

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



BOARD OF CURATORS

Minutes of the Board of Curators Meeting
December 8-9, 2011
Millennium Student Center, University of Missouri-St. Louis
St. Louis, Missouri

A meeting of the Presidential Search Committee meeting convened at 11:00 A.M. in Century Rooms A & B of the Millennium Student Center and adjourned at 12:20 P.M.

BOARD OF CURATORS MEETING – PUBLIC SESSION

A meeting of the University of Missouri Board of Curators was convened in public session at 1:05 P.M., on Thursday, December 8, 2011, in Century Rooms A & B of the Millennium Student Center on the University of Missouri-St. Louis campus, St. Louis, Missouri, pursuant to public notice given of said meeting. Curator Warren K. Erdman, Chairman of the Board of Curators, presided over the meeting.

Present

The Honorable David R. Bradley
The Honorable Donald L. Cupps
The Honorable Don M. Downing
The Honorable Warren K. Erdman
The Honorable Wayne Goode
The Honorable Judith G. Haggard
The Honorable Pamela Q. Henrickson
The Honorable David L. Steward
The Honorable Craig A. Van Matre

Also Present

Mr. Stephen J. Owens, Interim President
Mr. Phillip J. Hoskins, Acting General Counsel
Ms. Cindy Harmon, Secretary of the Board of Curators
Miss Laura A. Confer, Student Representative to the Board of Curators
Dr. Gary Allen, Vice President for Information Technology
Dr. Brady J. Deaton, Chancellor for University of Missouri

Dr. Thomas F. George, Chancellor for 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 of 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. W. Kent Wray, Interim Chancellor for Missouri University of Science and Technology
Ms. Kathleen Miller, Chief of Staff
Ms. Cindy Pollard, Associate Vice President of Strategic Communications
Media representatives

General Business

Review of Consent Agenda – no discussion

Approval of Board of Curators Executive Committee and Standing Committee Appointments, 2011

It was recommended by Chairman Erdman, moved by Curator Goode and seconded by Curator Steward, that the following Board of Curators Executive Committee and Standing Committees appointments be approved for 2011:

Executive Committee

Warren K. Erdman, Chairman
David R. Bradley
Don M. Downing

Academic, Student and External Affairs Committee

Judith G. Haggard, Chairwoman
Wayne Goode
Pamela Q. Henrickson
Craig A. Van Matre
Warren K. Erdman, ex officio
Laura A. Confer, ex officio
Stephen J. Owens, ex officio

Audit Committee

Wayne Goode, Chairman

Don M. Downing
Craig A. Van Matre

Compensation and Human Resources Committee

David R. Bradley, Chairman
Donald L. Cupps
Judith G. Haggard
David L. Steward

Finance Committee

Don M. Downing, Chairman
David R. Bradley
Wayne Goode
David L. Steward

Governance, Resources and Planning Committee

Judith G. Haggard, Chairwoman
Donald L. Cupps
Pamela Q. Henrickson
Warren K. Erdman, ex officio
Stephen J. Owens, ex officio

Roll call vote:

Curator Bradley voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.
Curator Henrickson voted yes.
Curator Steward voted yes.
Curator Van Matre voted yes.

The motion carried.

Resolution for Executive Session of the Board of Curators Meeting

It was moved by Curator Bradley and seconded by Curator Downing, that there shall be an executive session with a closed record and closed vote of the Board of Curators meeting, on December 8-9, 2011 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.

Roll call vote:

Curator Bradley voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.
Curator Henrickson voted yes.
Curator Steward voted yes.
Curator Van Matre voted yes.

The motion carried.

Board of Curators standing committee meetings were convened at 1:10 pm and concluded at 5:20 pm.

BOARD OF CURATORS MEETING – EXECUTIVE SESSION

A meeting of the University of Missouri Board of Curators was convened in executive session at 5:30 P.M., on Thursday, December 8, 2011, in Room 313 of the Millennium Student Center on the University of Missouri-St. Louis campus, St. Louis, Missouri, pursuant to public notice given of said meeting. Curator Warren K. Erdman, Chairman of the Board of Curators, presided over the meeting.

Present

The Honorable David R. Bradley
The Honorable Donald L. Cupps
The Honorable Don M. Downing
The Honorable Warren K. Erdman
The Honorable Wayne Goode
The Honorable Judith G. Haggard
The Honorable Pamela Q. Henrickson
The Honorable David L. Steward
The Honorable Craig A. Van Matre

Also Present

Mr. Stephen J. Owens, Interim President
Mr. Phillip J. Hoskins, Acting General Counsel
Ms. Cindy Harmon, Secretary of the Board of Curators
Miss Laura A. Confer, Student Representative to the Board of Curators

Executive session of the Compensation and Human Resources Committee was conducted.

Annual Performance Review, Phillip J. Hoskins, Acting General Counsel – presented by Curator David Bradley, Chairman of the Compensation and Human Resources Committee.

Extend Employment Agreement for the New President of the University of Missouri System

It was recommended by the Presidential Search Committee, moved by Curator Bradley, and seconded by Curator Steward, that the following action be approved:

that the Chairman of the Board of Curators be authorized to extend an employment agreement to Timothy M. Wolfe as the new President of the University of Missouri System on terms and conditions substantially and materially the same as discussed and agreed to by the Board of Curators and subject to review and approval as to legal form by Acting General Counsel Hoskins.

Roll call vote of Board:

Curator Bradley voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.
Curator Henrickson voted yes.
Curator Steward voted yes.
Curator Van Matre voted yes.

The motion carried.

The executive session of the Board of Curators meeting recessed at 6:00 PM on Thursday, December 8, 2011.

Board of Curators, President and General Officers Working Dinner was held at the Norwood Hills Country Club regarding University of Missouri – St. Louis Faculty’s Community Impact.

BOARD OF CURATORS MEETING – PUBLIC SESSION

UMSL Faculty Senate Breakfast with the Board of Curators

Room C, Millennium Student Center, University of Missouri – St. Louis, St. Louis, Missouri.

Performance by the a cappella group Vocal Point

A meeting of the University of Missouri Board of Curators reconvened in public session at 9:00 A.M., on Friday, December 9, 2011, in Century Rooms A & B of the Millennium Student Center on the University of Missouri-St. Louis campus, St. Louis, Missouri, pursuant to public notice given of said meeting. Curator Warren K. Erdman, Chairman of the Board of Curators, presided over the meeting.

Present

The Honorable David R. Bradley
The Honorable Donald L. Cupps
The Honorable Don M. Downing
The Honorable Warren K. Erdman
The Honorable Wayne Goode
The Honorable Judith G. Haggard
The Honorable Pamela Q. Henrickson
The Honorable David L. Steward
The Honorable Craig A. Van Matre

Also Present

Mr. Stephen J. Owens, Interim President
Mr. Phillip J. Hoskins, Acting General Counsel
Ms. Cindy Harmon, Secretary of the Board of Curators
Miss Laura A. Confer, Student Representative to the Board of Curators
Dr. Gary Allen, Vice President for Information Technology
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Mr. Leo E. Morton, Chancellor of 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. W. Kent Wray, Interim Chancellor for Missouri University of Science and Technology
Ms. Kathleen Miller, Chief of Staff
Ms. Cindy Pollard, Associate Vice President of Strategic Communications
Media representatives

General Business

Board Chairman's Report – presented by Chairman Erdman (recording on file)

Topic: Advancing Missouri Communities

Those recognized from each campus included:

- Lisa Dorner's work in partnering UMSL with the St. Louis Language Immersion School
- Anne Marie Foley's service learning office at the University of Missouri – Columbia

- Katie Shannon's seminar course in biological sciences at Missouri University of Science and Technology
- Melanie Simmer-Beck's community dental clinics at University of Missouri – Kansas City

Chairman Erdman also gave remarks regarding his year as leader of the Board of Curators and thanked the administration for their continued and diligent leadership through a difficult year.

University Interim President's Report – presented by Interim President Owens (recording and slides on file)

Interim President Owens focused on a time of change at the University of Missouri:

- Leadership
- Online instruction
- Retirement security
- Operational Excellence Initiative (shared services)
- Funding

Chancellors' Panel Discussion – Development (recording on file)

Participants included:

- Missouri S & T – Interim Chancellor Wray
- University of Missouri – Kansas City – Chancellor Morton
- University of Missouri – St. Louis – Chancellor George
- University of Missouri – Columbia – Chancellor Deaton

Discussion moderated by Interim President Owens.

Consent Agenda

It was endorsed by Interim President Owens, moved by Curator Haggard and seconded by Curator Van Matre, that the following items be approved by consent agenda:

CONSENT AGENDA

1. Minutes, October 4, 2011 Special Board of Curators meeting
2. Minutes, October 20-21, 2011 Board of Curators meeting
3. Minutes, October 19-20, 2011 Presidential Search Committee meeting
4. Minutes, October 29, 2011 Presidential Search Committee meeting
5. Minutes, November 3, 2011 Presidential Search Committee meeting

6. Minutes, November 14, 2011 Presidential Search Committee meeting
7. Minutes, November 19, 2011 Presidential Search Committee meeting
8. Budget Modification Approval – East Campus Chiller Plant, MU
9. Approval of Spinal Cord Injuries and Congenital or Acquired Disease Processes Research Program Proposals
10. Approval of Spinal Cord Injuries and Congenital or Acquired Disease Processes New Board Members
11. Revision to Collected Rules and Regulations 230.070 D.1.a.
Educational Assistance Program for University Employees, Other than Graduate Teaching and Research Assistants

Roll call vote:

Curator Bradley voted yes.
Curator Cupps was absent for vote.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.
Curator Henrickson voted yes.
Curator Steward voted yes.
Curator Van Matre voted yes.

The motion carried.

1. Minutes, October 4, 2011 Special Board of Curators Meeting - as provided to the curators for review and approval.
2. Minutes, October 20-21, 2011 Board of Curators Meeting - as provided to the curators for review and approval.
3. Minutes, October 19-20, 2011 Presidential Search Committee Meeting – as provided to the curators for review and approval.
4. Minutes, October 29, 2011 Presidential Search Committee Meeting – as provided to the curators for review and approval.
5. Minutes, November 3, 2011 Presidential Search Committee Meeting – as provided to the curators for review and approval.

6. Minutes, November 14, 2011 Presidential Search Committee Meeting – as provided to the curators for review and approval.
7. Minutes, November 19, 2011 Presidential Search Committee Meeting – as provided to the curators for review and approval.
8. Budget Modification Approval – East Campus Chiller Plant, MU -

It was approved to increase the East Campus Chiller Plant project budget from \$15,000,000 to \$16,085,993 with Campus Facilities Energy Management capital funds.

Funding of the project budget is from:

Revenue Bonds	\$ 10,000,000
<u>Campus Utility Capital Reserve</u>	<u>6,085,993</u>
Total Capital Project Funds	\$16,085,993

9. Approval of Spinal Cord Injuries and Congenital or Acquired Disease Processes Research Program Proposals

Approved the one research proposal approved by the Spinal Cord Injuries Research Program Advisory Board as presented:

Development of an iPhone/iPad Application for Individuals with Limited Finger Mobility

Holly Hollingsworth
Program in Physical Therapy
Washington University School of Medicine
Total funding recommended \$126,120

10. Approval of Spinal Cord Injuries and Congenital or Acquired Disease Processes New Board Members

That the new members be approved for the Spinal Cord Injuries and Congenital or Acquired Disease Processes Research Program Advisory Board for term to begin immediately.

It is recommended that:

Renee C. Stucky, PhD. be appointed to replace Hiroko Arikawa with a three year term beginning January 2012.

Michael E. Acuff, M.D. be appointed to replace Justin Brown with a three year term beginning January 2012.

11. Revision to Collected Rules and Regulations 230.070 D.1.a. Educational Assistance Program for University Employees, Other than Graduate Teaching and Research Assistants

Collected Rules and Regulations

230.070 Educational Assistance Program for University Employees, Other than Graduate Teaching and Research Assistants

Bd. Min. 2-19-71, p. 35,487; Amended Bd. Min. 3-18-77, 6-18-82; Amended Bd. Min. 12-12-86, 12-7-90, Amended Bd. Min. 5-23-03, Amended Bd. Min. 11-29-07; Amended Bd. Min. 10-23-09, Amended Bd. Min. 12-9-11.

- A. **All employees classified at least 75 percent FTE**—with an indicated appointment duration of at least 6 months and regularly scheduled to work a minimum average of 30 hours per week may enroll for not more than six credit hours per semester (a maximum of three during the summer session or intersession) in college level, credit courses. Those appointed on a full-time, nine-month basis, however, may enroll for not more than the maximum number of hours allowable by that campus during the summer session, provided they do not hold an appointment for the summer session.
1. These employees:
 - a. Shall be permitted to receive credit for courses taken within the regulations of the University of Missouri;
 - b. Will pay 25 percent of the normal Tuition and Supplemental Fees when enrolling with the intention of receiving academic credit for the course(s). He (or she) will pay the normal amount on all other fees. No Tuition nor Supplemental Fee is required if the employee audits courses on his or her own or at the request of the department head.
 - c. Prior to the end of the semester/session in which Educational Assistance is being requested, an employee must submit a request (Form #UM84-1), approved by his department head, the dean or director or by the Provost or designee on campuses with no schools or colleges, indicating the course(s) to be taken, its (their) purpose, and how the time is to be adjusted.

2. Employees must file an application to enroll with the Registrar and meet the student admission requirements.

B. Administrative, Service and Support Staff (non-academic) enrolling in college classes are subject to the following conditions:

1. Immediately prior to registration, the employee must have completed a six-month period of continuous employment. If the course work is part of the required job training procedure for the work to be done by the employee, the six-month employment requirement may be waived.
2. The course(s):
 - a. Must be taken outside scheduled working hours, or
 - b. An equivalent adjustment must be made in the employee's work schedule to make up the time away from work, or
 - c. An equivalent adjustment must be made in the employee's pay, or
 - d. The time away from work must be deducted from an employee's vacation.
3. When an employee is requested by the department head to enroll in a course(s) which is (are) directly related to his (or her) assigned University responsibilities, the time away from work to attend classes shall be considered as part of his (or her) regular work schedule.
4. Class attendance shall not take priority over the work to be performed except as outlined above.
5. An employee who has retired under the University of Missouri Retirement, Disability and Death Benefit Plan, will be permitted to register and receive credit for courses without payment of fees, providing there is space available. Such retired employee must meet the student admission requirements. The retired employee shall also present to the Registrar the Retirement Identification Card at time of registration.

C. Tuition Reduction for Spouses and Dependents

1. Definitions

- a. **Employee:** Employees must be currently employed as a benefit eligible employee and have five years of continuous, full-time service with the University at some point, prior to the deadline for registration. The employee must remain a University of Missouri employee through the beginning of the course in which the spouse/dependent is enrolled. If the employee separates from the University, the spouse/dependent may complete the semester in which enrolled.
- b. **Eligible Spouse:** The legal spouse of an Employee, excluding a divorced spouse or a spouse separated by contract or decree from the Employee. Employees eligible for the Educational Assistance Program are excluded from the definition of Eligible Spouse.
- c. **Eligible Dependent Child or Children:** Eligible Dependent Child or Children must meet the criteria required under the definitions of “Child or Children” and “Dependent” based on the terms and conditions of the University of Missouri Medical Benefits Plan with the exception that foster children shall not be eligible under this program. Employees eligible for the Educational Assistance Program are excluded from the definition of Eligible Dependent.
- d. **Course:** University of Missouri college credit course is defined as any undergraduate, graduate, or professional credit course offered by the institution up to a total of 140 credit hours per eligible spouse or dependent child(ren). University programs of study, which blend undergraduate and graduate courses, are included and may be accessed up to the 140 credit hour limit.
- e. **Fees:** Tuition only. Activity fees, books and other expenses are the responsibility of the participant. Application for this tuition reduction must be made prior to the end of the semester/session in which Tuition Reimbursement is being requested. No tuition reduction will be granted for courses previously completed. The regular refund policy of the University applies in cases of withdrawal from a course.

2. Benefit

- a. The University will provide a benefit equal to a 50% reduction of tuition for an Eligible Spouse or an Eligible Dependent Child of Eligible Employees for up to 140 credit hours of University of Missouri college credit courses per Eligible Spouse or Eligible Dependent Child. The tuition benefit will not exceed 50% if both spouses or both parents are Eligible Employees. For all courses (undergraduate, graduate, or

professional), the rate of such tuition reduction shall be based upon the tuition charged to a resident student for undergraduate courses.

Academic, Student and External Affairs

Committee Chairwoman Haggard provided a recap of the December 8, 2011 Academic, Student and External Affairs Committee meeting.

Information

1. Endowed Chairs Report
2. Fall Enrollment Report
3. Student Success Report
4. Chancellors' Updates on Strategies for Improving College Completion Rates

Audit

Committee Chairman Goode provided a recap of the December 8, 2011 Audit Committee meeting.

Information

1. Review of Audit Matrix and 2012 Audit Committee Schedule

Compensation and Human Resources

Committee Chairman Bradley provided a recap of the December 8, 2011 Compensation and Human Resources Committee meeting.

Action

1. Approve Contract for Master Administrator

Approve Contract for Master Administrator

It was recommended by Vice President Rodriguez, endorsed by Interim President Owens, recommended by the Compensation and Human Resources Committee, moved by Curator Steward, and seconded by Curator Haggard, that the following action be approved:

that the Vice President for Human Resources be authorized to contract with Fidelity Investments to provide recordkeeping and administration services for the

defined contribution portion of the New Retirement Plan for new employees, and for the current Tax Deferred Investment program.

Agreements entered into by the University are subject to review and approval by the Vice President for Human Resources and General Counsel.

Roll call vote of Board:

- Curator Bradley voted yes.
- Curator Cupps voted yes.
- Curator Downing voted yes.
- Curator Erdman voted yes.
- Curator Goode voted yes.
- Curator Haggard voted yes.
- Curator Henrickson voted yes.
- Curator Steward voted yes.
- Curator Van Matre voted yes.

The motion carried.

Finance

Committee Chairman Downing provided a recap of the December 8, 2011 Finance Committee meeting.

Information

1. Investment Update, UM
2. Physical Facilities Quarterly Report, UM
3. FY2013 – 2015 Strategic Financial Planning Assumptions, UM
4. FY2013 Tuition and Fees, UM
5. Financial Aid Report, UM
6. Performance Funding, UM
7. Development and Capital Campaigns Update

Action

1. Insurance Broker Selection, UM

Insurance Broker Selection, UM _____

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

that the Vice President for Finance and Administration be authorized to retain the firms of Arthur J. Gallagher & Company (an Illinois corporation with a St. Louis office), Lockton Insurance Agency, Inc. (A Missouri company), and Marsh & McLennan Risk Capital Holdings, LTD (a New York company), to provide insurance broker services for all property, casualty, fidelity, and student insurance for the period February 1, 2012 thru January 31, 2017.

Roll call vote of Board:

Curator Bradley voted yes.
Curator Cupps abstained.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.
Curator Henrickson voted yes.
Curator Steward voted yes.
Curator Van Matre voted yes.

The motion carried.

General Business

Good and Welfare

Draft February 2012 Board of Curators meeting agenda – no discussion (on file)

Election of Board of Curators Chairperson, 2012 -

Upon the motion of Curator Van Matre, Curator Bradley was nominated to serve as Chairperson of the Board of Curators for the term January 1, 2012 through December 31, 2012. The nomination was seconded by Curator Goode.

Roll call vote:

Curator Bradley abstained.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.
Curator Henrickson voted yes.
Curator Steward voted yes.
Curator Van Matre voted yes.

The motion carried.

Election of Board of Curators Vice Chairperson, 2012 –

Upon the motion of Curator Downing, Curator Goode was nominated to serve as Vice Chair of the Board of Curators for the term January 1, 2012, through December 31, 2012. The nomination was seconded by Curator Cupps.

Roll call vote:

Curator Bradley voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Goode abstained.
Curator Haggard voted yes.
Curator Henrickson voted yes.
Curator Steward voted yes.
Curator Van Matre voted yes.

The motion carried.

Board Officer Transition

Chairman-Elect Bradley presented Chairman Erdman with an engraved plaque in recognition of his service as 2011 Board chair.

Chairman Erdman presented Chairman-Elect Bradley with The University of Missouri, A Centennial History, a book by Jonas Viles (Curator Lichtenegger began this tradition

when he served as chairman of the board.) Acceptance remarks were made by Curator Bradley.

It was moved by Curator Goode and seconded by Curator Downing, that the public session of the Board of Curators meeting, December 8-9, 2011, be adjourned.

Roll call vote:

Curator Bradley voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.
Curator Henrickson voted yes.
Curator Steward voted yes.
Curator Van Matre voted yes.

The motion carried.

The public session of the Board of Curators meeting adjourned at 10:35 AM on Friday, December 9, 2011.

BOARD OF CURATORS MEETING – EXECUTIVE SESSION

A meeting of the University of Missouri Board of Curators was reconvened in executive session at 11:00 A.M., on Friday, December 9, 2011, in Room 313, Millennium Student Center on the University of Missouri – St. Louis campus, St. Louis, Missouri. Curator Warren K. Erdman, Chairman of the Board of Curators, presided over the meeting.

Present

The Honorable David R. Bradley
The Honorable Donald L. Cupps
The Honorable Don M. Downing
The Honorable Warren K. Erdman
The Honorable Wayne Goode
The Honorable Judith G. Haggard
The Honorable Pamela Q. Henrickson
The Honorable David L. Steward
The Honorable Craig A. Van Matre

Also Present

Mr. Stephen J. Owens, Interim President, University of Missouri System
Mr. Phillip J. Hoskins, Acting General Counsel
Ms. Cindy S. Harmon, Secretary of the Board of Curators
Miss Laura A. Confer, Student Representative to the Board of Curators
Dr. Brady J. Deaton, Chancellor, University of Missouri-Columbia
Dr. Thomas F. George, Chancellor for University of Missouri – St. Louis
Dr. Leo E. Morton, Chancellor of University of Missouri – Kansas City
Dr. W. Kent Wray, Interim Chancellor, Missouri University of Science and Technology
Ms. Natalie “Nikki” Krawitz, Vice President of Finance and Administration
Ms. Mary Austin, Associate Athletic Director – Compliance, MU
Ms. Mitzi Clayton, Assistant Athletic Director – Compliance, MU

General Business

Acting General Counsel’s Report – presented by Acting General Counsel Hoskins with assistance from Ms. Austin and Ms. Clayton regarding training on regulations related to NCAA compliance. No action taken by the Board.

University President’s Report to the Board of Curators on contracts, property and personnel – presented by Interim President Owens

Litigation Report – presented by Acting General Counsel Hoskins (report on file in General Counsel’s Office)

Authorization for Creation of Separate Legal Entity(ies)– Establish Subsidiaries for Financing Renewable Energy Projects, UM

It was recommended by Vice President Krawitz, endorsed by Interim President Owens, recommended by the Finance Committee, moved by Curator Steward and seconded by Curator Haggard, that the following action be approved:

that the Vice President for Finance and Administration be authorized to pursue certain transactions relating to the construction and financing of renewable energy projects at the University of Missouri—Columbia and Missouri University of Science and Technology, in order to take advantage of potential federal incentives, as follows:

1. To form one or more subsidiaries, which are directly or indirectly at least 90% owned and controlled by the university, to serve as project companies;
2. To lease land and facilities and grant easements and other rights to the project companies for up to 30 years, and to make such capital contributions, loans, and other advances of assets and funds to the project companies in an aggregate amount of up to the project budget as approved by the Board, in all cases as necessary to construct and own the projects and otherwise upon such terms and conditions as are appropriate in the judgment of the Vice President for Finance and Administration;
3. To cause the project companies to complete the projects, lease the same back to the university or enter into other arrangements with the university, and apply for federal grants, incentives, and other benefits, in all cases as necessary to fulfill the objectives of the projects and otherwise upon such terms and conditions as are appropriate in the judgment of the Vice President for Finance and Administration.

In the event further modifications to the transaction structure are required in connection with the construction and financing of the projects and the pursuit of applicable federal incentives, the same may be approved in the judgment of the Vice President for Finance and Administration.

Roll call vote of Board:

Curator Bradley voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.
Curator Henrickson voted yes.
Curator Steward voted yes.
Curator Van Matre voted yes.

The motion carried.

It was moved by Curator Bradley and seconded by Curator Goode, that the meeting of the Board of Curators, December 8-9, 2011, be adjourned.

Roll call vote:

Curator Bradley voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Goode voted yes.
Curator Haggard voted yes.
Curator Henrickson voted yes.
Curator Steward voted yes.
Curator Van Matre voted yes.

The motion carried.

There being no further business to come before the Board of Curators, the meeting was adjourned at 12:50 P.M., on Friday, December 9, 2011.

Respectfully submitted,



Cindy S. Harmon
Secretary of the Board of Curators
University of Missouri

Approved by the Board of Curators on February 3, 2012.