

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



BOARD OF CURATORS

Minutes of the Board of Curators Meeting
April 10-11, 2014
Havener Center, Missouri University of Science and Technology
Rolla, Missouri

BOARD OF CURATORS MEETING – PUBLIC SESSION

A meeting of the University of Missouri Board of Curators was convened in public session at 9:08 A.M., on Thursday, April 10, 2014, in St Pat’s Ballroom A & B of the Havener Center on the Missouri University of Science and Technology campus, Rolla, Missouri, pursuant to public notice given of said meeting. Curator Don Downing, Chairman of the Board of Curators, presided over the meeting.

Present

The Honorable David R. Bradley
The Honorable Ann K. Covington
The Honorable Donald L. Cupps
The Honorable Don M. Downing
The Honorable Wayne Goode
The Honorable Pamela Q. Henrickson
The Honorable John R. Phillips
The Honorable David L. Steward

Also Present

Mr. Timothy M. Wolfe, President
Mr. Stephen J. Owens, General Counsel
Ms. Phyllis Hawk, Assistant to the Secretary of the Board of Curators
Ms. Tracy H. Mulderig, Student Representative to the Board of Curators
Dr. Gary Allen, Vice President for Information Technology
Dr. Henry “Hank” Foley, Executive Vice President of Academic Affairs
Mr. Stephen C. Knorr, Vice President for University Relations
Mr. Tom Richards, Treasurer and Interim Vice President of Finance
Dr. Betsy Rodriguez, Vice President for Human Resources
Dr. Cheryl B. Schrader, Chancellor for Missouri University of Science and Technology
Dr. Robert W. Schwartz, Chief of Staff

Mr. John Fougere, Chief Communications Officer, UM System
Media representatives

Appointment of Temporary Secretary of the Board of Curators

It was recommended by Chairman Downing, moved by Curator Cupps and seconded by Curator Goode, that in the absence of Secretary Harmon, Phyllis Hawk be approved to act as temporary Secretary of the Board of Curators.

Roll call vote:

Curator Bradley was absent.
Curator Covington voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Goode voted yes.
Curator Henrickson voted yes.
Curator Phillips voted yes.
Curator Steward was absent.

The motion carried.

The oath of office was administered to Tracy H. Mulderig as the new Student Representative to the Board of Curators.

General Business

Approval of Board of Curators Executive Committee and Board Standing Committee Appointments, 2014

It was recommended by Chairman Downing, moved by Curator Henrickson and seconded by Curator Phillips, that the following Board of Curators Executive Committee and Standing Committees appointments be approved for 2014:

Executive Committee

Don M. Downing, Chairman
Donald L. Cupps
David L. Steward

Academic, Student and External Affairs Committee

David L. Steward, Chairman
Ann K. Covington
Donald L. Cupps
Pamela Q. Henrickson
Tracy Mulderig, Student Representative

Audit Committee

Pamela Q. Henrickson, Chairwoman
David R. Bradley
Wayne Goode
John R. Phillips
David L. Steward

Compensation and Human Resources Committee

John R. Phillips, Chairman
David R. Bradley
Donald L. Cupps
Wayne Goode
Pamela Q. Henrickson

Finance Committee

Ann K. Covington, Chairwoman
Donald L. Cupps
Wayne Goode
John R. Phillips
David L. Steward
Tracy Mulderig, Student Representative

Governance, Resources and Planning Committee

Wayne Goode, Chairman
David R. Bradley
Ann K. Covington
Don Downing, ex officio
Tim Wolfe, ex officio

Roll call vote:

Curator Bradley was absent.
Curator Covington voted yes.

Curator Cupps voted yes.
Curator Downing voted yes.
Curator Goode voted yes.
Curator Henrickson voted yes.
Curator Phillips voted yes.
Curator Steward was absent.

The motion carried.

Resolution for Executive Session of the Board of Curators Meeting

It was moved by Curator Cupps and seconded by Curator Phillips, that there shall be an executive session with a closed record and closed vote of the Board of Curators meeting April 10 and 11, 2014 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 (14), RSMo**, relating to matters which are protected from disclosure by law; 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 was absent.
Curator Covington voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Goode voted yes.
Curator Henrickson voted yes.
Curator Phillips voted yes.
Curator Steward was absent.

The motion carried.

Compensation and Human Resources Committee

A meeting of the Compensation and Human Resources Committee was convened at 9:18 A.M. and recessed at 9:20 A.M. on Thursday April 10, 2014.

Academic, Student and External Affairs Committee

A meeting of the Academic, Student and External Affairs Committee was convened at 9:20 A.M. and recessed at 9:50 A.M. on Thursday April 10, 2014.

Information

1. The University Of Missouri/University of the Western Cape Partnerships: A Message to the World – presented by Brian O’Connell, Rector, University of the Western Cape (slides on file)

Action

Additional Action - Resolution for Brian O’Connell, Rector, University of the Western Cape

It was endorsed by President Wolfe, recommended by the Academic, Student and External Affairs Committee, moved by Curator Cupps and seconded by Curator Henrickson, that the following resolution recognizing Brian O’Connell, Rector of the University of the Western Cape, be approved:

RESOLUTION

WHEREAS, Brian O'Connell has served with distinction since assuming his first position at the University of the Western Cape in 1985 through his current position as UWC's rector, which is UWC's chief executive; and

WHEREAS, he has provided the passionate leadership necessary to take UWC from near bankruptcy to its current status as one of the top ranked and most well respected research universities on the African continent; and

WHEREAS, since 1986, he has been a great friend to the University of Missouri System through his involvement in the outstanding partnership between UM System and UWC. His calm, intelligent leadership has been essential in promoting and sustaining this remarkably successful partnership; and

WHEREAS, he has promoted UWC's identity as that of an engaged university focused on teaching the next generation of leaders for the new South African democracy, and promoting a culture at UWC that fosters deep intellectual engagement through teaching, research and service with present day challenges; and

WHEREAS, he has been recognized worldwide for his exceptional leadership and remarkable accomplishments, while maintaining a friendly, humble and supportive demeanor that only enhances his ability to work with diverse groups to accomplish laudable goals in higher education and in the larger society; and

WHEREAS, because of his extraordinary accomplishments, he was conferred an Honorary Doctorate of Humane Letters from the University of Missouri-Columbia in 2011:

NOW, THEREFORE, BE IT RESOLVED, that the Board of Curators, on behalf of the students, faculty, staff and alumni of the University of Missouri System, and on behalf of the citizens of the State of Missouri, does hereby adopt this resolution in appreciation of the dedicated and devoted service of Brian O'Connell; and

BE IT FURTHER RESOLVED, that the Secretary of the Board of Curators cause this resolution to be spread upon the minutes of this meeting and a duly inscribed copy thereof be furnished to Brian O'Connell.

Roll call vote:

Curator Bradley was absent.

Curator Covington voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Goode voted yes.
Curator Henrickson voted yes.
Curator Phillips voted yes.
Curator Steward was absent.

The public session of the Board of Curators meeting recessed at 9:50 A.M. on Thursday, April 10, 2014.

EXECUTIVE SESSION

A meeting of the University of Missouri Board of Curators was convened in executive session at 9:55 A.M., on Thursday, April 10, 2014, in the Silver and Gold Room of the Havener Center on the Missouri University of Science and Technology campus, Rolla, Missouri, pursuant to public notice given of said meeting. Curator Don Downing, Chairman of the Board of Curators, presided over the meeting.

Present

The Honorable David R. Bradley
The Honorable Ann K. Covington
The Honorable Donald L. Cupps
The Honorable Don M. Downing
The Honorable Wayne Goode
The Honorable Pamela Q. Henrickson
The Honorable John R. Phillips
The Honorable David L. Steward

Also Present

Mr. Timothy M. Wolfe, President
Mr. Stephen J. Owens, General Counsel
Dr. Betsy Rodriguez, Vice President for Human Resources
Mr. Tom Meredith, AGB Consultant

Compensation and Human Resources Committee – Executive Session

Report on Personnel and Contracts – presented by Chairman Phillips

No action taken by Board.

The executive session of the Board of Curators meeting recessed at 1:20 P.M.

PUBLIC SESSION

A meeting of the University of Missouri Board of Curators was reconvened in public session at 1:24 P.M., on Thursday, April 10, 2014, in St Pat's Ballroom A&B of the Havener Center on the Missouri University of Science and Technology campus, Rolla, Missouri, pursuant to public notice given of said meeting. Curator Don Downing, Chairman of the Board of Curators, presided over the meeting.

Present

The Honorable David R. Bradley
The Honorable Ann K. Covington
The Honorable Donald L. Cupps
The Honorable Don M. Downing
The Honorable Wayne Goode
The Honorable Pamela Q. Henrickson
The Honorable John R. Phillips
The Honorable David L. Steward

Also Present

Mr. Timothy M. Wolfe, President
Mr. Stephen J. Owens, General Counsel
Ms. Phyllis Hawk, Assistant to the Secretary of the Board of Curators
Miss Tracy H. Mulderig, Student Representative to the Board of Curators
Dr. Gary Allen, Vice President for Information Technology
Dr. Henry "Hank" Foley, Executive Vice President of Academic Affairs
Dr. Thomas F. George, Chancellor for University of Missouri – St. Louis
Mr. Stephen C. Knorr, Vice President for University Relations
Dr. R. Bowen Loftin, Chancellor for University of Missouri-Columbia
Mr. Leo E. Morton, Chancellor for University of Missouri – Kansas City
Mr. Tom Richards, Treasurer and Interim Vice President of Finance
Dr. Betsy Rodriguez, Vice President for Human Resources
Dr. Cheryl B. Schrader, Chancellor for Missouri University of Science and Technology
Dr. Robert W. Schwartz, Chief of Staff
Mr. John Fougere, Chief Communications Officer, UM System
Media representatives

General Business

Review of Consent Agenda – no discussion

Approval of 2015 Board of Curators Meeting Calendar

It was recommended by Chairman Downing, endorsed by President Wolfe, moved by Curator Goode and seconded by Curator Steward, that the proposed 2015 Board of Curators meeting calendar be approved as follows:

PROPOSED 2015 BOARD OF CURATORS MEETING CALENDAR

<u>DAYS</u>	<u>DATES</u>	<u>LOCATION</u>
Thursday-Friday	February 5-6	UM - Columbia
Thursday-Friday	April 9-10	Missouri S&T
Thursday-Friday	June 25-26	Columbia, Missouri
Friday	July 24	2-3 hour TelePresence
Thursday-Friday	October 1-2	UM – Kansas City
Thursday-Friday	December 10-11	UM – St. Louis

Roll call vote:

Curator Bradley voted yes.
Curator Covington voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Goode voted yes.
Curator Henrickson voted yes.
Curator Phillips voted yes.
Curator Steward voted yes.

The motion carried.

Board of Curators standing committee meetings were convened at 1:25 P.M. and concluded at 3:55 P.M. on Thursday, April 10, 2014. Committee actions were presented to the full Board for action following each Committee vote.

Compensation and Human Resources Committee

Curator Phillips provided time for discussion of committee business.

Information

1. Recommendations of Total Rewards Ad Hoc Task Force – presented by Vice President Rodriguez
2. Annual Retirement Plan Valuation – presented by Vice President Rodriguez and Howard Rog of Segel Company

Action

2. Retirement Plan Actuarial Assumptions

Approval of Retirement Plan Actuarial Assumptions

It was recommended by Vice President Rodriguez, endorsed by President Wolfe, recommended by the Compensation and Human Resources Committee, moved by Curator Phillips and seconded by Curator Covington, that the following action be approved:

that, the assumed investment rate of return, and amortization schedule assumptions for the University of Missouri's Retirement Plan, be changed as follows:

- Investment rate of return of 7.75%
- 30 year closed amortization

Roll call vote:

Curator Bradley voted yes.
Curator Covington voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Goode voted yes.
Curator Henrickson voted yes.
Curator Phillips voted yes.
Curator Steward voted yes.

The motion carried.

Finance Committee

Chairwoman Covington provided time for discussion of committee business.

Information

1. Preliminary Fiscal Year 2015 Budget, UM (information and slides on file)
2. Annual Debt Portfolio Review, UM (information and slides on file)

Audit Committee

Chairwoman Henrickson provided time for discussion of committee business.

Information

1. Fiscal Year 2013 A-133 Audit Report and NCAA Agreed Upon Procedures Reports, UM (information and slides on file)
2. Fiscal Year 2014 External Audit Scope, UM (information and slides on file)
3. Internal Audit Quarterly and Follow-up Reports, UM (information and slides on file)

Academic, Student and External Affairs Committee

Curator Steward provided time for discussion of committee business.

Information

1. University Relations Report (information and slides on file)

Chairman Downing requested that the Academic, Student and External Affairs Committee meeting agenda be amended to add an action permitting him to sign the “Statement on the Value of Public Higher Education in Missouri” composed by Marvin E. Wright, Board President of the University of Central Missouri and signed by other Missouri board presidents (as on file). The letter expresses concern about legislation that would decrease state funding for higher education and will be sent to each Missouri state senator and representative. The Academic, Student and External Affairs Committee voted unanimously to recommend the action.

Additional Action

Signing of “Statement on the Value of Public Higher Education in Missouri” – presented by Chairman Downing

It was recommended by the Academic, Student and External Affairs Committee, moved by Curator Steward and seconded by Curator Goode, that the following action be approved:

that Chairman Downing be permitted to sign the “Statement on the Value of Public Higher Education in Missouri” on behalf of the Board of Curators, which will be distributed to each Missouri state senator and representative (as on file with the minutes of this meeting).

Roll call vote:

Curator Bradley abstained.
Curator Covington voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Goode voted yes.
Curator Henrickson voted yes.
Curator Phillips voted yes.
Curator Steward voted yes.

The motion carried.

Action

1. Amendment, Collected Rules and Regulations 230.060 eLearning and Special Program Tuition and Fees – presented by Executive Vice President Foley (information on file)

It was recommended by Executive Vice President Henry C. Foley, endorsed by President Timothy M. Wolfe, recommended by the Academic, Student and External Affairs Committee, moved by Curator Steward and seconded by Curator Goode, that the following action be approved:

that the Collected Rules and Regulations 230.060 eLearning and Special Program Tuition and Fees be revised:

230.060 eLearning and Special Program Tuition and Fees

Bd. Min. 2-3-12; 4-10-14.

- A. Courses delivered primarily using eLearning technologies will use the following fee structure:
1. For undergraduate courses and programs the standard undergraduate tuition for resident and non-resident students as appropriate will apply for students who attend classes on a UM campus. In some cases the courses or programs may require additional expenses and a supplemental fee may be charged with Board approval using the procedures outlined in Collected Rules and Regulations Section 230.010 - Tuition and Supplemental Course Fees. Exceptions in the form of a special tuition rate may be proposed to the Board for approval.
 2. For non-resident distance students the undergraduate eLearning tuition may fluctuate within the range of the current resident and non-resident rates based on market demand.
 3. For graduate and professional programs the tuition structure will be limited to a range approved by the Board of Curators. Each campus will submit a separate range for its tuition. The Chancellor is delegated the authority to determine the applicability of such tuition and to approve individual tuition rates consistent with the approved range for such tuition.
- B. When a complete self-contained graduate or professional degree program is designed as one curriculum entity and the complete program involves charges for such items as course materials, travel, lodging, meal expenses, technology equipment and/or charges for other components of the program in addition to the standard tuition and fees, a comprehensive program fee may be utilized that is market-driven, provided that such comprehensive program fee is approved by the chancellor and reported to the Board of Curators annually.
- C. Annually the campuses will provide detailed information to the Office of the Vice President for Academic Affairs who will provide a report to the Board outlining the instructional fees charged for such eLearning and Special Programs.

Roll call vote:

- Curator Bradley voted yes.
Curator Covington voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Goode voted yes.
Curator Henrickson voted yes.
Curator Phillips voted yes.
Curator Steward voted yes.

The motion carried.

The public session of the Board of Curators meeting recessed at 3:53 P.M.

BOARD OF CURATORS MEETING – EXECUTIVE SESSION

A meeting of the University of Missouri Board of Curators was reconvened in executive session at 4:00 P.M., on Thursday, April 10, 2014, in the Silver and Gold Room of the Havener Center on the Missouri University of Science and Technology campus, Rolla, Missouri, pursuant to public notice given of said meeting. Curator Don Downing, Chairman of the Board of Curators, presided over the meeting.

Present

The Honorable David R. Bradley
The Honorable Ann K. Covington
The Honorable Donald L. Cupps
The Honorable Don M. Downing
The Honorable Wayne Goode
The Honorable Pamela Q. Henrickson
The Honorable John R. Phillips
The Honorable David L. Steward

Also Present

Mr. Timothy M. Wolfe, President
Mr. Stephen J. Owens, General Counsel
Dr. R. Bowen Loftin, Chancellor for University of Missouri-Columbia
Ms. Tracy Mulderig, Student Representative to the Board of Curators
Mr. Tom Richards, Treasurer and Interim Vice President of Finance

Audit Committee – Executive Session

Performance Review of External Auditors, UM – No action taken.

Report of Audit and Legal Advice – presented by General Counsel Owens and Chancellor Loftin – No action taken.

Chancellor Loftin excused himself from the meeting.

General Business

²⁴²Ground Lease, MU – this item is excluded from the minutes and may be given public notice upon completion of the matter.

²⁴³Property Lease, UMKC – this item is excluded from the minutes and may be given public notice upon completion of the matter.

²⁴⁴Approval, Acceptable Use, UM – this item is excluded from the minutes and may be given public notice upon completion of the matter.

²⁴⁵Property Lease, S&T – this item is excluded from the minutes and may be given public notice upon completion of the matter.

The Board of Curators meeting recessed at 6:15 P.M. on Thursday, April 10, 2014.

Reception and Dinner for Board of Curators, President and General Officers (by Invitation)

6:30 – 8:30 P.M.

Thursday, April 10, 2014

Hosted by Chancellor Cheryl B. Schrader

Location: Chancellor's Residence, 506 West Eleventh Street, Missouri University of Science and Technology campus, Rolla, Missouri

BOARD OF CURATORS MEETING – PUBLIC SESSION

Missouri S&T Faculty Senate Breakfast and Presentation

8:00 – 8:45 A.M.

Friday, April 11, 2014

Topic: Succeeding in Failure, presented by Drew Baughman, Missouri S & T Student

Location: St. Pat's Ballroom C, Havener Center, Missouri University of Science and Technology campus

A meeting of the University of Missouri Board of Curators reconvened in public session at 9:00 A.M., on Friday, April 11, 2014, in St. Pat's Ballroom A&B of the Havener Center on the Missouri University of Science and Technology campus, Rolla, Missouri, pursuant to public notice given of said meeting. Curator Don Downing, Chairman of the Board of Curators, presided over the meeting.

Present

The Honorable David R. Bradley

The Honorable Ann K. Covington

The Honorable Donald L. Cupps

The Honorable Don M. Downing
The Honorable Wayne Goode
The Honorable Pamela Q. Henrickson
The Honorable John R. Phillips
The Honorable David L. Steward

Also Present

Mr. Timothy M. Wolfe, President
Mr. Stephen J. Owens, General Counsel
Ms. Phyllis Hawk, Assistant to the Secretary of the Board of Curators
Miss Tracy H. Mulderig, Student Representative to the Board of Curators
Dr. Gary Allen, Vice President for Information Technology
Dr. Henry “Hank” Foley, Executive Vice President of Academic Affairs
Dr. Thomas F. George, Chancellor for University of Missouri – St. Louis
Mr. Stephen C. Knorr, Vice President for University Relations
Dr. R. Bowen Loftin, Chancellor for University of Missouri-Columbia
Mr. Leo E. Morton, Chancellor for University of Missouri – Kansas City
Mr. Tom Richards, Treasurer and Interim Vice President of Finance
Dr. Betsy Rodriguez, Vice President for Human Resources
Dr. Cheryl B. Schrader, Chancellor for Missouri University of Science and Technology
Dr. Robert W. Schwartz, Chief of Staff
Mr. John Fougere, Chief Communications Officer, UM System
Media representatives

A meeting of the Governance, Resources and Planning Committee was convened at 9:00 A.M. and recessed at 9:40 A.M. on Thursday April 11, 2014.

Governance, Resources and Planning Committee

Action

It was recommended by Chancellor Schrader, endorsed by President Wolfe, recommended by the Governance, Resources and Planning Committee, moved by Curator Goode and seconded by Curator Steward, that the following action be approved:

that the 2013 Missouri University of Science and Technology Campus Master Plan Update be approved (as on file).

Roll call vote:

Curator Bradley voted yes.
Curator Covington voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Goode voted yes.
Curator Henrickson voted yes.
Curator Phillips voted yes.
Curator Steward voted yes.

The motion carried.

General Business

Board Chairman's Report – Alternative Source of Revenue: Research and Tech Transfer presented by Executive Vice President Foley (slides on file)

UM System President's Report – People Investment, Productivity and Benchmarks presented by President Wolfe (slides on file)

Missouri University of Science and Technology Strategic Plan Highlights – presented by Chancellor Schrader (information on file)

Consent Agenda

It was endorsed by President Wolfe, moved by Curator Goode and seconded by Curator Steward, that the following items be approved by consent agenda:

1. Minutes, January 29 – February 1, 2014 Board of Curators Meeting
2. Minutes, January 29 – February 1, 2014 Board of Curators Committee Meetings
3. Minutes, February 5, 2014 Executive Committee Meeting
4. Minutes, February 11, 2014 Executive Committee Meeting
5. Minutes, February 18, 2014 Compensation and Human Resources Committee Meeting
6. Minutes, March 5, 2014 Special Board of Curators Meeting
7. Degrees, Spring Semester 2014 for all campuses
8. Transition Assistance Program Extension, UM
9. Energy Loan Program of the Missouri Department of Economic Development/Division of Energy, S&T

10. Amendment to Collected Rules and Regulations 70.060 – Consulting, Design and Construction, UM
11. Amendment to Collected Rules and Regulations 80.010 – Procurement, UM
12. Sole Source, Nano Institute Equipment, MU

Roll call vote:

Curator Bradley was absent.
Curator Covington voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Goode voted yes.
Curator Henrickson voted yes.
Curator Phillips voted yes.
Curator Steward voted yes.

The motion carried.

1. Minutes, January 29 - February 1, 2014 Board of Curators meeting – as provided to the curators for review and approval.
2. Minutes, January 29 - February 1, 2014 Board of Curators Committee meetings – as provided to the curators for review and approval.
3. Minutes, February 5, 2014 Executive Committee meeting – as provided to the curators for review and approval.
4. Minutes, February 11, 2014 Executive Committee meeting – as provided to the curators for review and approval.
5. Minutes, February 18, 2014 Compensation and Human Resources Committee meeting – as provided to the curators for review and approval.
6. Minutes, March 5, 2014 Special Board of Curators meeting – as provided to the curators for review and approval.
7. Degrees, Spring Semester 2014 for all campuses
The action of the President of the University of Missouri System in awarding degrees and certificates to candidates recommended by the various faculties and committees of the four University of Missouri System campuses who fulfill the requirements for such degrees and certificates at the end of the Spring Semester 2014, shall be approved, and that the lists of said students who have been awarded degrees and certificates be included in the records of the meeting.

8. Transition Assistance Program Extension, UM

The Transition Assistance Program for Administrative, Service & Support Employees to be extended through June 30, 2015. This program, originally approved by the Board of Curators in February 2009, was effective March 1, 2009 and was to remain in place until June 30, 2010. Due to the continued budget situation, the Board has granted annual extensions of the program through June 30, 2011, June 30, 2012, June 30, 2013, and June 30, 2014. With continued fiscal constraints, it is proposed that the attached program (as on file with the minutes of this meeting) be extended through June 30, 2015.

9. Energy Loan Program of the Missouri Department of Economic Development/Division of Energy, S&T

Resolution:

WHEREAS, THE CURATORS OF THE UNIVERSITY OF MISSOURI ON BEHALF OF MISSOURI UNIVERSITY OF SCIENCE AND TECHNOLOGY, an authorized Borrower under the Energy Loan Program (the "Public Entity"), through the preparation of engineering plans and reports, has identified certain energy conservation measures which would benefit the Public Entity by reducing future energy costs to the Public Entity and has applied to the Missouri Department of Economic Development/Division of Energy ("DED/DE") for a loan to implement such energy conservation measures (the "Project") and

WHEREAS, at the Public Entity's request, DED/DE has agreed to lend to the Public Entity certain funds pursuant to Sections 640.651 to 640.686 of the Missouri Revised Statutes, as amended, ("Energy Act") up to the maximum amount authorized under the Energy Act based on engineering estimates of savings to be generated from the Project, provided that the Public Entity complies with the various terms and conditions set forth in the Energy Act and in 10 Code of State Regulations 140-2.010 *et seq.*, as amended (the "Regulations"); and

WHEREAS, DED/DE may fund this Loan pursuant to its Energy Loan Program (the "Program") from the proceeds of revenue bonds issued by the State Environmental Improvement and Energy Resources Authority (the "Authority") pursuant to a Bond Indenture authorizing the Authority bonds used to fund the Loan (the "Bond Indenture") among the Authority, DED/DE, and the bond trustee named therein (the "Bond Trustee"); and

WHEREAS, in connection with its participation in the Program, the Public Entity will be required to execute certain documents in connection with the Loan;

NOW, THEREFORE, BE IT RESOLVED by the Governing Body of the Public Entity as follows:

Section 1: The Governing Body of the Public Entity hereby finds and determines that it is in the best interests of the Public Entity to enter into the Loan Agreement and execute the Promissory Note in order to obtain funds for the purpose of installing energy conservation measures within the Public Entity. The Governing Body has received approval as required by Section 640.653.2 Revised Statutes of Missouri, as amended. The total Loan amount is hereby authorized in the amount of **\$629,765.00**, which shall include (i) estimated maximum construction costs of **\$550,580.00**, plus interest to accrue during the period from any draws on the loan by the Public Entity until completion of construction of the Project, (ii) interest on the Loan during the term of the Loan at a rate of **2.5%**, and (iii) a loan origination fee of one percent (1%) of the principal amount of the Loan. Under the Loan Agreement, the Public Entity agrees to make semiannual payments equal to one half of the annual energy savings until the promissory note is retired.

Section 2: That the Public Entity hereby approves the form of the Loan Agreement, which is attached to this Resolution as Exhibit A, the blank form of Promissory Note, attached hereto as Exhibit C, which would reflect the total amount of Project Cost disbursements, one point origination fee and accrued interest as more fully described therein, and the form of Public Entity's Closing Certificate, attached hereto as Exhibit D.

Section 3: That the superintendent, city manager, chief administrative officer and/or chief financial officer of the Public Entity ("Public Entity Representative"), and each such person hereby is, authorized and empowered and directed to execute, enter into, deliver for and in the name of and on behalf of the Public Entity, under its corporate seal, the following documents (all of such documents, and such other documents, certificates and instruments as may be necessary to carry out the intent of this Resolution, together with any other documents and instruments contemplated thereby, or otherwise necessary or appropriate to effectuate the transaction contemplated thereby, being the "Program Documents"), the forms of which have been presented in draft to the Governing Body:

Exhibit A Loan Agreement;
Exhibit C Promissory Note;
Exhibit D Public Entity's Closing Certificate.

Section 4: That the governing Body of the Public Entity hereby approves the Project and authorizes the Public Entity Representative and such officers and employees as the Public Entity Representative may designate to proceed with arranging the financing for the Project, in furtherance of and subject to the requirements of this Resolution. The Public Entity Representative is hereby further

authorized and empowered to execute the Program Documents with such additional modifications, corrections, amendments and deletions as shall, in the judgment of such Public Entity Representative, be necessary or appropriate, in the sole and absolute discretion of such officers, to effectuate the transactions contemplated by this Resolution, the execution of any such documents by any such Public Entity Representative constituting the conclusive evidence of his or her approval and the approval of the Public Entity to any such changes.

Section 5: That the amounts due under the Loan Agreement and the Promissory Note shall be limited obligations of the Public Entity payable solely from energy costs savings derived from the Project. Amounts due under the Loan Agreement and the Promissory Note shall not constitute a debt or liability of the Public Entity or of the State of Missouri or of any political subdivision thereof and such amounts shall not constitute an indebtedness within the meaning of any constitutional or statutory debt limitation or restriction.

Section 6: That the Public Entity recognizes that DED/DE may choose to fund the Loan under its Energy Loan Program in cooperation with Authority through the issuance and sale of tax-exempt bonds by the Authority, and that a portion of the proceeds of the Bonds may be used to reimburse the Public Entity for any advances made by Public Entity in connection with the Project.

10. Amendment to Collected Rules and Regulations 70.060 – Consulting, Design and Construction, UM

70.060 Consulting, Design and Construction

Bd. Min. 12-12-64, p. 26,063; Amended Bd. Min. 11-19-76; 8.250 R.S.Mo 1929; Bd. Min. 5-5-89, Amended Bd. Min. 12-15-95; Bd. Min. 9-27-01; Bd. Min. 3-22-02; Bd. Min. 12-11-03, Bd. Min. 5-5-06, Bd. Min. 10-5-07, Bd. Min. 9-24-10, Bd. Min. 8-19-11, Bd. Min. 1-31-13; Bd. Min. 4-11-14.

- A. The President shall have the authority to hire consultants and administer facilities design and construction operations in conformance with these Collected Rules and Regulations.
- B. Board of Curators approval shall be obtained for:
 - 1. Campus master plans when significant changes are proposed, but not less than every three years.
 - 2. The architectural and engineering consultant fees and the project budget, funding and scope of work for Capital Improvements projects with a total project cost of \$5,000,000 or more, or debt financed projects, before the design of the project is started. This does not include the pre-design programming

and planning to develop the estimated project cost, scope of work, and justification.

3. The architectural and engineering consultant when the fees are more than \$500,000 and the project cost is less than \$5,000,000.
4. If a previously approved Capital Improvement project changes substantially in size, scope, or cost, or the source of funds changes significantly, the Capital Improvement project shall be reapproved before construction begins, the Guaranteed Maximum Price is increased, or, in the case of a project that includes a series of construction contracts, the next construction contract is approved.

C. Debt Financed Capital Improvement Projects

1. Board of Curators approval shall be obtained for the use of debt financing on a project prior to bidding.
2. Facilities and Administrative Cost Recovery may be used as an identified funding source for the debt service on debt issued to build research and academic buildings at the University of Missouri, on a facility for which the Board has approved a business plan. The approval of a business plan must occur prior to hiring architectural and engineering consultants. See CRR 145.010 "*Policy for Management and Oversight of Debt and Derivatives*" for overall limitations on this funding source.

D. Project Design of new buildings and building additions with a total project cost greater than \$5,000,000 will be presented to the Board of Curators for informational review before design is complete and construction contracts are awarded.

E. An annual report shall be provided to the Board for construction contracts, including Construction Manager contracts, more than \$500,000.

F. The Board of Curators will review the Capital Project Plan annually.

G. Competitive bids are not required for:

1. Projects estimated at less than \$25,000, if there are no savings or advantages to bidding.

H. Master Construction Agreements

1. Master Construction Agreements shall be competitively bid including price, firms' qualifications and quality of services provided in evaluating the best proposal.
 2. Individual projects may be performed under Master Construction Agreements without seeking competitive bids for the individual projects.
 3. The construction cost for individual projects performed by Master Construction Agreements shall not exceed \$1,000,000.
 4. Master Construction Agreements shall be annual agreements with annual renewals not to exceed a total contract period of (5) five years.
 5. Individual projects performed under a Master Construction Agreement would not be advertised for bidding.
- I. Codes and Standards
1. All facilities shall comply with International Code Council (ICC) Codes. Codes and standards required by accreditation agencies will also be used unless the ICC requirements are more stringent. In the event that special design features and/or construction systems are not covered in the ICC codes, the applicable edition of the National Fire Protection Association (NFPA) family of standards and/or the NFPA 101 Life Safety Code shall be used.
 2. All facilities shall be in conformance with the Americans with Disabilities Act.
- J. Construction projects, other than individual projects performed on master construction agreements, estimated to cost \$100,000 or more shall be advertised for bid for five days in two newspapers with a circulation of at least 50,000, and at least two times over a 10 day period in a newspaper located in the county where the work is located, or advertised through an electronic medium if this method is more advantageous in soliciting competitive bids.
- K. Notwithstanding any provision herein to the contrary, the Board of Curators may, at its discretion, dispense with the competitive bidding and advertising requirements in this Section 70.060 as they relate to the construction of a building on University property if a private donor providing all or substantially all of the money for such construction project specifies, as a condition precedent to the donation, the architect and/or the general contractor to be utilized. In exercising its discretion concerning such donations, the Board of Curators' considerations will include, but not necessarily be limited to, the capabilities and prior experience of the architect and/or general contractor with similar construction projects, the ability of the University to assure that the building meets all

applicable construction standards and codes, any conflicts of interest that may exist for the donor, the architect and/or general contractor and the ability of the University to assure compliance with all applicable contract terms and laws related to such construction projects. Any such approval by the Board of Curators to dispense with the competitive bidding and advertising requirements in this Section 70.060 shall be contingent upon the willingness of the specified architect and/or general contractor to agree in writing to comply with standard University contract terms and conditions and to perform such contractual obligations for a specified amount within the specified budget for the construction project.

- L. Preference shall be given to Missouri products and firms when such are equally or better suited for the intended purpose and can be obtained without additional cost. Firms are considered "Missouri firms" if they maintain a regular place of business in the State of Missouri.
- M. The prevailing wages in the community where construction takes place shall be required to be paid on all construction projects for construction work. Prevailing wages are not required to be paid for maintenance work.

11. Amendment to Collected Rules and Regulations 80.010 – Procurement, UM

80.010 Procurement

Bd. Min. 6-29-79; 6-15-56, p. 9,439-9,441; Ex. Min. 2-18-70, p. 2,384; Bd. Min. 10-31-86; Bd. Min. 5-5-89, 5-6-93; Amended Bd. Min. 12-15-95; Bd. Min. 9-27-01; Bd. Min. 3-22-02; Bd. Min. 4-1-04, Bd. Min 6-14-13; Bd. Min. 4-11-14.

- A. The President shall have the authority to purchase supplies, equipment, and services in conformance with these Collected Rules and Regulations.
- B. The President shall also be authorized to:
 - 1. Participate in cooperative purchasing arrangements with any public entity or group, and execute purchase contracts for the University under these arrangements, provided the procurement methods and procedures of such entity or group are consistent with University policies; and to procure supplies and equipment for use at the University of Missouri-Columbia Hospital and Clinics at contract prices arrived at through bids or negotiations by the University Hospital Consortium of Atlanta, GA, when in the best interests of the University.
 - 2. Reject bids, reissue bids, or to purchase items or services, on the open market if they can be purchased at a better price than bid.
 - 3. Contract with other schools and colleges and with outside agencies for educational and training programs and for the use of facilities and instructors for regular University or extension courses.

4. Contract with authors relating to publications of books by the University Press.
 5. Contract for the conduct of intercollegiate athletic programs.
 6. Execute agreements for all intercollegiate athletic contracts for the scheduling of athletic contests, for broadcasting and telecasting athletic contests and for programs and concessions covering athletic contests.
 7. Contract for purchase of items for resale in the normal operations of the University's bookstores or other auxiliary services, and waive bidding requirements when it is in the best interests of the University.
- C. Board of Curators approval shall be obtained for purchases for unique items or services which do not lend themselves to competitive bidding when the cost is more than \$500,000, except for proprietary licenses or maintenance agreements necessary for operation of University computing equipment or turbine and generator Original Equipment Manufacturers (OEM) for parts and labor, in which case the President shall be authorized to enter into these contracts.
- D. Competitive bids are not required for items and services valued at \$10,000 or less, if there are no savings or advantages if bid.
- E. Competitive bids shall be obtained when the estimated value exceeds \$10,000. However, purchases for unique items and services which do not lend themselves to competitive bidding may be purchased on a negotiated basis without bidding.
- F. Purchases estimated to cost \$25,000 or more shall be advertised in two newspapers in such places as are most likely to reach prospective bidders, or advertised in an electronic medium if this method is more advantageous in soliciting competitive bids.
- G. Preference shall be given to Missouri products, materials, services and firms when the goods or services to be provided are equally or better suited for the intended purpose and can be obtained without additional cost. Firms are considered "Missouri firms" if they maintain a regular place of business in the State of Missouri.
- H. An annual report shall be provided to the Board for purchases and competitively bid services contracts when the cost is more than \$1,000,000; equipment leases when the total cost is more than \$1,000,000 or when the lease term is more than five years.
12. Sole Source, Nano Institute Equipment, MU
That the Interim Vice President for Finance be authorized to enter into a sole-source contract with Bruker Corporation, Bellerica, MA, for a mass imaging spectrometer and nuclear magnetic resonance spectrometer at a cost of \$999,733.

Funding of the project budget is from the Nano Medicine General Operating Fund.

Good and Welfare

Draft June 19-20, 2014 Board of Curators meeting agenda – no discussion (on file)

Resolution, Student Representative to the Board of Curators, Amy J. Johnson

It was endorsed by President Wolfe, recommended by Chairman Downing, moved by Curator Phillips and seconded by Curator Covington, that the following resolution recognizing the dedicated service of Amy G. Johnson to the Board of Curators be approved:

RESOLUTION

WHEREAS, Amy G. Johnson served with distinction as the Student Representative to the Board of Curators from February 2, 2012 until March 6, 2014; and

WHEREAS, during her term, she effectively, professionally and passionately represented the diverse interests of students from all four campuses of the University of Missouri System; and

WHEREAS, she demonstrated commitment, engagement and insight as she advocated for students and the student learning experience, constantly maintaining a positive attitude, offering compelling ideas and proving to be a good listener; and

WHEREAS, while addressing the Committees or the Board of Curators as a whole, she was an eloquent and articulate spokesperson who had the respect of the curators; and

WHEREAS, Amy participated in the first Student Representative Summit in 2012 for the purpose of exchanging ideas with fellow representatives and improving higher education in the state, and she hosted the second of these twice-yearly summit events as an ambassador for the University of Missouri System; and

WHEREAS, as a member of UMKC's Student Government Association, Amy served as President Pro-Tempore; as senator for the School of Biological Sciences; and as a member of the Constitution Committee; and

WHEREAS, she was co-founder and vice-president of the UMKC American Medical Student Association; editor of the UMKC Lucerna Undergraduate Research Journal; student governor on the UMKC/Sodexo Board of Governors; a member of Omicron Delta Kappa, Mortar Board, and Golden Key Honor Societies, as well as vice-president of Phi Kappa Phi Honor Society; all while maintaining a 4.0 GPA; and

WHEREAS, after being published in the *Journal of Psychological Inquiry*, designing an eating disorder and health-related habits study in adolescents with Type I diabetes, and receiving a grant and presenting at the 2013 SEARCH Symposium, Amy found the time for an undergraduate honors thesis project in the lab of UMKC School of Nursing Endowed Professor Dr. Marco Brotto; and

WHEREAS, during her very active service on the Board of Curators, she also worked as a Health Economics & Research Outcomes Intern for Novo Nordisk, Incorporated during summer 2013; and

WHEREAS, using her personal experiences of having Type I diabetes, Amy has displayed compassion and leadership to others by volunteering at Camp Shawnee and Camp Tall Oaks for youth with diabetes and by serving as a member of the American Diabetes Association's Advocacy National Committee and the ADA's Youth Strategies National Committee; and

WHEREAS, in addition to performing her board and leadership duties, she will complete her studies and graduate in May 2014 from the University of Missouri-Kansas City with a Bachelor of Science Degree in Biology with emphasis on Cellular and Molecular Basis of Health and Disease and is sure to do great things in the world of science:

NOW, THEREFORE, BE IT RESOLVED, that the Board of Curators, on behalf of the students, faculty, staff and alumni of the University of Missouri System, and on behalf of the citizens of the State of Missouri, does hereby adopt this resolution in appreciation of the dedicated and devoted service of Amy G. Johnson; and

BE IT FURTHER RESOLVED, that the Secretary of the Board of Curators cause this resolution to be spread upon the minutes of this meeting and a duly inscribed copy thereof be furnished to Amy G. Johnson.

Roll call vote:

Curator Bradley voted yes.

Curator Covington voted yes.

Curator Cupps voted yes.

Curator Downing voted yes.
Curator Goode voted yes.
Curator Henrickson voted yes.
Curator Phillips voted yes.
Curator Steward was absent.

The motion carried.

It was moved by Curator Goode and seconded by Curator Covington, that the public session of the meeting of the Board of Curators, April 10-11, 2014, be adjourned.

Roll call vote:

Curator Bradley voted yes.
Curator Covington voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Goode voted yes.
Curator Henrickson voted yes.
Curator Phillips voted yes.
Curator Steward was absent.

The motion carried.

The public session of the University of Missouri Board of Curators meeting was adjourned at 11:41 A.M. on Friday, April 11, 2014.

Board of Curators Meeting – Executive Session

A meeting of the University of Missouri Board of Curators was reconvened in executive session at 11:45 A.M., on Friday, April 11, 2014, in the Silver and Gold Room of the Havener Center on the Missouri University of Science and Technology campus, Rolla, Missouri, pursuant to public notice given of said meeting. Curator Don Downing, Chairman of the Board of Curators, presided over the meeting.

Present

The Honorable David R. Bradley

The Honorable Ann K. Covington
The Honorable Donald L. Cupps
The Honorable Don M. Downing
The Honorable Wayne Goode
The Honorable Pamela Q. Henrickson
The Honorable John R. Phillips
The Honorable David L. Steward

Also Present

Mr. Timothy M. Wolfe, President
Mr. Stephen J. Owens, General Counsel
Mr. Ed Dowd, Dowd Bennett LLP
Ms. Lisa Hoppenjans, Dowd Bennett LLP
Mr. Gabriel Gore, Dowd Bennett LLP
Mr. James Martin, Dowd Bennett LLP
Mr. Willie Epps, Dowd Bennett LLP

General Business

Independent Counsel Report – presented by Dowd Bennett (information on file)

Release of Dowd Bennett Report –

It was moved by Curator Steward and seconded by Curator Bradley, that the investigative report prepared by the Dowd Bennett firm, titled Independent Counsel's Report to the Board of Curators for University of Missouri and dated April 11, 2014 (the Report) may be made available to the public and shall not be treated as a closed record under the Missouri Sunshine Law (Ch. 610, RSMo), provided that this action is limited to the Report itself and that all applicable privileges (including, but not limited to attorney-client privilege, work product privilege, or self-critical analysis privilege), confidential status, and closed status shall be retained as to any other record, communication, or information.

Roll call vote of the Board of Curators:

Curator Bradley voted yes.
Curator Covington voted yes.
Curator Cupps voted yes.

Curator Downing voted yes.
Curator Goode voted yes.
Curator Henrickson voted yes.
Curator Phillips voted yes.
Curator Steward voted yes.

The motion carried.

It was moved by Curator Bradley and seconded by Curator Henrickson, that the meeting of the Board of Curators, April 10-11, 2014, be adjourned.

Roll call vote:

Curator Bradley voted yes.
Curator Covington voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Goode voted yes.
Curator Henrickson voted yes.
Curator Phillips voted yes.
Curator Steward voted yes.

The motion carried.

There being no other business to come before the Board of Curators, the meeting was adjourned at 2:00 P.M. on Friday, April 11, 2014.

Respectfully submitted,



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

Approved by the Board of Curators on June 20, 2014.