

UNIVERSITY OF MISSOURI  
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BOARD OF CURATORS

Minutes of the Board of Curators Meeting  
Thursday, February 3, 2022

A Board Committee meeting was held January 27, 2022 in conjunction with the February 3, 2022 Board meeting.

**BOARD OF CURATORS MEETING – PUBLIC SESSION**

A meeting of the Board of Curators was convened in public session at 8:00 A.M. on Thursday, February 3, 2022, via Zoom webinar and at remote locations via conference telephone pursuant to public notice given of said meeting. Curator Darryl M. Chatman, Chair of the Board of Curators, presided over the meeting.

Present

The Honorable Julia G. Brncic  
The Honorable Darryl M. Chatman  
The Honorable Maurice B. Graham  
The Honorable Todd P. Graves  
The Honorable Gregory E. Hoberock  
The Honorable Keith A. Holloway  
The Honorable Jeffrey L. Layman  
The Honorable Robin R. Wenneker  
The Honorable Michael A. Williams

Also Present

Dr. Mun Y. Choi, President, University of Missouri  
Mr. Stephen J. Owens, General Counsel  
Ms. Cindy S. Harmon, Secretary of the Board of Curators  
Mr. Remington Williams, Student Representative to the Board of Curators  
Dr. C. Mauli Agrawal, Chancellor, University of Missouri – Kansas City  
Dr. Richard Barohn, Executive Vice Chancellor for Health Affairs  
Dr. Beth Chancellor, Vice President for Information Technology  
Dr. Mohammad Dehghani, Chancellor, Missouri University of Science and Technology

Ms. Kamrhan Farwell, Chief Marketing and Communications Officer  
Ms. Marsha Fischer, Vice President for Human Resources and Chief Human Resources Officer  
Ms. Michelle M. Piranio, Chief Audit and Compliance Officer  
Mr. Ryan D. Rapp, Executive Vice President for Finance and Chief Financial Officer  
Dr. Kristin Sobolik, Chancellor for University of Missouri-St. Louis  
Dr. Marshall Stewart, Vice Chancellor, Extension and Engagement  
Mr. Christian Basi, Director of Media Relations  
Media representatives

### **General Business**

University of Missouri Board Chair's Report – presented by Chair Chatman (slides on file)

Chair Chatman recognized Curators' Distinguished Professors designations from University of Missouri - Columbia; Dongsheng Duan, Aigen Li, Christian Lorson, David Pintel, Wendy Reinke, Marjorie Skubic, Bethany Stone, Jianguo (Tony) Sun and Dong Xu.

He also recognized an outstanding researcher and their students supporting them from each university; Dr. Michael Petris from the University of Missouri - Columbia, Dr. John T. Kevern from University of Missouri - Kansas City, Dr. Frank Han from Missouri University of Science and Technology and Dr. Bruce Hamper from the University of Missouri - St. Louis. Chair Chatman expressed appreciation on behalf of the Board for the great ongoing research at each university. He plans to continue sharing outstanding researchers at each Board meeting this year.

University of Missouri System President's Report – presented by President Choi (slides on file)

President Choi presented a report that included:

- Research and creative works compact update
  - Major grants and awards for each university
  - Federal research and development expenditures, award and proposals
- Student success compact update
  - Undergraduate and graduate admissions
  - Online learning
- Philanthropy five year breakdown by campus/system

- Legislative Priorities

Student Representative to the Board of Curators Report – presented by Remington Williams (slides on file)

Student Representative to the Board of Curators presented a report that highlighted students success initiatives from each university.

Review of Consent Agenda – No discussion.

### **Consent Agenda**

It was endorsed by President Choi, moved by Curator Williams and seconded by Curator Graham, that the following items be approved by consent agenda:

### **CONSENT AGENDA**

#### Action

- A. Minutes, November 18, 2021 Board of Curators Meeting
  - B. Minutes, November 18, 2021 Board of Curators Committee Meetings
  - C. Minutes, December 10, 2021 Board of Curators Special Meeting and Committee Meetings
  - D. Minutes, January 11, 2022 Board of Curators Special Meeting
  - E. Spinal Cord Injury and Disease Research Program Proposals
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1. Minutes, November 18, 2021 Board of Curators Meeting – as provided to the Curators for review and approval.
  2. Minutes, November 18, 2021 Board of Curators Committee Meetings – as provided to the Curators for review and approval.
  3. Minutes, December 10, 2021 Board of Curators Special Meeting and Committee Meetings – as provided to the Curators for review and approval.
  4. Minutes, January 11, 2022 Board of Curators Special Meeting
  5. Spinal Cord Injury and Disease Research Program Proposals –

**Spinal Cord Injuries and Congenital or Acquired Disease Processes  
Research Program**

*Proposals Recommended for Funding  
2022*

- I. Genetic Underpinnings of Chiari Malformation with or without  
Syringomyelia

Gabriel E. Haller, PhD  
Assistant Professor of Neurosurgery  
Washington University School of Medicine

Total funding recommended           \$75,000

- II. Cerebrospinal fluid drainage to reduce the inflammatory response after  
acute  
spinal cord injury

Surgery  
Camilo Molina, MD  
Assistant Professor of Neurosurgery and Orthopedic  
Washington University School of Medicine

Total funding recommended           \$75,000

- III. Longitudinal Organization of Spinal Circuits

Martha W. Bagnall, PhD  
Assistant Professor of Neuroscience  
Washington University

Total funding recommended           \$75,000

The motion carried unanimously (9-0) by voice vote with no abstentions.

**Finance Committee**

Curator Hoberock provided time for discussion of committee business.

Central Bank Overview and Debt Portfolio Update – presented by Executive Vice President Rapp, Tom Richards, Kevin Hogg and Mary Jane Darby with Janney (slides and information on file for this information only item)

Five-year Financial Plan and Recommended Financial Performance Targets, UM – presented by Executive Vice President Rapp (slides and information on file)

It was recommended by President Choi and Executive Vice President Ryan Rapp, recommended by the Finance Committee, moved by Curator Hoberock and seconded by Curator Wenneker, that the following recommendations be approved:

The financial performance targets for the University of Missouri, MU, UMKC, Missouri S&T, UMSL and MU Healthcare as presented in executive summary (and as on file with the minutes of this meeting).

The motion carried unanimously (9-0) by voice vote with no abstentions.

### **Health Affairs Committee Chair Report**

Curator Wenneker provided an overview of committee business.

Executive Vice Chancellor Report – presented by Richard Barohn, MD (slides on file for this information item)

The minutes for the November 11, 2021 Health Affairs Committee meeting were approved at the January 27, 2022 committee meeting. All information reports presented at the committee meeting are on file with the minutes of this meeting.

### **Governance, Compensation and Human Resources Committee**

Curator Williams provided time for discussion of committee business.

Annual Approval, Board Standing Committee Charters (information on file)

It was recommended by the Governance, Compensation and Human Resources Committee, endorsed by Chair Chatman, moved by Curator Williams and seconded by Curator Graham, that the following action be taken:

that the Board Standing Committee Charters, as reviewed by the Committee Chairs and executive liaisons, be approved as attached (and as on file with the minutes of this meeting).

The motion carried unanimously (9-0) by voice vote with no abstentions.

The Governance, Compensation and Human Resources Committee had one additional action item to convene in an executive session later in the day, which passed unanimously.

#### **Academic, Student Affairs, Research and Economic Development Committee**

Curator Graves provided time for discussion of committee business.

UM System Economic Impact Report – presented by Marshall Stewart, Bill Turpin and Paul Umbach with Tripp Umbach (slides and information on file for this item)

Inclusion, Diversity and Equity Report – presented by Maurice Gipson on behalf of all Vice Chancellors for Inclusion, Diversity and Equity (slides on file for this item)

#### **Audit, Compliance and Ethics Committee**

Curator Holloway provided time for discussion of committee business.

Internal Audit Compliance and Ethics Quarterly Report, UM – presented by Chief Audit and Compliance Officer Piranio (information and slides on file for this information item)

University of Missouri System Reporting Hotlines Annual Report 2021, UM (written report only) – No discussion.

External Auditor's Report, UM – presented by Rachel Dwiggin with BKD (information and slides on file for this information item)

Engagement of Independent Auditors and Related Fees, UM – presented by Executive Vice President Rapp (information on file)

It was recommended by Executive Vice President Rapp, endorsed by President Choi, moved by Curator Holloway, seconded by Curator Graham, that the following action be approved:

that the Executive Vice President for Finance and Operations and CFO be authorized to employ the firm of BKD LLP to provide audit services to the University of Missouri for fiscal year ending June 30, 2022 for fees of \$638,557.

The motion carried unanimously (9-0) by voice vote with no abstentions.

The Audit, Compliance and Ethics Committee had one additional action item to convene in an executive session later in the day, which passed unanimously.

**Recessed for lunch at 11:36 AM.**

**Reconvened Public Session at 12:00 PM**

### **General Business**

University of Missouri – Columbia Campus Highlights – presented by President Choi (slides on file for this information only item)

Strategic Theme Discussion – Defining Student Success at the University of Missouri System – presented by Steve Chaffin, Beth Eckelkamp, Kristi Holsinger, Kathy Northcut and Jim Spain (slides on file)

A presentation and discussion were held centered around the following:

- Leading and lagging indicators for student success
- Past and present values of indicators by each university along with future goals and student success interventions to improve student success

Good and Welfare of the Board

Draft April 21, 2022 Board of Curators meeting agenda – no discussion (on file)

Resolution for Stephen J. Owens – presented by Board Chair Chatman (on file)

It was endorsed by President Choi, recommended by Chair Chatman, moved by Curator Graham and seconded by Curator Wenneker, that the following resolution recognizing the dedicated service of Stephen J. Owens to the University be approved:

### **RESOLUTION**

**WHEREAS**, Stephen J. Owens served with distinction as General Counsel of the University of Missouri from January 22, 2008 to March 1, 2022; and

**WHEREAS**, the title of Assistant Secretary of the Board of Curators was added in July of 2008; and

**WHEREAS**, he was appointed Interim President of the University of Missouri System from January 7, 2011 until February 14, 2012; and

**WHEREAS**, while serving as Interim President, Steve presided over a momentous year in university history, with MU Athletics moving from the Big XII to the SEC; the overhaul of the retirement program; the sale of RADIL to IDEXX; and launching the search for the new Missouri University of Science and Technology chancellor; and

**WHEREAS**, Steve was also named Interim Chancellor of the University of Missouri-Columbia from November 16, 2013 until January 31, 2014; and

**WHEREAS**, he was the only person to serve in all three positions of General Counsel, Interim President, and Interim Chancellor during his tenure; and

**WHEREAS**, Steve served with thirty-five curators, three presidents and two interim presidents during his term as General Counsel; and

**WHEREAS**, Steve Owens has assembled a legal team of 15 attorneys who work on different legal interests, and five staff members. He is on the Executive Committee of the board of directors for the National Association of College and University Attorneys, the former chair of NACUA's Council on Diversity and Inclusivity, and the current treasurer of NACUA; and

**WHEREAS**, Steve provided reliable advice, is a great listener, a trusted confidante, and a valuable sounding-board for the Board and his colleagues; and



**WHEREAS**, Board Chair Darryl Chatman said, “Steve has provided excellent counsel for many of us through difficult and demanding times. We will sorely miss him and his steady leadership.”; and

**WHEREAS**, President Mun Choi said, “Steve has been a rock for many of us through the most challenging periods in our history.”; and

**WHEREAS**, in 2020, Steve and the General Counsel Office were featured in “Modern Counsel” for the development of a quality legal team serving higher education; and

**WHEREAS**, Steve commuted weekly between his home in Kansas City and Columbia for 14 years, and will enjoy spending more time with his wife Cindy and their children and grandchild who all live in Kansas City:

**NOW, THEREFORE, BE IT RESOLVED**, that the Board of Curators, on behalf of the students, faculty, staff and alumni of the University of Missouri, 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 Stephen J. Owens;

**AND ALSO**, that his future relations with the University of Missouri System be formally recognized by bestowing the title of “General Counsel Emeritus” upon Stephen J. Owens; 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 Stephen J. Owens.

The motion carried unanimously (9-0) by voice vote with no abstentions.

Resolution for Executive Session of the Board of Curators Meeting, February 3, 2022

It was moved by Curator Graham and seconded by Curator Hoberock, that there shall be an executive session with a closed record and closed vote of the Board of Curators meeting February 3, 2022 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 of the Board:

Curator Brncic voted yes.

Curator Chatman voted yes.

Curator Graham voted yes.

Curator Graves voted yes.

Curator Hoberock voted yes.

Curator Holloway voted yes.

Curator Layman voted yes.

Curator Wenneker voted yes.

Curator Williams voted yes.

The motion carried.

The public session of the Board of Curators meeting recessed at 1:50 P.M. on February 3, 2022.

### **Board of Curators Meeting – Executive Session**

A meeting of the University of Missouri Board of Curators was convened in executive session at 2:20 P.M., on Thursday, February 3, 2022, via Zoom video and at remote locations via conference telephone, pursuant to public notice given of said meeting. Curator Darryl M. Chatman, Chair of the Board of Curators, presided over the meeting.

#### Present

The Honorable Julia G. Brncic

The Honorable Darryl M. Chatman

The Honorable Maurice B. Graham

The Honorable Todd P. Graves

The Honorable Greg E. Hoberock

The Honorable Keith A. Holloway

The Honorable Jeffrey L. Layman

The Honorable Robin R. Wenneker  
The Honorable Michael A. Williams

Also Present

Dr. Mun Y. Choi, President, University of Missouri  
Mr. Stephen J. Owens, General Counsel  
Ms. Cindy Harmon, Secretary of the Board of Curators  
Mr. Remington Williams, Student Representative to the Board of Curators  
Ms. Kamrhan Farwell, Chief Marketing and Communications Officer  
Ms. Marsha Fischer, Vice President for Human Resources and Chief Human Resources Officer  
Mr. Ryan D. Rapp, Executive Vice President for Finance and Chief Financial Officer

**General Business**

Review of Consent Agenda – Executive Session – no discussion.

**Consent Agenda – Executive Session**

It was endorsed by University of Missouri President Mun Y. Choi, moved by Curator Brncic and seconded by Curator Williams, that the following items be approved by consent agenda:

**CLOSED CONSENT AGENDA**

Action

- A. <sup>326</sup>Property Lease, MUHC – this item is closed and may be given public notice upon completion.

Roll call vote of the Board:

Curator Brncic voted yes.  
Curator Chatman voted yes.  
Curator Graham voted yes.  
Curator Graves voted yes.  
Curator Hoberock voted yes.  
Curator Holloway voted yes.  
Curator Layman voted yes.  
Curator Wenneker voted yes.

Curator Williams voted yes.

The motion carried.

Rachel Dwiggins and Fred Helfrich joined the meeting from BKD.

Audit and Investigation Report – presented by Counsel Paul Maguffee, Chief Audit and Compliance Officer Michelle Piranio

No action taken by the Board.

Paul Maguffee and Michelle Piranio excused themselves from the meeting.

President Choi, General Counsel Owens, Ms. Farwell, Ms. Fischer and Mr. Rapp excused themselves from the meeting.

**Audit, Compliance and Ethics Committee Meeting – Executive Session**

Annual Meeting Without Management and Performance Review of Independent Auditors

No action taken by the Board.

Members of BKD excused themselves from the meeting.

**Governance, Compensation and Human Resources Committee Meeting – Executive Session**

Approval, Contract Amendment, President Mun Y. Choi

It was recommended by the Governance, Compensation and Human Resources Committee, moved by Curator Williams and seconded by Curator Brncic, that the following be approved:

That Board Chair Chatman is authorized to enter into the First Amendment to the Restated Contract for Employment and revised Academic Appointment letter with Dr. Mun Y. Choi, under the same or substantially similar terms as provided (and as on file with the minutes of this meeting) to the members of the Board of Curators at

the February 3, 2022 Board of Curators meeting, subject to approval by the General Counsel as to legal form.

Roll call vote of the Board:

Curator Brncic voted yes.  
Curator Chatman voted yes.  
Curator Graham voted yes.  
Curator Graves voted yes.  
Curator Hoberock voted yes.  
Curator Holloway voted yes.  
Curator Layman voted yes.  
Curator Wenneker voted yes.  
Curator Williams voted yes.

The motion carried.

President Choi and General Counsel Owens rejoined the meeting.

### **General Business**

President's Report on personnel and contract matters – presented by President Choi

No action taken by the Board.

General Counsel's Report – presented by General Counsel Owens

No action taken by the Board.

President Choi, General Counsel Owens and Secretary Harmon excused themselves from the meeting.

Curator's Only Report

Appointment of Paul R. Maguffee as Interim General Counsel

It was moved by Curator Graham and seconded by Curator Brncic, that the following action be approved:

Paul R. Maguffee is hereby appointed Interim General Counsel of the University of Missouri System with all duties and responsibilities customarily undertaken by the General Counsel, including those prescribed in all applicable rules, regulations, policies and actions of the University, commencing on March 2, 2022 and continuing until further notice of the Board. While serving in this interim role, Paul R. Maguffee, will receive (a 15% increase in base pay) or (annualized compensation in the amount of \$34,492, paid out in equal monthly amounts, less applicable taxes and deductions).

Roll call vote of the Board:

Curator Brncic voted yes.  
Curator Chatman voted yes.  
Curator Graham voted yes.  
Curator Graves voted yes.  
Curator Hoberock voted yes.  
Curator Holloway voted yes.  
Curator Layman voted yes.  
Curator Wenneker voted yes.  
Curator Williams voted yes.

The motion carried.

Adjourn, Board of Curators Meeting and Committee Meetings, February 3, 2022

It was moved by Curator Graham and seconded by Curator Holloway that the Board of Curators meeting and committee meetings, February 3, 2022, be adjourned.

Roll call vote of the Board:

Curator Brncic voted yes.  
Curator Chatman voted yes.  
Curator Graham voted yes.  
Curator Graves voted yes.  
Curator Hoberock voted yes.  
Curator Holloway voted yes.  
Curator Layman voted yes.  
Curator Wenneker voted yes.

Curator Williams voted yes.

The motion carried.

There being no other business to come before the Board of Curators, the meeting was adjourned at 4:15 P.M. on Thursday, February 3, 2022.

Respectfully submitted,



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

Approved by the Board of Curators on April 21, 2022.