded by affirming the University's responsibility to honor Mr. Gatton's legacy by carrying it forward in service to the Commonwealth and future generations.

President Capilouto invited Dr. Everett McCorvey and students from the University of Kentucky College of Fine Arts Opera Theatre program to come forward and lead the attendees in one of Mr. Gatton's favorite songs — "My Old Kentucky Home".

The President then invited Danny Dunn, Mr. Gatton's longtime advisor, friend and the trustee of the Bill Gatton Foundation to the podium for remarks.

Mr. Dunn remarked on the emotional power of the arts and the performance that preceded his remarks, emphasizing how music stirs the soul, heals the heart and binds people to their past. He stated that the arts inspire individuals during challenging moments and connect Kentuckians to memories of childhood, youth and time spent at the University. He expressed gratitude for being present and described himself as honored and fortunate.

He stated that his relationship with Mr. Gatton profoundly shaped his life and reinforced Mr. Gatton's enduring love for Kentucky, the Commonwealth and the University. Mr. Dunn recalled stories and sayings that illustrated how Mr. Gatton's heart never left Kentucky, including his affection for Lexington and the University. He emphasized that Mr. Gatton's legacy continues through the Foundation's work and that the current gift is intended to honor and extend that legacy.

Mr. Dunn remarked on President Capilouto's leadership and recounted their discussions about a transformational vision for an arts district at the University. He stated that while the original proposal involved a substantial commitment, the President challenged the Foundation to think even bigger. Mr. Dunn explained that the Bill Gatton Foundation ultimately committed \$150 million to support the vision, describing the decision as driven by Mr. Gatton's spirit and belief in bold ideas.

He stated that the gift honors not only Mr. Gatton’s legacy but also President Capilouto’s unselfish, wise and compassionate leadership. Mr. Dunn concluded by sharing a personal moment of reflection on campus that guided his remarks, offering thanks to the President and to Mary Lynne for their shared sacrifices and dedication to the University, the Commonwealth and its people.

President Capilouto thanked Mr. Dunn for his generous and kind remarks and introduced PR 3.

PR 3 Acceptance of Charitable Grant

PR 3 Acceptance of Charitable Grant, was the recommendation that the Board of Trustees accept a charitable grant totaling \$150,000,000 from The Bill Gatton Foundation to provide capital support for the benefit of and to establish a new Arts District on the University of Kentucky’s campus in Lexington, Kentucky. The grant would represent the single largest gift in the history of the University of Kentucky.

Chair Brockman thanked President Capilouto and asked for a motion to approve PR 3. Trustee Case moved approval and Trustee Vance seconded the motion. The motion carried unanimously.

Dr. Brockman then concluded the livestream, “We appreciate all who joined us virtually to share in the announcement of this historic and transformative gift. We will now continue with the remainder of our agenda.”

V. Chair’s Report

Chair Brockman reported there were 30 consent agenda items, including:

- PR 2 Personnel Actions
- ACC 1 Audit and Compliance Committee Charter Revisions
- ACC 2 UK Internal Audit Charter Revisions
- ASACR 1 Candidates for Degrees: December 2025
- ASACR 2 In Memoriam Degrees: December 2025
- ASACR 3 Degree Recommendation: College of Fine Arts
- ASACR 4 Undergraduate Certification: Gatton College of Business and Economics
- ASACR 5 Graduate Certificate: Martin-Gatton College of Agriculture, Food and Environment
- ASACR 6 UK FRAME
- FCR 1 Approval of Patent Assignment Report
- FCR 2 Acceptance of Charitable Gift Commitment
- FCR 3 Acceptance of 2024-25 Audited Financial Statements
- FCR 4 Acceptance of Interim Financial Report
- FCR 5 FY 2025-26 Budget Revisions
- FCR 6 Proposed 2026-27 Room Rates for University Constructed Housing
- FCR 7 Approval to Declare Surplus

FCR 8	Approval of Disposal
FCR 9	Approval of Lease Purchase
FCR 10	Approval to Acquire
FCR 11	Approval to Acquire
FCR 12	Improve Clinical Ambulatory Services Facilities Capital Project
FCR 13	Improve Parking and Transportation System Capital Project
FCR 14	Acquire Improve Service Core Systems Capital Project
FCR 15	Expand Arboretum Visitor Center Capital Project
FCR 16	Construct Improve Innovation Complex Capital Project
FCR 17	Capital Construction Report
ICR 1	Endowment Investment Policy
UHCCR 1	UK HealthCare Scope of Services
UHCCR 2	UK HealthCare Medical Staff Bylaws
	UK HealthCare Medical Staff Privileges and Appointments

Chair Brockman asked if there were any requests to remove an item from the consent agenda. Hearing none, he asked for a motion to approve. Trustee Figg moved approval; Trustee Boone seconded the motion and the consent agenda passed without dissent.

Next, Chair Brockman announced there were three petitions to address the Board concerning UK FRAME which appeared on the meeting's agenda. All petitioners were invited to speak; two withdrew their request after recent edits were made and the final petitioner, Chris Crawford, was invited to the podium for remarks.

Chris Crawford, Chair of the Faculty Senate, emphasized that shared governance is a foundational value of the University and essential for mutual respect and collaboration between faculty and administration. He described efforts over the past year to rebuild trust and reestablish the Faculty Senate, highlighted by the Provost entrusting faculty with stewardship of the Frame Report focused on innovation and elevating Kentucky.

Dr. Crawford share how faculty engagement was extensive and transparent, with regular reporting and research into best practices. The Faculty Senate unanimously concluded that universal performance metrics would undermine the diverse and multifaceted nature of faculty work. Instead, they proposed that colleges and units develop tailored evaluation rubrics, grounded in peer review, that fairly assess teaching, research and service while complying with House Bill 424.

Dr. Crawford remarked that initial administrative proposals caused significant faculty concern, leading to intensive revisions and direct dialogue with the Provost, who met with faculty and committed to addressing their feedback. The resulting revised proposal more accurately reflected faculty input, supported individualized evaluation metrics, and reaffirmed shared governance in developing fair remediation and tenure-related policies.

Dr. Crawford underscored tenure as a vital quality-control mechanism and social contract in academia, necessary for faculty to fulfill the University's mission. In light of the Provost's good-faith response, the faculty supports UK FRAME and expressed appreciation to the Board for upholding shared governance, with optimism about continued collaboration

moving forward.

Chair Brockman thanked Dr. Crawford and continued with his report.

ECR 1 Acceptance of Charitable Gift from B. Thomas Golisano to Benefit the Kentucky Children's Hospital

Chair Brockman reminded the Board that the Executive Committee called a special meeting on October 28 to discuss and later approve a philanthropy and alumni engagement opportunity, adding "It was a historic moment in the life of our University and in our mission to advance the health of this state in all that we do."

Dr. Brockman asked that the Board to ratify the following actions taken by the Executive Committee acting on behalf of the UK Board of Trustees at that special meeting on October 28, 2025.

A recommendation to accept a charitable gift totaling \$50 million from B. Thomas Golisano. This gift will represent a strategic investment in the health of children and families across Kentucky and a powerful partnership between UK's children's health system and the Golisano network of children's hospitals. The gift will be made in five installments of \$10 million.

In recognition of the Donor's philanthropic impact on the University, the gift will be recognized by naming:

- UK's children's hospital: Golisano Children's at UK
- UK's affiliate network the: Golisano Children's at UK – Affiliate Network
- UK's Intellectual and Developmental Disabilities (IDD) specialty clinic: Golisano Children's at UK – Richmond Road

These naming opportunities were recommended by the University's Advisory Committee on Naming University Property on Monday, October 27, 2025.

This gift is unrestricted and will expand access to services so that families can receive care as close to home as possible, which is demonstrated to improve outcomes, provide specialty services so that children do not have to leave the state for care, and provide wraparound support that heals the child physically, emotionally and spiritually so that children do not just survive, but thrive.

Chair Brockman asked for a motion to approve ECR 1. Trustee McCoy moved approval; Trustee Williams seconded the motion and ECR 1 passed without dissent.

ECR 2 Presidential Evaluation Process

Chair Brockman introduced ECR 2 Presidential Evaluation Process, which is a recommendation that the Board of Trustees adopts the existing annual presidential evaluation process as the procedure for evaluating the performance and productivity of the

President.

As in the past, the evaluation of the President's performance includes input from various constituencies, and each member of the Board of Trustees. The evaluation considers the President's performance across a range of responsibilities of the office and missions of the University, including strategic priorities adopted by the Board of Trustees. The performance assessment contains both qualitative and quantitative components.

Kentucky's General Assembly passed legislation in Spring 2025 requiring evaluation of the performance and productivity of each state university president. The legislation requires adoption of the process by January 1, 2026, to become effective July 1, 2026.

Chair Brockman asked for a motion to approve ECR 2. Trustee Lucas moved approval; Trustee Pope seconded the motion and ECR 2 passed without dissent.

CR 1 Board of Trustee Appointment: Mining Engineering Foundation Board

Chair Brockman introduced CR 1, the recommendation that the Board of Trustees approve the appointment of David Figg to the University of Kentucky Mining Engineering Foundation Board of Directors to serve a two-year term, ending September 30, 2027.

In accordance with the Bylaws of the University of Kentucky Mining Engineering Foundation, two members shall be from the Board of Trustees. The term shall be for two years. Trustee appointments to affiliated boards must be approved by the Board of Trustees.

Chair Brockman asked for a motion to approve CR 1. Trustee Boone moved approval; Trustee Wilson seconded the motion and CR 1 passed without dissent.

VI. Other Business

Chair Brockman asked if there was any further business to come before the Board.

VII. Adjournment

Hearing no further business, the meeting adjourned at 1:56 p.m.

Respectfully submitted,



Hannah M. Myers
Secretary