UNIVERSITY OF MISSOURI
Columbia . Kansas City . Rolla . St. Louis

BOARD OF CURATORS

Minutes of the Board of Curators Meeting
Columns Ballroom 208 CDE, Reynolds Alumni Center
University of Missouri-Columbia Campus
Columbia, Missouri
June 10-11, 2010

BOARD OF CURATORS MEETING – PUBLIC SESSION

A meeting of the University of Missouri Board of Curators was convened in public session at 9:05 A.M., on Thursday, June 10, 2010, in T.O. Wright Room 204 of the Donald W. Reynolds Alumni and Visitors Center, on the University of Missouri-Columbia campus, pursuant to public notice given of said meeting. Curator Judith Haggard, Chairwoman of the Board of Curators, presided over the meeting.

Present
The Honorable David R. Bradley
The Honorable John M. Carnahan III
The Honorable Don M. Downing
The Honorable Warren K. Erdman
The Honorable Buford M. (Bo) Fraser
The Honorable Wayne Goode
The Honorable Judith G. Haggard
The Honorable Doug Russell
The Honorable David G. Wasinger
Student Representative Laura A. Confer

Also Present
Mr. Stephen J. Owens, General Counsel
Ms. Kathleen M. Miller, Secretary of the Board of Curators
Media Representatives

General Business

Resolution for Executive Session

It was moved by Curator Carnahan and seconded by Curator Fraser, that there shall be an executive session with a closed record and closed vote of the Board of Curators meeting, on Thursday, June 10, 2010, and Friday, June 11, 2010, for consideration of:

- Section 610.021(1), RSMo, relating to matters identified in that provision, which include legal actions, causes of action or litigation, and confidential or privileged communications with counsel; and
- Section 610.021(2), RSMo, relating to matters identified in that provision, which include leasing, purchase, or sale of real estate; and
- Section 610.021(3), RSMo, relating to matters identified in that provision, which include hiring, firing, disciplining, or promoting of particular employees; and
- Section 610.021(12), RSMo, relating to matters identified in that provision, which include sealed bids and related documents and sealed proposals and related documents or documents related to a negotiated contract; and
- Section 610.021(13), RSMo, relating to matters identified in that provision, which include individually identifiable personnel records, performance ratings, or records pertaining to employees or applicants for employment; and
- Section 610.021 (17), RSMo, relating to matters identified in that provision, which include confidential or privileged communications between a public governmental body and its auditor.

Roll call vote:

Curator Bradley voted yes.
Curator Carnahan voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Fraser voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.

Curator Russell voted yes.
Curator Wasinger voted yes.

The motion carried.

The public session of the Board of Curators meeting was recessed at 9:06 A.M., to be reconvened at 12:45 P.M., on Thursday, June 10, 2010.

BOARD OF CURATORS MEETING – EXECUTIVE SESSION

A meeting of the University of Missouri Board of Curators was convened in executive session at 9:06 A.M., on Thursday, June 10, 2010, in T.O. Wright Room 204 of the Donald W. Reynolds Alumni and Visitors Center, on the University of Missouri-Columbia campus, pursuant to public notice given of said meeting. Curator Judith Haggard, Chairwoman of the Board of Curators, presided over the meeting.

Present
The Honorable David R. Bradley
The Honorable John M. Carnahan III
The Honorable Don M. Downing
The Honorable Warren K. Erdman
The Honorable Buford M. (Bo) Fraser
The Honorable Wayne Goode
The Honorable Judith G. Haggard
The Honorable Doug Russell
The Honorable David G. Wasinger
Student Representative Laura A. Confer

Also Present
Mr. Stephen J. Owens, General Counsel
Ms. Kathleen M. Miller, Secretary of the Board of Curators

Personnel – No action was taken by the Board of Curators during this executive session.

The executive session of the Board of Curators meeting was recessed at 11:25 A.M., to be reconvened later in the afternoon, June 10, 2010.

BOARD OF CURATORS MEETING – PUBLIC SESSION

A meeting of the University of Missouri Board of Curators was convened in public session at 12:50 P.M., on Thursday, June 10, 2010, in Columns Ballroom 208 CDE of the Donald W. Reynolds Alumni and Visitors Center, on the University of Missouri-Columbia campus, pursuant to public notice given of said meeting. Curator Judith Haggard, Chairwoman of the Board of Curators, presided over the meeting.

Present
The Honorable David R. Bradley
The Honorable John M. Carnahan III
The Honorable Don M. Downing
The Honorable Warren K. Erdman
The Honorable Buford M. (Bo) Fraser
The Honorable Wayne Goode
The Honorable Judith G. Haggard
The Honorable Doug Russell
The Honorable David G. Wasinger
Student Representative Laura A. Confer

Also Present
Mr. Gary D. Forsee, President, University of Missouri System
Mr. Stephen J. Owens, General Counsel
Ms. Kathleen M. Miller, Secretary of the Board of Curators
Media Representatives

General Business

Review of Consent Agenda – no discussion

Standing Committee meetings commenced at 12:52 P.M., and concluded at 3:38 P.M., on Thursday, June 10, 2010.

BOARD OF CURATORS MEETING – EXECUTIVE SESSION

A meeting of the University of Missouri Board of Curators was convened in executive session at 3:50 P.M., on Thursday, June 10, 2010, in Columns Ballroom 208 CDE of the Reynolds Alumni Center, on the University of Missouri-Columbia

campus, pursuant to public notice given of said meeting. Curator Judith Haggard, Chairwoman of the Board of Curators, presided over the executive session.

Present
The Honorable David R. Bradley
The Honorable John M. Carnahan III
The Honorable Don M. Downing
The Honorable Warren K. Erdman
The Honorable Buford M. (Bo) Fraser
The Honorable Wayne Goode
The Honorable Judith G. Haggard
The Honorable Doug Russell
The Honorable David G. Wasinger
Student Representative Laura A. Confer

Also Present
Mr. Gary D. Forsee, President, University of Missouri System
Mr. Stephen J. Owens, General Counsel
Ms. Kathleen M. Miller, Secretary of the Board of Curators
Dr. Brady J. Deaton, Chancellor, University of Missouri-Columbia
Mr. Mike Alden, Director of Athletics, University of Missouri-Columbia

President's Report, Negotiated Contract – This item has been excluded from the minutes and may be given public notice upon completion of transaction of subject matter.

Chancellor Deaton and Mr. Alden excused themselves from the meeting at 5:10 P.M., on June 10, 2010.

General Counsel's Report, Hiring – This item has been excluded from the minutes and may be given public notice upon completion of transaction of subject matter.

Appointment of Secretary of the Board of Curators

It was moved by Curator Fraser and seconded by Curator Wasinger, that the following action be approved:

that Ms. Cindy S. Harmon be appointed Secretary of the Board of Curators, effective July 1, 2010, at a starting salary of $68,000 per year, as authorized by Chairwoman Haggard, for a six month period, at which point will be eligible for a 5% base salary increase, based upon assessment of Ms. Harmon's performance.

Roll call vote:

Curator Bradley voted yes.
Curator Carnahan voted yes.
Curator Downing voted yes.
Curator Erdmann voted yes.
Curator Fraser voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.
Curator Russell voted yes.
Curator Wasinger voted yes.

The motion carried.

The executive session of the Board of Curators meeting was recessed at 5:45 P.M., on Thursday, June 10, 2010, to be reconvened after the Board of Curators meeting public session on Friday, June 11, 2010.

Board of Curators Dinner and Annual System Awards Program
The Great Room, Reynolds Alumni Center, University of Missouri-Columbia campus
6:00 P.M. – 8:30 P.M.
Thursday, June 10, 2010
Hosted by the Board of Curators and President Gary D. Forsee

Present
The Honorable David R. Bradley
The Honorable John M. Carnahan III
The Honorable Don Downing
The Honorable Warren K. Erdman
The Honorable Buford M. (Bo) Fraser
The Honorable Wayne Goode
The Honorable Judith G. Haggard
The Honorable Doug Russell
The Honorable David G. Wasinger

Student Representative Laura A. Confer

Also Present
Mr. Gary D. Forsee, President, University of Missouri System
Mr. Stephen J. Owens, General Counsel
Ms. Kathleen M. Miller, Secretary of the Board of Curators
Dr. Gary K. Allen, Vice President for Information Technology
Dr. John F. Carney III, Chancellor, Missouri University of Science and Technology
Dr. Brady J. Deaton, Chancellor, University of Missouri-Columbia
Dr. Brian Foster, Provost, University of Missouri-Columbia
Dr. Thomas F. George, Chancellor, University of Missouri-St. Louis
Dr. Steven Graham, Senior Associate Vice President for Academic Affairs
Mr. Stephen C. Knorr, Vice President for Government Relations
Ms. Natalie "Nikki" Krawitz, Vice President for Finance and Administration
Mr. Leo E. Morton, Chancellor, University of Missouri-Kansas City
Dr. Michael F. Nichols, Vice President for Research and Economic Development
Dr. Betsy Rodriguez, Vice President for Human Resources
Dr. David R. Russell, Senior Associate Vice President and Chief of Staff
Dr. W. Kent Wray, Provost, Missouri University of Science and Technology

System Honorees (program on file)

Curators' Award for Scholarly Excellence: Professor Steve Weinberg, University of Missouri–Columbia

President's Award for Research and Creativity: Richard K. Brow, Ph.D., Missouri University of Science and Technology

President's Award for Outstanding Teaching: Frances "Dee" Haemmerlie Montgomery, Ph.D., Missouri University of Science and Technology

C. Brice Ratchford Memorial Fellowship Award: A. Curtis Elmore, Ph.D., Missouri University of Science and Technology

Faculty Entrepreneur of the Year Award: Peter Sutovsky, Ph.D., University of Missouri-Columbia

Student Entrepreneur of the Year Award: Michael Orlando, Jr., Colby Hall, and R. J. Miller, Missouri University of Science and Technology

BOARD OF CURATORS MEETING – PUBLIC SESSION

A meeting of the University of Missouri Board of Curators was reconvened in public session at 8:05 A.M., on Friday, June 11, 2010, in Columns Ballroom 208 CDE of the Donald W. Reynolds Alumni and Visitors Center, on the University of Missouri-Columbia campus, pursuant to public notice given of said meeting. Curator Judith Haggard, Chairwoman of the Board of Curators, presided over the public session.

Present
The Honorable David R. Bradley
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Student Representative Laura A. Confer

Also Present
Mr. Gary D. Forsee, President, University of Missouri System
Mr. Stephen J. Owens, General Counsel
Ms. Kathleen M. Miller, Secretary of the Board of Curators
Dr. Gary K. Allen, Vice President for Information Technology
Dr. John F. Carney III, Chancellor, Missouri University of Science and Technology
Dr. Brady J. Deaton, Chancellor, University of Missouri-Columbia
Dr. Thomas F. George, Chancellor, University of Missouri-St. Louis
Dr. Steven Graham, Senior Associate Vice President for Academic Affairs
Mr. Stephen C. Knorr, Vice President for Government Relations
Ms. Natalie "Nikki" Krawitz, Vice President for Finance and Administration
Mr. Leo E. Morton, Chancellor, University of Missouri-Kansas City
Dr. Michael F. Nichols, Vice President for Research and Economic Development
Dr. Betsy Rodriguez, Vice President for Human Resources
Dr. David R. Russell, Senior Associate Vice President and Chief of Staff
Ms. Cindy Pollard, Associate Vice President of Strategic Communications
Media Representatives

General Business

Board Chairwoman's Report – presented by Chairwoman Haggard (slides and transcription on file)

University President's Report – presented by President Forsee (slides and transcription on file)

Chancellors' Campus Reports

- Missouri University of Science and Technology – presented by Chancellor Carney (slides on file)
- University of Missouri-Kansas City – presented by Chancellor Morton (slides on file)
- University of Missouri-St. Louis – presented by Chancellor George (slides on file)
- University of Missouri-Columbia – presented by Chancellor Deaton (slides on file)

Consent Agenda

It was endorsed by President Forsee, moved by Curator Russell and seconded by Curator Erdman, that the following items, **with the exception of item #7, Amendment to Collected Rules and Regulations 70.060 Delegation of Authority for Capital Projects, which has been tabled until the September 23-24, 2010 Board of Curators meeting**, shall be approved by consent agenda:

1. Minutes of the Board of Curators meeting, April 15-16, 2010, and the Board of Curators special meeting, May 21, 2010, as on file.

2. New Collected Rules and Regulations 340.080, Administrative Leave

   The following addition shall be made to the Collected Rules and Regulations:

   Collected Rules and Regulations
   340.080 Administrative Leave

Adopted Bd. Min. 06-11-10

A. Administrative leave is paid time off for an employee's absence from work on those rare occasions when the employee is absent from the worksite at the direction of the University. Administrative leave is not an entitlement or benefit. Administrative leave for eligible employees must be authorized by the President, Vice President, Chancellor, or designee. In the event administrative leave is authorized, the employee will be granted the time off from work without loss of pay or other paid time off (e.g., vacation, sick or personal days).
B. Regular administrative, service and support employees are eligible for administrative leave.
C. All use of administrative leave for eligible employees must be reported by use of the University's time collection procedures.

3. New Collected Rules and Regulations 320.065 Performance Management

The following addition shall be made to the Collected Rules and Regulations:

Collected Rules and Regulations
320.065 Performance Management
Adopted Bd. Min. 06-11-10

A. The purposes of performance appraisals are (1) to provide a fair and equitable basis for evaluating employee performance, (2) to improve communication related to performance, (3) to clarify expectations related to the position description and the University's mission, values and goals, (4) to provide a method to recognize and reward employee performance and improve productivity and performance of the University, (5) to guide professional development by identifying employee training and development needs and (6) to serve as one of the criteria for determining salary increases.
B. Performance appraisals are mandatory for administrative, service and support, benefit eligible

employees and highly recommended for administrative, service and support non-benefit eligible employees. Performance appraisals must be completed on an annual basis. The employee's manager or supervisor should complete the appraisal, discuss the appraisal with the employee and provide an opportunity for feedback.

C. Completed appraisals will be retained by Human Resources. The performance appraisal process and procedures will be determined by campus Human Resources.

4. Removal of Collected Rules and Regulations 350.040 Standby, Call-In and Call-Back; 360.030 Shift Differential; 360.050 Overtime

Collected Rules and Regulations
350.040 Standby, Call-In and Call-Back
360.030 Shift Differential
360.050 Overtime
Deletion Bd. Min 06-11-2010

The Collected Rules and Regulations 350.040 Standby, Call-In and Call-Back; 360.030 Shift Differential; and 360.050 Overtime, shall be removed. The president of the university, through human resources policies, may develop non-base compensation policies for hourly employees.

5. Amendments to Collected Rules and Regulations 530.010 Retirement, Disability and Death Benefit Plan

The Collected Rules and Regulations 530.010 Retirement, Disability and Death Benefit Plan shall be amended with the following changes:

Collected Rules and Regulations
503.010 Retirement, Disability and Death Benefit Plan
Amend. Bd. Min 06-11-2010

The amendments to Section 530.010.J, by modifying Section 530.010.J.14 and adding a Section 530.010.J.15, and Section 530.010.K.2 will require the Surviving Spouse of a Qualified

Member to be the primary beneficiary of any pre-retirement death benefit that may become payable under the plan unless written consent has been previously provided by the Surviving Spouse for the Qualified Member to name an alternate beneficiary other than the Surviving Spouse.

The amendment to Section 530.010.T.2.b will require that, upon the death of a Member who has not attained a vested status in the Plan, any refund of contributions previously made by the Member, plus accumulated interest, be refunded to the Surviving Spouse of the Member unless written consent has been previously given by the Surviving Spouse for the Qualified Member to name an alternate beneficiary other than the Surviving Spouse.

The effective date of these amendments will be July 1, 2010.

6. Amendments to Collected Rules and Regulations 230.020 Residence Determination; 230.040 Student Facility and Student Activity Fee; 230.050 Instructional Fee

The language in the Collected Rules and Regulations sections 230.020, 230.040, and 230.050 shall be updated to use the term tuition in place of educational fees.

Collected Rules and Regulations
230.020 Residence Determination
Bd. Min. 6-29-79, revised Bd. Min. 10-25-85; Amended Bd. Min. 2-7-86, Amended Bd. Min 1-27-95; Amended Bd. Min. 6-11-10.

Determination of the residence of any student or prospective student for all purposes, including, but not limited to, assessment of tuition, admission to limited-enrollment programs, and eligibility for financial aid shall be based on definitions and rules promulgated by the Missouri Coordinating Board for Higher Education. Such definitions and rules will be contained in University published administrative guidelines governing determination of residence and tuition assessment.

Collected Rules and Regulations
230.040 Student Facility and Activity Fees

Bd. Min. 6-29-79; Amended Bd. Min. 12-17-82; Amended Bd. Min. 1-27-95**;** Amended Bd. Min. 6-11-10.

A. Student facility and activity fees shall be set and approved for each campus by the Board of Curators.

B. Student facility and activity fees shall be assessed on the basis of the credit value of courses in which a student is enrolled. Student facility and activity fees shall be assessed only for courses offered on the University's campuses.

C. The President or Chancellors may exempt the assessment of student facility and activity fees when courses are offered during periods when facilities or activities supported by these fees are not scheduled.

D. Conditions leading to the waiver of tuition do not cause the student facility and activity fees to be waived.

Collected Rules and Regulations
230.050 Instructional Fee
Bd. Min. 12-17-82; Amended Bd. Min. 7-22-83 & 7-27-84; Amended Bd. Min. 1-27-95**;** Amended Bd. Min. 6-11-10.

A. An instructional fee may be charged for special course offerings, including off-campus courses, when established within a range approved by the Board of Curators. The President is delegated the authority to determine the applicability of such fees and to approve individual instructional fee rates consistent with the approved range for such fees.

B. When the instructional fee is assessed, the standard tuition will not be assessed.

7. Amendment to Collected Rules and Regulations 70.060 Delegation of Authority for Capital Projects – This item was tabled for further consideration at the September 23-24, 2010, Board of Curators meeting.

8. Dining Contract Revision, UMSL

The meal plans and rates for the University of Missouri-St. Louis, approved by the Board in January 2010 effective beginning with the 2010 summer session, shall be rescinded and replaced with the revised schedule of meal plans and rates (as on file with the minutes of this meeting).

9. Amendment to Collected Rules and Regulations 100.030 Copyright Regulations

The Collected Rules and Regulations 100.030 Copyright Regulations shall be amended to revise the section pertaining to patents and copyrights – specifically to provide an improved method for drafting and approving written agreements with faculty and staff on copyright issues.

Collected Rules and Regulations
100.030 Copyright Regulations
Bd. Min. 2-19-71, p. 35,527; Revised Bd. Min. 5-4-84; Revised Bd. Min. 9-27-02, Amended 11-29-07, Amended 06-11-10.
The following policy is intended to foster the traditional mission of a University to encourage the creation, preservation, and dissemination of knowledge. This policy is intended to clarify and protect the respective rights of the University, its faculty, staff, and other employees, by establishing policies governing the ownership, use, and rights to income of copyrightable materials.

A. Coverage of Policy
   1. In conjunction with the University Conflict of Interest Regulations 330.015 and the University Patent Regulations 100.020 as they may be amended from time to time, this policy governs the rights and responsibilities of University employees and of any other persons using University facilities or resources in the creation of original works of authorship subject to protection by copyright law. The faculty will continue to hold copyright for traditionally accepted intellectual property that is developed in their roles as teachers and scholars subject to the provisions of section 2 herein. These include, but are not limited to such materials as

books, workbooks, study guides, monographs, articles, and other works including music and performances, whether embodied in print, electronic format, or in other media.

2. The University will own the copyright in materials that are:
   a. commissioned for its use by the University; or
   b. created by employees if the production of the materials is a specific responsibility of the position for which the employee is hired; or
   c. sponsored works, which are works resulting from internal grants (work created as a result of an agreement between the University and the creator(s) of the work) and external grants (work created as a result of an agreement between an external sponsor and the University). This provision does not apply to grants to perform research where the production of copyrightable materials is ancillary to the purpose of the grant. Employees continue to own the copyright to scholarly and other publications that present the findings of research, subject to the provisions of subsection 2 herein; or created with the use of substantial University resources which are specifically provided to support the production of copyrightable materials.
   (1) If substantial University resources will be used in the development of educational materials, a written agreement between the author and University setting forth the terms of (a) copyright ownership and (b) division of net income from external sale, and (c) use, revision and maintenance shall precede the use of said resources. Limited secretarial support, uses of the library for which special charges are not normally made, and the staff member's own time except as covered by subsections 2.a. and 2.b. herein shall not be considered substantial University resources. (2) In the unusual circumstance in which the said materials were developed with substantial University resources without an agreement the University may, in its discretion, claim copyright ownership and/or a share of royalties.

3. Faculty, staff, and other employees must notify the University prior to entering into a contractual agreement in which royalties or other forms of remuneration are involved related to materials as defined in section A.2. The Chancellor on each campus shall designate an individual or unit who is responsible for receipt of said notifications.
4. Copyrightable software, except software included in mediated courseware, owned by the University pursuant to section A.2. herein, shall be submitted to the Office of Technology and Special Projects (OTSP) for review and evaluation. The OTSP shall have the sole discretion to decide whether to proceed with the copyright registration and/or the commercialization of the work. Should the department subsequently require the assistance of OTSP, the parties shall negotiate an agreement as provided in section E.4.b.

B. Interpretation and Administration of Policy
1. The Patent and Copyright Committee as described in section 100.020 E. will be advisory in interpretation and future revisions of this policy. The final decision on interpretation and application of this policy shall be made by the Chancellor's designee.
2. No interpretation or application of this policy shall serve as a precedent in later cases.
3. Written agreements developed pursuant to section A.2.d. for holders of academic appointments shall first be approved by the chair, then the dean, and finally the Chancellor's designee.
4. Written agreements developed pursuant to section A.2.d. for holders of nonacademic appointments shall first be approved by the director of the unit, then the appropriate vice-chancellor, and finally the Chancellor's designee.

C. Ownership and Use of University Name
1. This policy should strengthen and protect the reputation and academic standing of the University and its faculty, staff, and students. Unless otherwise agreed pursuant to Section A, when the name of the University is associated with any intellectual property, other than the identification of the creator as a faculty, staff, or student of the University, the ownership shall be vested

in The Curators of the University of Missouri, a public corporation, and shall display the following symbol and notice:

© Copyright (year) by The Curators of the University of Missouri, a public corporation.

If the registration of the copyright is deemed appropriate by the author(s) and department/area(s), the application for registration with the United States Copyright Office shall be processed through the Office of the Vice President for Academic Affairs.

2. Faculty, staff, other employees, department/areas, and schools of the University may not use the name of the University to imply University sponsorship of creative materials when there is no University sponsorship or approval and may not license or otherwise commercially exploit a course, course content or courseware whose copyright is held by the University without the approval of the appropriate dean, or on campuses with no schools or colleges, the Provost and chief academic officer as well as other signatories as indicated by the Board of Curators.

D. Policy on Use of Materials
   1. If any of the conditions described in section A.2. are applicable and conditions of A.4. are not applicable, then subject to the following exceptions delineated in subsections D.2. - D.4., the use of materials by any unit of the University of Missouri requires approval only of the unit primarily responsible for the said materials.
   2. As long as the author or producer of copyright materials remains a member of the staff of the University:
      a. The author's approval shall be required for each instance of use of the materials internal to the University other than the uses for which the materials were developed, except as allowed in the agreement between the author and the University reached pursuant to Section A.
      b. The author may require revision of the materials prior to any instance of internal University use other than the use for which the materials were developed. If the University does not accept the required revision, the author may ask that the materials be withdrawn from use. The University

may assign its respective rights in such copyright to the author, subject to a written agreement between the University and the author relating to further internal or external use of materials and division of income from any subsequent use of the materials.

3. In the event that the author should cease employment with the University, the University shall retain the right to make internal use of the copyrighted materials without the author or producer's consent. In such event, the author shall retain a non-exclusive license to use the work for her/his own non-commercial, educational purposes only, but shall not have the right to distribute, sell, or sublicense the work to a third party.
4. Licensing or sale of copyrighted materials for external use shall be preceded by a written agreement between the University and author or producer specifying the conditions of use, and including provisions protecting the right of the author or producer to revise the materials periodically, or to withdraw them from use in the event revision is not made.

E. Payments to the Author or Producer for Production and Use of Materials Described in A.2. Herein
   1. The University acknowledges that the ownership of intellectual property and the sharing of economic returns on such property are related. Therefore, when the University solely holds the intellectual property rights pursuant to section A.2., the revenues will be shared among the creators and used for the common good to support the mission of the University.
   2. Payment by the University to the author or producer of intellectual property for its production normally will take place through the reduction of the author's or producer's normal work load. However, staff members on nine-month academic appointments may receive summer grants and salaries for the production.
   3. Payment by the University to the author or producer of intellectual property for its internal use and revision:
      a. The author or producer of University-sponsored intellectual property materials shall not receive compensation, other than regular compensation from the University, for the normal internal use of

these materials, except when such compensation is negotiated at the time of initial commission.

b. If the use of materials by units of the University other than the unit to which the author or producer belongs involves an extension of the normal duties of the author or producer in supervising use or managing revisions, and if appropriate release time cannot be budgeted as part of the regular assigned instructional duties of the author or producer, the appropriate instruction unit of the University may recommend payment to the author or producer for revisions according to University policy on extra compensation.

4. The University with the assistance of those designated by the Chancellor in sections A.3. and B.3. will provide appropriate services to license works covered by this policy. The University and the author will develop a written agreement, which will be approved by the President (or her/his designate), specifying the division of net income (net after sales and distribution costs) between the author or producer and the University. The following general principles shall be reflected in the agreement:
   a. Fifty (50) percent of the net income derived from the external use of University-owned educational materials shall go to the departments, areas, or units responsible for their production, and fifty (50) percent to the authors or producers.
   b. The University may enter into agreements for dividing the net income on some other basis, if special circumstances attend the production, use, or licensing of these materials.
5. The University may administer funds provided by non-University agencies (such as the Federal Government) under contract or grant to pay for staff time, services, or materials intended to produce copyrightable intellectual property. In such cases, the University may enter into agreements with such agencies recognizing their rights, in whole or part, to the ownership of the materials produced and to the net income from their use. In negotiating agreements with non-University agencies for the production, it shall be the policy of the

University that the author or producer of the materials is entitled to a reasonable share of the income from use, if any, and to reasonable participation in determining the conditions of use. The University shall inform staff members applying for support from non-University agencies for the production of intellectual property materials as to the rights reserved to such agencies under the agreements required between these agencies and the University.

F. Protection and Liability
   1. Protection -- In the event of unauthorized use of University-owned materials described in section A.2., if the University decides not to act, the author or producer may initiate action and the University shall assign to her/him such rights as are necessary for her/him to pursue redress. If such action is started by the University, acting alone or in concert with the author or producer, all costs of such action (including attorney's fees) shall be borne by the University. All proceeds in excess of such costs shall be shared equally by the University and the author or producer, or if there is an agreement as provided in accordance with that agreement.
   2. Liability -- Before any use is made of University-owned materials described in section A.2., all authors, producers, and contributors shall warrant that they are the sole owners of their respective contributions and that the work does not infringe any copyright, violate any property rights, or contain any libelous unlawful material.

10. University of Missouri Health Care Quarterly Report

The Board of Curators accepted the quarterly financial report, 10 months ended April 2010, for University of Missouri Health Care, as on file with the minutes of this meeting.

11. Spinal Cord Injuries and Congenital or Acquired Disease Processes Research Program Proposals

The research proposal approved by the Spinal Cord Injuries Research Program Advisory Board shall be approved as follows:

SPINAL CORD INJURIES AND CONGENITAL OR ACQUIRED DISEASE PROCESSES RESEARCH PROGRAM

PROPOSALS RECOMMENDED FOR FUNDING
2010

I. Instrumented Wheelchair Treadmill $44,443

Joseph Klaesner, PhD
School of Medicine, Program in Physical Therapy
Washington University

Total funding recommended $ 44,443

Roll call vote on Consent Agenda Items #1-6, and #8-11:

Curator Bradley voted yes.
Curator Carnahan voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Fraser voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.
Curator Russell voted yes.
Curator Wasinger voted yes.

The motion carried.

Academic, Student and External Affairs

Committee Chairman Fraser provided an overview of the June 10, 2010, Academic, Student and External Affairs Committee meeting.

Information
1. Government Relations Report (slides on file)
2. Caring for Missourians Update

Minutes of Academic, Student and External Affairs Committee meeting, April 15, 2010

The minutes of the April 15, 2010, Board of Curators Academic, Student and External Affairs Committee meeting were approved in committee on June 10, 2010.

Audit

Committee Chairman Carnahan provided an overview of the June 10, 2010, Audit Committee meeting.

Information

1. Fiscal Year 2010 External Audit Scope
2. A-133 Student Financial Aid Update
3. Internal Audit: UM Health System Risk Assessment, and Quarterly Report (slides on file)
4. Addition to Audit Committee Charter Matrix: Audit Committee Information Form-Engagement Letters

Minutes of the Audit Committee meeting, January 28, 2010

The minutes of the April 15, 2010, Board of Curators Audit Committee meeting were approved in committee on June 10, 2010.

Engagement of Internal Auditors, 2010-11, UM

It was recommended by Vice President Krawitz, endorsed by President Forsee, recommended by the Audit Committee, moved by Curator Downing and seconded by Curator Fraser, that the following action be approved:

> The Vice President for Finance and Administration shall be authorized to employ the firm of PricewaterhouseCoopers LLP to provide Internal Audit services to the University of Missouri for a one-year term from November 1, 2010 through October 31, 2011, for a fee of $940,000, plus expenses not to exceed 15% of fees unless approved by the University, with the option to renew on an annual basis over a period of up to four (4) additional years.

Roll call vote:

Curator Bradley voted yes.
Curator Carnahan voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Fraser voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.
Curator Russell voted yes.
Curator Wasinger voted yes.

The motion carried.

Compensation and Human Resources

Committee Chairman Erdman provided an overview of the June 10, 2010, Compensation and Human Resources committee meeting.

Minutes of the April 15, 2010, Compensation and Human Resources Committee meeting

The minutes of the April 15, 2010, Board of Curators Compensation and Human Resources Committee meeting were approved in committee on June 10, 2010.

New Collected Rules and Regulations 340.080, Administrative Leave – approved on Consent Agenda

New Collected Rules and Regulations 320.065 Performance Management – approved on Consent Agenda

Removal of Collected Rules and Regulations 350.040 Standby, Call-In and Call-Back; 360.030 Shift Differential; 360.050 Overtime – approved on Consent Agenda

Amendment to Collected Rules and Regulations 530.010, Retirement, Disability and Death Benefit Plan – approved on Consent Agenda

Finance

Committee chairman Doug Russell provided an overview of the June 10, 2010, Finance Committee meeting.

Information

1. Retirement Trust Fund and Endowment Fund Investment Update (slides on file)
2. Fiscal Year 2012 Preliminary State Capital Appropriations Request and Campus Capital Plans, UM (slides on file)
3. Fiscal Year 2012 Preliminary Operating Appropriations Request, UM (slides on file)

Minutes of the Finance Committee meeting, April 15, 2010

The minutes of the April 15, 2010, Board of Curators Finance Committee meeting were approved in committee on June 10, 2010.

Fiscal Year 2011 Operating Budget (slides on file)

It was recommended by Chancellor Carney, Chancellor Deaton, Chancellor George and Chancellor Morton, endorsed by President Forsee recommended by the Finance Committee, moved by Curator Russell and seconded by Curator Downing, that the following recommendations be approved:

- The President of the University of Missouri System shall be authorized to develop the FY2011 budgets in accordance with the planning assumptions and financial summaries (as on file with the minutes of this meeting) which include the allocation of FY2011 recurring state appropriations less 3.0% statutory withholdings as follows:

General Operations	$415,118,933
MU Hospital & Clinics (including Ellis Fischel)	8,201,284
Missouri Rehabilitation Center	10,027,734
Missouri Institute of Mental Health	485,000
Missouri Kidney Program	2,793,890
MOREnet	6,619,005

Missouri Telehealth Network	576,491
Spinal Cord Injury Research	388,000
State Historical Society	1,190,777

- The President of the University of Missouri System shall be authorized to allocate one-time or recurring line-item state appropriations, net of anticipated withholdings;

- The President of the University of Missouri System shall be authorized to: (a) make required changes to working capital and reserve funds and (b) make supplemental allocations within the funds available to the several campuses and programs, such allocations to be made on the basis of priority and need. The president will report periodically to the Board of Curators any material changes in the sources and uses of current funds.

- The operating budget for FY2011 and allocation as stated herein can be modified as necessary by the president to bring the same into harmony with the state appropriation as finally approved by the governor and any withholdings in excess of those shown herein.

Roll call vote:

Curator Bradley voted yes.
Curator Carnahan voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Fraser was absent for the vote.
Curator Goode voted yes.
Curator Haggard voted yes.
Curator Russell voted yes.
Curator Wasinger voted yes.

The motion carried.

Selection of Private Equity Investment Managers, UM

It was recommended by Vice President Krawitz, endorsed by President Forsee, recommended by the Finance Committee, moved by Curator Russell and seconded by Curator Goode, that the following action be approved:

The Vice President for Finance and Administration shall be authorized to invest a total of $60 million in private equity partnerships J. F. Lehman Equity Investors III, Sheridan Production Partners II, Newbury Equity Partners II and Vestar Capital Partners Fund VI, for the University of Missouri Retirement, Disability and Death Benefit Plan and the University of Missouri Balanced Pool in aggregate amounts not to exceed $20 million for any one manager.

Agreements entered into by the University of Missouri are subject to review and approval by the Vice President for Finance and Administration and General Counsel.

The Treasurer will negotiate fee structures with each of the managers.

Roll call vote:

Curator Bradley voted yes.
Curator Carnahan voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Fraser voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.
Curator Russell voted yes.
Curator Wasinger voted yes.

The motion carried.

Selection of Real Estate Investment Managers, UM

It was recommended by Vice President Krawitz, endorsed by President Forsee, recommended by the Finance Committee, moved by Curator Russell and seconded by Curator Downing, that the following action be approved:

The Vice President for Finance and Administration shall be authorized to invest $80 million in real estate investment partnership Blackstone Real Estate Special Situations Fund II and Angelo Gordon Core Plus Realty Fund III, for the University of Missouri Retirement, Disability and Death Benefit

Plan and the University of Missouri Balanced Pool in aggregate amounts not to exceed $20 million for each partnership.

Agreements entered into by the University of Missouri are subject to review and approval by the Vice President for Finance and Administration and General Counsel.

Roll call vote:

Curator Bradley voted yes.
Curator Carnahan voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Fraser voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.
Curator Russell voted yes.
Curator Wasinger voted yes.

The motion carried.

Renaming of Computer Center Building, UMSL

It was recommended by Chancellor George, endorsed by President Forsee, moved by Curator Russell and seconded by Curator Downing, that the following action be approved:

The Computer Center Building on the University of Missouri-St. Louis Campus shall be renamed "Express Scripts Hall."

Roll call vote:

Curator Bradley voted yes.
Curator Carnahan voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Fraser voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.

Curator Russell voted yes.
Curator Wasinger voted yes.

The motion carried.

Amendment to Collected Rules and Regulations 230.020 Residence Determination; 230.040 Student Facility and Student Activity Fee; 230.050 Instructional Fee – approved by Consent Agenda

Amendment to Collected Rules and Regulations 70.060 Delegation of Authority for Capital Projects – this item was tabled for further consideration by the Board of Curators at the September 23-24, 2010, Board of Curators meeting.

Governance

Committee Chairman Fraser provided an overview of the open session of the June 10, 2010, Governance Committee meeting.

Minutes of the April 15, 2010, Governance Committee meeting

The minutes of the April 15, 2010, Board of Curators Governance Committee meeting were approved in committee on June 10, 2010.

Amendments to Collected Rules and Regulations 10.030 Board Bylaws of 2006

It was recommended by General Counsel Owens, endorsed by President Forsee, recommended by the Governance Committee, moved by Curator Bradley and seconded by Curator Erdman, that the amendments to the Board Bylaws of 2006, Collected Rules and Regulations 10.030, shall be approved as provided herein, and with the following additional amendment:

C. Article III The Board of Curators

4. Committees

   b. Other Committees – The Chair of the Board may appoint, subject to approval of the board, other standing committees. Membership on Board of Curators standing committees shall be limited to members of the Board of Curators. The President of the University may serve as an ex officio member of a standing committee of the board. The Chair of the Board may appoint, subject to approval of the board, other special or ad hoc committees of the board from time to time and delegate to such committees such authority as the board may deem appropriate to carry out the objects of such committees. Membership on such committees need not be limited to members of the Board of Curators.

The Board Bylaws of 2006, Collected Rules and Regulations 10.030, shall be revised as provided herein.

University of Missouri Collected Rules and Regulations
10.030 Board Bylaws
As adopted the 7th day of November, 1969, in place of Bylaws adopted November 12, 1965, and amended January 19, 1968, and amended November 8, 1968; see also 172.100 R.S.Mo. (1969); Amended Bd. Min. 12-14-79; Amended Bd. Min. 12-7-90; Amended Bd. Min. 7-15-94; Amended Bd. Min. 5-23-96; Amended Bd. Min. 9-26-97; Amended Bd. Min. 5-17-02; Amended Bd. Min 5-31-02; Amended Bd. Min. 11/21/02, Amended Bd. Min. 4/8/05, Amended Bd. Min. 7/21/06, Amended Bd. Min. 10/6/06, Amended Bd. Min. 4/6/07, Amended Bd. Min. 11-29-07, Amended Bd. Min. 06/11/10.

A. Article I Definitions
   For purposes of these bylaws the following definitions shall apply:
   1. University -- The term "University" or "University of Missouri" shall refer to the institution, in all of its parts, persons, property and relationships wherever situated, owned, operated, controlled, managed or otherwise regulated under the supervision or direction of The Curators of the University of Missouri or the Board of Curators of the University of Missouri.
   2. The Curators of the University of Missouri – The term “The Curators of the University of Missouri” shall refer to the corporate entity, of which the Board of Curators is the governing body.
   3. The Board of Curators of the University of Missouri – The term “Board of Curators of the University of Missouri”, “Board of Curators”, or "Board" shall refer to the governing board of The Curators of the University of

Missouri, and shall be composed of the Curators duly appointed and qualified as provided by law.

4. The Executive Committee of the Board of Curators of the University of Missouri – The term “Executive Committee of the Board of Curators of the University of Missouri” or “Executive Committee” shall refer to that committee of the Board of Curators appointed to act for and on behalf of the Board of Curators when such Board of Curators is not in session. Such Executive Committee shall be deemed to be the Executive Board and Executive Committee as heretofore known.
5. The Site of the University of Missouri -- The term "site" of the University of Missouri shall be deemed to include each and every campus of the University; any real estate owned by the University, and wherever located and any other land or building in the possession or under the control of the University, whether owned, leased, rented, held under purchase contract, or owned by others for the use and benefit of the University, during any and all times that such land or buildings, or parts thereof may be under the actual control and in the actual possession of the University.
6. Chair of the Board -- The term "Chair of the Board", “Chair”, “Chairman”, “Chairwoman”, or “Board Chair” shall refer to the Curator who is the duly elected or acting Chair of the Board of Curators. The individual so elected shall also be deemed to be serving as President of the Board of Curators within the meaning of statutory section 172.090 and all other sections of Chapter 172 of the Revised Statutes of Missouri, and shall be authorized to execute on behalf of The Board of Curators of the University of Missouri and the Curators of the University of Missouri, a public entity, all documents as President of the Board or Chair of the Board as deemed appropriate, and hereinafter as may be referred to as “Chair”, “Chairman”, “Chairwoman”, or “Board Chair”.
7. President of the University -- The term "President of the University" or "President" shall refer to the duly appointed or acting President of the University, and who shall be the chief executive and academic officer of the University.
8. Campus -- The term "campus" shall refer to an academic or administrative subdivision of the University as established by the Board of Curators.
9. Appointments -- The appointments of all officers and employees of the University, although made for administrative or fiscal purposes for a specific term, may be terminated by the Board of Curators at any time at the pleasure of the Board of Curators. Notwithstanding any rule, regulation or policy of the University to the contrary, all such appointments are subject to the right of the Board of Curators to adjust salaries and benefits, on a prospective basis only, at any time during the

indefinite term or continuous appointment of all officers and employees of the University provided that: (a) such adjustments shall be for the shortest period of time and in the smallest increments consistent with those that the Board deems necessary; (b) adjustments shall be across the board on an equitable basis to all similarly situated University officers and employees and shall not be used to single out any given faculty, staff or administrator to be the subject of such adjustments; and (c) the foregoing shall not be deemed to abolish or abridge any right of academic personnel to academic freedom or any right under the tenure regulations of the University except as to any perceived right, express or implied, to salary level and/or benefits under said regulations or appointment papers.

B. Article II The Board Authority and Responsibilities
    1. Board Duties and Responsibilities -- Pursuant to the Constitution and the Revised Statutes of the State of Missouri, the governance of The Curators of the University of Missouri, a body politic, the corporate entity sometimes referred to as the University of Missouri, is ultimately vested in the Board of Curators. As such, the Board may do the following:
        a. Determine and periodically review the University's mission and purposes, not inconsistent with state constitutional and/or statutory provisions.
        b. Appoint the President, who shall be the University's chief executive officer, and set appropriate terms of employment, including compensation.
        c. Support the President and annually assess his or her performance based on mutually agreed-upon goals and other criteria.
        d. Determine broad policy guiding the appointment of all faculty members and employees, on the recommendation of the President, and consistent with its other policies and regulations adopted by the Board.
        e. Review and approve proposed changes in the University's academic programs and other major enterprises consistent with the University's mission, plans, and financial resources.
        f. Approve the annual budget and tuition and fees, regularly monitor the University's financial condition, and establish policy guidelines affecting all institutional assets, including investments and the physical plant.
        g. Contribute financially to the University's fund-raising goals, participate actively in strategies to secure sources of support, and authorize University officers to accept gifts or bequests subject to Board policy guidelines.

h. Adopt bylaws, rules, and regulations for the government of its members, and University officers, agents, and employees, and require adherence to such rules, including, but not limited to, those pertaining to governance and ethics and conflict of interest.
i. Determine the University's structure and major academic programs and services needed for the successful conduct of its mission and purposes.
j. Grant diplomas and confer degrees based upon the recommendation of the President and faculty.
k. Serve actively as advocates for the University in appropriate matters of public policy in consultation with the President and other responsible parties, as the Board shall determine.
l. Periodically assess its own performance, in order to set an example for the University community and to seek ways to strengthen its effectiveness as a governing body.
m. Exercise such other authority as from time to time it deems appropriate not inconsistent with the applicable laws and regulations of the United States of America and applicable laws and regulations of the State of Missouri.

2. Curator Duties and Responsibilities -- Recognizing the significance of serving on the Board of Curators of the University of Missouri, each Board member shall adhere to the following principles:
   a. To remember that no individual Board member has legal standing or authority to act on behalf of the Board or the University. Only the full Board as a governing body is vested with such authority, though the Board Chair ordinarily is entitled to "speak for" the Board, and the President is entitled to "speak for" the University consistent with Board policies and actions.
   b. To devote time to learn how the University's mission and multiple purposes are met – its uniqueness, strengths, and needs.
   c. To become familiar with, committed to, and abide by the Board's responsibilities and policies, as set forth in the bylaws and rules and regulations adopted by the Board and the applicable laws of the State of Missouri.
   d. To accept and defend academic freedom and the practice of collaboration governance as fundamental characteristics of good University governance.
   e. To assist the Board in its efforts to balance its responsibilities in serving its broad public trust with advocacy for the University's needs to fulfill its mission and purposes.

f. To adhere to and comply with policies adopted from time to time pertaining to governance and ethics and conflict of interest, including timely filing of all required public disclosures.

C. Article III The Board of Curators
   1. Meetings
      a. Annual meeting -- The regular meeting of the Board held during the month of May or June of each year as scheduled by the Board , shall be deemed to be the annual meeting of the Board , and shall be held on such date in May or June as is fixed by the Board.
      b. Regular meetings -- The Board may hold regular meetings at a time and place to be fixed by the Board. The time and place of a regular meeting may be changed by order of the Board.
      c. Special meetings -- A special meeting of the Board may be called at any time by the Chair of the Board, or in case of his/her absence, disability, or refusal to act, by the joint action of three Curators. At least 24 hours notice of the time and place of each such meeting shall be given by letter, facsimile transmission, email or telegram mailed or sent to each Curator at his/her address on file with the Secretary. Such notice to a particular Curator may be waived by the Curator in writing and shall be deemed waived by the Curator by attendance at the special meeting. Only those subjects specified in the call for a special meeting will be considered at such special meeting except by unanimous consent of all Board members, whether present or not, and consistent with applicable law.
      d. Adjourned meetings -- Adjourned meetings may be ordered and held by the Board at such time and place as may be agreed upon.
      e. Meeting Agenda -- The agenda and order of items on the agenda for all meetings of the Board, including those identified in subparagraphs a, b, c and d above, shall be established by the President of the University with the concurrence of the Board Chair. The committees of the Board, with the assistance and advice of the University officer staffing the respective committee, shall recommend items for the agenda. Any Curator or General Officer may recommend items for the agenda. The agenda shall be developed and notice thereof made public in compliance with the applicable laws of the State of Missouri and current and future policy and regulations adopted by the Board.
      f. Consent Agenda -- Items shown on the established agenda for a meeting of the Board may be placed upon a consent agenda whereby all items placed thereon are approved by summary action of the Board. Items may be placed on the consent agenda by the President of the University, the Chair of the Board, or the

Chairperson of any committee of the Board electing to place such item on the consent agenda; provided the same is accomplished no less than one hour prior to the convening of the meeting of the Board, and the Secretary to the Board shall present such consent agenda to the members of the Board no later than immediately prior to the convening of the meeting; and further provided that any member of the Board of Curators may remove any item from the consent agenda by notifying the Chair of the Board of the election to remove the item at any time prior to a vote being taken on that item. The consent agenda requires approval by a vote of a majority of the Board for passage and adoption of each item on the consent agenda.

g. Conduct of Meeting – The Board may conduct any meeting by conference telephone call or other communication equipment by means with which all persons participating in the meeting can communicate with each other. Only members of the Board, the President and those individuals recognized by the Chair or President may address the Board at any meeting of the Board.
h. Executive Session (Closed Session) – When the Board or any committee of the Board meets in executive session (sometimes referred to as closed session) all matters discussed in that session are to be considered as confidential, except that such information can be shared with absent Board members, or University officers, agents or employees who need to know. Actions taken in executive session shall be released to the public if required by the provisions of the Sunshine Law contained in Chapter 610 of the Revised Statutes of Missouri or Board rules contained in Section 10.060 of the Collected Rules and Regulations of the University of Missouri entitled Board and Committee Meetings.

2. Attendance Policy
   a. If a member of the Board is found by unanimous vote of the other Curators to have failed to attend without good cause two consecutive regular meetings of the Board in any calendar year, then the office of such Curator shall be vacant.
   b. If a vacancy shall occur by death, resignation, or from any other cause, the Chair of the Board shall notify the Governor within thirty days of such vacancy.
3. Officers of the Board
   a. Chair of the Board -- The Board shall choose from its own membership at the last regular meeting of the Board in each calendar year to take office on January 1 of the next year, a Chair of the Board who shall hold office for a term of one year or until

his/her successor takes office. The Chair shall serve as presiding officer of the Board and shall carry out such duties as may be delegated to him/her by the Board. The individual elected to serve as Chair of the Board shall be deemed as having been elected to serve as President of the Board within the meaning of the statutory provisions of the State of Missouri, all as referred to in the definitions contained in Article I of these bylaws.

b. Vice Chair of the Board -- The Board shall choose from its own membership at the last regular meeting of the Board in each calendar year to take office on January 1 of the next year, a Vice Chair of the Board who shall hold office for a term of one year or until his/her successor takes office. The Vice Chair shall carry out the duties of the Chair in his/her absence or inability for any reason to serve, and hereinafter may be referred to as "Vice Chair", "Vice Chairman", "Vice Chairwoman" or "Board Vice Chair". The individual elected as Vice Chair shall be deemed as having been elected to serve as Vice-President of the Board of Curators within the meaning of the statutory provisions of the State of Missouri.
c. Secretary -- The Board shall appoint a Secretary of the Board of Curators to serve at the pleasure of the Board. The Secretary shall keep the minutes of the meetings of the Board and the Executive Committee, shall be the official custodian of the seal and all records of the Board, and shall have such other duties as may be from time to time fixed by the Board. The Board may appoint and define the duties of such assistant secretaries of the Board as it deems desirable.
d. General Counsel -- The General Counsel shall be the chief legal officer of the University; shall be appointed by the Board to serve at the pleasure of the Board, and shall have such duties and responsibilities as may be assigned by the Board. The General Counsel shall serve as parliamentarian for meetings of the Board, unless a different individual is appointed to serve as parliamentarian by the Chair of the Board.
e. Any vacancy in any office of the Board caused by any reason may be filled by the Board for the unexpired term.

4. Committees
   a. Executive Committee -- The Chair of the Board, subject to approval of the Board, shall appoint from the Board an Executive Committee of three members, and may fill vacancies at any time. The Chair of the Board shall serve as one of the three Executive Committee members and as the Chair of the Executive Committee. Such Executive Committee members shall hold office until their

successors have been duly appointed. The Executive Committee, when the Board is not in session, shall have the powers of the Board to take such action as the Executive Committee may deem to the best interest of the University; provided, however, that such action shall be in accord with the provisions of these bylaws, and not in conflict with the standing rules and regulations of the Board. A complete record of all actions of the Executive Committee shall be kept by the Secretary of the Board, and a copy of such record shall be submitted to each member of the Board monthly and in advance of the next regular meeting of the Board. Actions of the Executive Committee may be ratified, approved, or modified at the next regular meeting of the Board, but any modification thereof shall be prospective only. If, at its next regular meeting, the Board takes no action on an Executive Committee action, the record of which was submitted to the Board prior to that regular meeting, such action shall be deemed ratified by the Board. The vote of any members on any question coming before the Executive Committee may be taken in person, by telephone, telegraph, facsimile transmission, email or letter. Concurrence of three members shall constitute action of the Executive Committee. The Executive Committee shall be entitled to take such action as deemed necessary under the provisions of Section 172.230 and other provisions of the Revised Statutes of the State of Missouri, as amended.

b. Other Committees -- The Chair of the Board may appoint, subject to approval of the board, other standing committees. Membership on Board of Curators standing committees shall be limited to members of the Board of Curators. The President of the University may serve as an ex officio member of a standing committee of the board. The Chair of the Board may appoint, subject to approval of the board, other special or ad hoc committees of the board from time to time and delegate to such committees such authority as the board may deem appropriate to carry out the objects of such committees. Membership on such committees need not be limited to members of the Board of Curators.

5. Quorum -- Five members of the Board of Curators shall constitute a quorum for the transaction of any and all business of the Board. Except as otherwise provided by these bylaws, a majority of the members of any committee of the Board shall constitute a quorum for the transaction of any and all business of the committee.

6. Action by Majority -- Any action by the Board or any committee may be taken by the majority vote of the members present at any meeting of the Board or a committee when a quorum is present, unless otherwise specifically herein provided.
7. Recording Vote -- The Secretary of the Board shall keep the minutes of the meetings of the Board of Curators and committees in which shall be recorded the vote on all motions or resolutions coming before said Board or committee. All votes taken during a meeting shall be taken by roll call.
8. Delegation of Authority -- So much of the authority of the Board as it may deem necessary may be delegated to such officers and employees or to committees appointed by the Board provided such delegation of powers shall be given by recorded Board action.

D. Article IV Organization of the University
   1. President of the University
      a. The President of the University shall be the chief executive and academic officer of the University. The President shall have direct charge of, and be directly responsible to the Board for the operation of the University.
      b. The President shall, so far as his/her duties may permit, attend all meetings of the Board and of the Executive Committee, but he/she may be excused at any time.
      c. He/she shall, at each regular meeting of the Board, report upon the progress, condition and needs of the University, and recommend such measures as in his/her judgment will promote the University's interests.
      d. The President of the University, as the chief academic officer of the University, shall be responsible to the Board for the academic programs of the University, procurement of staff; the establishment and maintenance of separate schools, colleges and departments of instruction within the University; the relationships and coordination of educational activities between campuses, special divisions and units; and the planning, development and carrying out of all research projects.
      e. The President, as the chief academic officer of the University, shall have the right to preside and vote at any faculty meeting. He/she shall appoint all non-Board committees of the University, unless otherwise provided by the Board.
      f. Any University Rules and Regulations, Executive Orders and Executive Guidelines of the President or delegations of general authority shall be filed with the Secretary of the Board and unless otherwise specified, shall be effective from the time of such filing

until changed, modified or repealed by the President or by the Board.

g. The President of the University will establish policies for intercollegiate athletics in compliance with the rules and regulations of applicable regional or national athletic conferences or associations, so long as these rules and regulations are not in conflict with policies, rules or regulations of the Board. The President will report periodically to the Board of Curators on the intercollegiate athletic programs.

2. Campuses of the University
   a. General
      (1) Campuses of the University of Missouri shall be established by the Board. Each campus shall be a unit of the University.
      (2) Campus chancellors, provosts and other officers as may be specifically designated by the Board shall be appointed by the Board upon recommendation of the President.
   b. Individual Campuses -- Until otherwise provided by the Board, there are the following campuses of the University (to include their respective sites, academic programs, and administrative staff as now constituted):
      (1) University of Missouri-Columbia;
      (2) Missouri University of Science and Technology;
      (3) University of Missouri-Kansas City; and
      (4) University of Missouri-St. Louis.
3. University System Units -- University System units may be created to carry out such functions as may be assigned them by the President of the University. These units shall be under the direct supervision of the President, but shall perform their functions in consultation and cooperation with the chief administrative officer of each campus as to their activities and programs on the respective campuses.

E. Article V Academic Staff
   1. Until further order of the President or the Board, the colleges, schools and other departments with offices of deans or department directors as presently established and degrees as presently offered shall be continued.
   2. Faculties may organize to carry out the responsibilities and functions which may be delegated to them. The form of any such organization and any amendments or modifications thereto shall be presented through the President to the Board for its approval before becoming effective.

F. Article VI Students
   1. A student at the University shall be any person who is registered in or pursuing any educational program of the University.
      a. Temporary interruptions of registration between academic periods of the University shall not necessarily terminate student status.
      b. Such students are subject to classifications, as may be established from time to time by the Board or the President, and shall be subject to such rules, regulations and restrictions as may now be established or hereafter from time to time established by the Board or the President.
   2. Delegation of Administration
      a. The Board of Curators hereby delegates to the President of the University the responsibility for administering policies pertaining to the conduct of students and student organizations at the University as such conduct relates to the lawful mission, process or function of the University.
      (1) The President may issue University Rules and Regulations and may authorize campus rules and regulations to be adopted, issued and published implementing Board Rules and Regulations establishing standards of conduct and to provide for administration of University and campus regulations.
      (2) Failure to adopt such rules and regulations, however, shall not relieve any student or student organizations of the obligation to adhere to Board Rules and Regulations establishing general standards of student conduct.
      b. University or campus rules, regulations and procedures as herein authorized shall be in accordance with the Board Rules and Regulations and shall provide for prompt consideration and disposition of alleged violation of such University or campus rules and regulations; provided, however that such procedures shall be in accordance with basic standards of fairness and shall be simple and appropriate to the nature of the case, and shall provide for notice and a hearing.
   3. Until changed, modified or repealed, the provisions of the present Board Rules and Regulations relating to students which are not inconsistent with the provisions of these bylaws shall be considered to be in force.

G. Article VII Board Rules and Regulations
   1. Any action by the Board establishing policy or methods of procedure, administrative, business, academic, or otherwise, shall be known as "Board Rules and Regulations."

2. Board Rules and Regulations may be adopted by the Board, or may be amended or repealed, in whole or in part, at any meeting of the Board.
3. All policies and procedures falling within the definition of Board Rules and Regulations as herein defined, and in existence upon the date of the adoption of these bylaws, shall be a part of the Board Rules and Regulations.
4. Board Rules and Regulations shall be effective upon adoption by the Board unless a different effective date be fixed by the Board.
5. The Secretary of the Board shall keep all Board Rules and Regulations on file in his or her office, and may publish Board Rules and Regulations from time to time.
6. In the absence of an applicable bylaw, the Board shall be guided by Roberts Rules of Order, particularly those rules relating to Boards.

H. Article VIII Amendment of Bylaws
   1. New bylaws may be adopted, and bylaws may be amended or repealed, at any meeting of the Board, but no such action shall be taken unless notice of such proposed adoption, amendment, or repeal shall have been given at a previous meeting or notice in writing of the proposed change shall have been served upon each member of the Board at least thirty days in advance of the final vote upon such change; provided, however, that by consent of each member, regardless of whether present at the meeting of the Board, the requirements for such notice may be waived at any time. Any provisions of these bylaws, with the exclusion of this Section 10.030H.1 pertaining to the amendment of bylaws, may be suspended in connection with the consideration of a matter before the Board by an affirmative vote of not less than 2/3 of the members of the Board in attendance at the meeting where such suspension is being considered.

I. Article IX Adoption of Bylaws
   1. These bylaws shall be and become effective on the 1st day of July, 2010. All former bylaws of the Board are hereby repealed.

These bylaws, as adopted and from time to time amended shall be known and cited as Board Bylaws of 2010.

Roll call vote:

Curator Bradley voted yes.
Curator Carnahan voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.

Curator Fraser voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.
Curator Russell voted yes.
Curator Wasinger voted yes.

The motion carried.

General Business

Good and Welfare – Draft July 2010 Board of Curators meeting agenda

It was moved by Curator Carnahan and seconded by Curator Erdman, that the public session of the Board of Curators meeting, June 10-11, 2010, be adjourned.

Roll call vote:

Curator Bradley voted yes.
Curator Carnahan voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Fraser voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.
Curator Russell voted yes.
Curator Wasinger voted yes.

The motion carried.

The public session of the Board of Curators meeting concluded at 9:37 A.M., on Friday, June 11, 2010.

BOARD OF CURATORS MEETING – EXECUTIVE SESSION

The executive session of the University of Missouri Board of Curators meeting reconvened at 10:20 A.M., on Friday, June 11, 2010, in Columns Ballroom 208 CDE of the Donald W. Reynolds Alumni and Visitors Center on the University of Missouri-

Columbia campus, pursuant to public notice given of said meeting. Curator Judith Haggard, Chairwoman of the Board of Curators, presided over the executive session of the meeting.

Present
The Honorable David R. Bradley
The Honorable John M. Carnahan III
The Honorable Don M. Downing
The Honorable Warren K. Erdman
The Honorable Buford M. (Bo) Fraser
The Honorable Wayne Goode
The Honorable Judith G. Haggard
The Honorable Doug Russell
The Honorable David G. Wasinger
Student Representative Laura A. Confer

Also Present
Mr. Gary D. Forsee, President, University of Missouri System
Mr. Stephen J. Owens, General Counsel
Ms. Kathleen M. Miller, Secretary of the Board of Curators
Dr. Brady J. Deaton, Chancellor, University of Missouri-Columbia
Dr. Steven Graham, Senior Associate Vice President for Academic Affairs
Mr. Mike Alden, Director of Athletics, University of Missouri-Columbia

Hibbs Chairs and Professorships Certification – presented by Senior Associate Vice President Graham and Chancellor Deaton (completed signature page on file)

It was recommended by Senior Associate Vice President Graham and Chancellor Deaton, endorsed by President Forsee, moved by Curator Carnahan and seconded by Curator Wasinger, that the following action be approved:

> The Chairwoman of the Board of Curators shall be authorized to sign a certification that the holders of each chair and professorship, established pursuant to the April 3, 2002 will of Sherlock Hibbs, are dedicated and articulate disciples of the free and open market economy (the Ludwig von Mises Austrian School of Economics), as supported by the documentation provided by the holders thereof, Dean Bruce Walker, and Chancellor Brady Deaton.

The full report is on file with the Dean of the Trulaske College of Business, MU.

Roll call vote:

Curator Bradley voted yes.
Curator Carnahan voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Fraser voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.
Curator Russell voted yes.
Curator Wasinger voted yes.

The motion carried.

Curators' Professorship: Professor Michael B. Kruger, UMKC – presented by Senior Associate Vice President Graham

It was recommended by Chancellor Morton, endorsed by President Forsee, recommended by the Academic, Student and External Affairs Committee, moved by Curator Wasinger and seconded by Curator Russell, that the following action be approved:

upon the recommendation of Chancellor Morton, the Provost and the Dean of the College of Arts and Science, and the campus Committee on the Appointment of Curators' Professors, Professor Michael B. Kruger shall be named to the position of University of Missouri Curators' Professor, effective September 1, 2010. Professor Kruger will receive a $10,000 annual stipend as long as he holds this position. $5,000 will go to increased compensation (salary and benefits less applicable taxes) with the remaining $5,000 available for professional expenses associated with his teaching, research, or creative activities. In accordance with Collected Rules and Regulations, 320.070, this appointment is for a period of five years which may be renewed at the discretion of the Chancellor.

(The complete nomination materials are on file in the Office of Academic Affairs.)

Roll call vote:

Curator Bradley voted yes.
Curator Carnahan voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Fraser voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.
Curator Russell voted yes.
Curator Wasinger voted yes.

The motion carried.

Curators' Professorship: Professor Jerry R. Dias, UMKC – presented by Senior Associate Vice President Graham

It was recommended by Chancellor Morton, endorsed by President Forsee, recommended by the Academic, Student and External Affairs Committee, moved by Curator Wasinger, and seconded by Curator Russell, that the following action be approved:

> upon the recommendation of Chancellor Morton, the Provost and the Dean of the College of Arts and Science, and the campus Committee on the Appointment of Curators' Professors, Professor Jerry R. Dias shall be named to the position of University of Missouri Curators' Professor, effective September 1, 2010. Professor Dias will receive a $10,000 annual stipend as long as he holds this position. $5,000 will go to increased compensation (salary and benefits less applicable taxes) with the remaining $5,000 available for professional expenses associated with his teaching, research, or creative activities. In accordance with Collected Rules and Regulations, 320.070, this appointment is for a period of five years which may be renewed at the discretion of the Chancellor.

(The complete nomination materials are on file with the Office of Academic Affairs.)

Roll call vote:

Curator Bradley voted yes.
Curator Carnahan voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Fraser voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.
Curator Russell voted yes.
Curator Wasinger voted yes.

The motion carried.

Dr. Graham excused himself from the meeting.

University President's Report to the Board of Curators on contracts, property and personnel – presented by President Forsee

General Counsel's Report – presented by General Counsel Owens

Litigation Report – presented by General Counsel Owens (report on file)

It was moved by Curator Carnahan and seconded by Curator Bradley, that the meeting of the Board of Curators meeting, June 10-11, 2010, shall be adjourned.

Roll call vote:

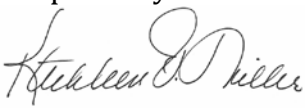
Curator Bradley voted yes.
Curator Carnahan voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Fraser voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.

Curator Russell voted yes.
Curator Wasinger voted yes.

The motion carried.

There being no further business to come before the Board of Curators, the meeting was adjourned at 12:35 P.M., on Friday, June 11, 2010.

Respectfully submitted,



Kathleen M. Miller
Secretary of the Board of Curators

Approved by the Board of Curators on July 23, 2010.