

BOARD OF CURATORS

Minutes of the Board of Curators Meeting
April 5-6, 2012
Havener Center, Missouri University of Science and Technology
Rolla, Missouri

A combined meeting of the Finance and Compensation and Human Resources Committees convened at 9:30 A.M. on Thursday, April 5, 2012 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. Both Committees recessed at 11:30 A.M. on Thursday, April 5, 2012.

BOARD OF CURATORS MEETING – PUBLIC SESSION

A meeting of the University of Missouri Board of Curators was convened in public session at 12:45 P.M., on Thursday, April 5, 2012, in the St. Pat's Ballroom A & B of the Havener Center on the Missouri University of Science and Technology campus, Rolla, Missouri, by The Honorable Don M. Downing
The Honorable Warren K. Erdman
The Honorable Wayne Goode
The Honorable Pamela Q. Henrickson
The Honorable David L. Steward

Also Present

Mr. Timothy M. Wolfe, President
Mr. wMeawta BJTJoJTJa

It was recommended by Chairman Bradley, endorsed by President Wolfe, moved by Curator Steward and seconded by Curator Downing that the proposed 2013 Board of Curators meeting calendar be approved as follows:

PROPOSED 2013 BOARD OF CURATORS MEETING CALENDAR

| <u>DAYS</u> | <u>DATES</u> | <u>LOCATION</u> |
|----------------|----------------------------------|--------------------------|
| ThursdayFriday | January 31 – February 1, 2013 | UM-Kansas City |
| ThursdayFriday | April 11-12, 2013 | Missouri S&T |
| ThursdayFriday | June 13 14 , 2013 | Columbia, Missouri |
| Friday | July 19, 2013 | 1-hour Teleconf/presence |
| ThursdayFriday | September 1 2 3, 2013 | UM-Columbia |
| ThursdayFriday | November 21 22 , 2013 | UM-St. Louis |

Roll call vote:

Curator Bradley voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Goode voted yes.
Curator Henrickson voted yes.
Curator Steward voted yes.

The motion carried.

Resolution for Executive Session of the Board of Curators Meeting

Compensation and Human Resources Committee

Chairman Cupps provided time for discussion of committee business.

Action

1. Employee Directed Tax Deferred Investment Policy (CRR 140.030)

It was recommended by Vice President Rodriguez and endorsed by President Wolfe, recommended by the Compensation and Human Resources Committee, moved by Curator Cupps and seconded by Curator Steward that the Employee Investment Policy for Participant Directed Savings Plans (as on file with the minutes of this meeting) which will provide direction to the selection and monitoring of investment options made available to participants within the Plans, be approved.

Roll call vote of Board of Curators:

Curator Bradley voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Goode voted yes.
Curator Henrickson voted yes.
Curator Steward voted yes.

The motion carried.

Academic, Student and External Affairs Committee

Chairman Steward provided time for discussion of committee business.

It was recommended by Senior Associate Vice President Grant ~~and~~ endorsed by President Tim M. Wolfe, recommended by the Academic, Student and External Affairs Committee, moved by Curator Steward ~~and~~ seconded by Curator Erdman ~~and~~ that the following action be approved:

that the University of Missouri ~~at~~ Kansas City be authorized to submit the attached proposal for a Master of Medical Science, Physician Assistant to the Coordinating Board for Higher Education for approval.

Roll call vote of the Board:

Curator Bradley
Curator Cupps
Curator Downing
Curator Erdman
Curator Goode
Curator Henrickson
Curator Steward

The motion carried.

Finance Committee

Chairman Downing provided time for discussion of committee business.

Information

1. Project Design, Chemical and Biological Engineering Building, Missouri S&T (information on file)

Action by the Full Board

1. Financing Approval and Design Review, Henry W. Bloch Executive Hall for Entrepreneurship and Innovation, UMKC
2. Bond Refunding, UM

Information

2. Fiscal Year 2013 Preliminary Operating Budget Update, (slides and information on file)

Financing Approval and Design Review, Henry W. Bloch Executive Hall for Entrepreneurship and Innovation, UMKC

It was recommended by Chair

Curator Erdman voted yes.
Curator Gooden voted yes.
Curator Henrickson voted yes.
Curator Steward voted yes.

The motion carried.

Audit Committee

Board Chairwoman Henrickson provided time for discussion of committee business.

Information

1. Fiscal Year 2012 External Audit Scope, UM (slides and information on file)
2. Fiscal Year 2012 A133 Audit Report and NCAA Agreed Upon Procedures Reports, UM (information on file)
3. Internal Audit Quarterly and Follow Up Reports, UM (information on file)

The public session of the Board of Curators meeting was recessed.

BOARD OF CURATORS MEETING – EXECUTIVE SESSION

A meeting of the University of Missouri Board of Curators was convened in

Miss Amy G. Johnson, Student Representative to the Board of Curators
Ms. Natalie "Nikki" Krawitz, Vice President of Finance and Administration
Ms. Susan Eickhoff, Partner, KPMG

Audit Committee Meeting – Executive Session

Chairwoman Henrickson presided over the executive session meeting.

President Wolfe, General Counsel Owens and Vice President Krawitz excused themselves from the meeting.

Performance review of independent auditors discussed No action was taken.

Fiscal Year 2011 Meeting with External Auditors, UM – presented by Ms. Susan Eickhoff, Partner, KPMG

The external audit annual report was presented to the Board of Curators. ~~No~~ action was taken.

Ms. Eickhoff excused herself from the meeting. President Wolfe, General Counsel Owens and Vice President Krawitz joined the meeting.

It was moved by Curator Downing and seconded by Curator Cupps that the Board of Curators Audit Committee Meeting, April 5, 2012, be adjourned.

Roll call vote of Committee:

Curator Cupps voted yes.
Curator Downing voted yes.
Curator Henrickson voted yes.

The motion carried.

There being no other business to come before the Audit Committee the meeting was adjourned at 4:00 PM.

Compensation and Human Resources Committee – Executive Session

There being no other business to come before the Compensation and Human Resources Committee the meeting was adjourned at 5:30 PM.

General Business – Executive Session

Curators' Professor Emeritus, Yanching J. Jean, UMKC Presented by Senior Associate Vice President Graham

It was recommended by Chancellor E. Morton, endorsed by President Tim M. Wolfe, recommended by the Academic, Student and External Affairs Committee, moved by Curator Steward and seconded by Curator Cupps that the following action be approved:

that upon the recommendation of Chancellor E. Morton it is recommended that Professor Yanching J. Jean be named to the position University of Missouri Curators' Professor Emeritus, effective September 1, 2012.

Roll call vote of Board:

Curator Bradley voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Gooden voted yes.
Curator Henrickson voted yes.
Curator Steward voted yes.

The motion carried.

Campus recommendation materials on file in the office of Academic and Student Affairs, UM System.

Curators' Teaching Emeritus Professor, James J. Bogan, Jr., Missouri State Presented by Senior Associate Vice President Graham

It was recommended by Interim Chancellor Warren K. Wray endorsed by President Tim M. Wolfe recommended by the Academic, Student and External Affairs

Committee, moved by Curator Steward and seconded by Curator Cupps that the following action be approved:

that upon the recommendation of Interim Chancellor Warren K. Vitzky recommended that Professor James J. Bogard be named to the position University of Missouri Curators' Teaching Professor Emeritus, effective September 1, 2012.

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 Henrickson voted yes.
Curator Steward voted yes.

The motion carried.

Campus recommendation materials on file in the office of Academic and Student Affairs, UM System.

²³¹~~Ground Lease, UMKC~~ - this item is excluded from the minutes and will be given public notice upon completion of the matter.

The executive session of the Board of Curators meeting recessed ~~3:00 PM~~ on Thursday, April 5, 2012.

Board of Curators, President and General Officers Working Dinner was held at the Miner Village Student Housing Complex, Missouri S&T, Rolla, Missouri
Topic: National University Transportation Center

BOARD OF CURATORS MEETING – PUBLIC SESSION

Missouri S&T Faculty Senate Breakfast with the Board of Curators

Topic: Advancing Missouri – Southeast Communities

UM President's Report presented by President Wolfe (recording on file)

Presented the 2012 UM System Priorities:

- x Strategic Planning
- x Attracting and Retaining the Best People
- x Innovative Instruction
- x Operational Excellence
- x Expanded Research and Economic Development
- x Effective Communication of our Value and Importance

Consent Agenda

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

CONSENT AGENDA

1. Minutes, January 17, 2012 Special Board of Curators Meeting
 2. Minutes, February 2, 2012 Board of Curators Meeting
 3. Minutes, February 2, 2012 Board of Curators Committee Meetings
 4. Minutes, February 20, 2012 Special Board of Curators Meeting
 5. Degrees, Spring Semester 2012 for all campuses
 6. Naming, Chemical and Biological Engineering Building, Missouri S&T
 7. Naming, Student Success Center, UMKC
 8. Naming, Miller Nichols Library Classroom Addition, UMKC
 9. Naming, North Campus Quad between Clark Hall and Social Sciences & Business Building, UMSL
 10. Medical Education Instruction and Support, UMKC
 11. Approval of Spinal Cord Injuries and Congenital or Acquired Disease Processes Research Program Proposals
 12. 2012 Security Resolution
-
1. Minutes, January 17, 2012 Special Board of Curators Meeting as provided to the curators for review and approval.

1. The Vice President for Finance and Administration authorized to enter into the following University funded purchased teaching time contracts for undergraduate medical education instruction and support for the University of Missouri-Kansas City School of Medicine, with the option to renew these contracts up to four additional ~~one~~ year periods with CPI increases:
 - a. University Physician Associates for the period July 1, 2012 through June 30, 2013, at an approximate cost of \$5,000,000.
 - b. Children's Mercy Hospital for the period July 1, 2012 through June 30, 2013, at an approximate cost of \$862,000.
 - c. Truman Medical Center, Inc. for the period July 1, 2012 through June 30, 2013 at an approximate cost of \$510,000.

Funding is from student fees \$6,372,000

2. The Vice President for Finance and Administration authorized to enter into the following contract funded by Saint Luke's Hospital of Kansas City to supplement the purchased teaching time contract, with the option to renew this contract up to four additional ~~one~~ year periods with CPI increases:
 - a. University Physician Associates for the period January 1, 2013 through December 31, 2013 at an approximate cost of \$1,000,000.

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

The two research proposals approved by ~~Spinal~~ Spinal Cord Injuries Research Program Advisory Board are approved ~~as~~ file with the minutes of this meeting:

- I. Altered Properties of Spinal Neurons Following Spinal Cord Injury: From Gene Expression to Neuron Output

David J. Schulz
Department of Biological Sciences
University of Missouri-Columbia

Total funding recommended \$248,809

- II. Mechanisms Leading to Loss of Motor and Sensory Nerve Function in CMT (Charcot-Marie-Tooth)

Michael Garcia
Department of Biological Sciences
University of Missouri-Columbia

Donald L. Cupps
Don M. Downing
Warren K. Erdman
Wayne Goode
Pamela Q.

Resolution for Stephen J. Owens, J.D.

It was endorsed by President Wolfe, recommended by Chairman Bradley, moved by Curator Downing and seconded by Curator Steward that the following resolution recognizing the dedicated service of Stephen J. Owens, J.D. as University of Missouri System Interim President be approved:

RESOLUTION

WHEREAS, Stephen J. Owens served with distinction as Interim President of the University of Missouri System from January 7, 2011 until February 14, 2012; and

WHEREAS, during the presidential search process and transition period, his team leadership style, advisement, ability to quickly learn system-initiatives, and dry wit were invaluable, and served to strengthen and buoy the system's leadership team; and

WHEREAS, while serving as Interim President, he demonstrated his dedication to keeping the strategic priorities set forth by President Forsee and the Board of Curators on track and on time; and

WHEREAS, he faced extraordinary challenges in assuming the presidency on an interim basis, not just for the breadth that position's responsibilities, but also because it involved leading and directing his peers of the most challenging organizational situations and one in which Steve did a great job; and

WHEREAS, Steve had a sharp focus on sustaining quality and delivery of the University's mission and submitted a proposal accepted by the Commissioner for Higher Education for a penalty waiver to increase tuition and fees more than inflation after two years of no increases, thus ensuring funds to enable the continuation of quality instruction, research, public service and economic development; and

WHEREAS, Board Chairman David Bradley praised Steve's work by saying, "Steve never missed a beat while serving as Interim President for the University of Missouri System. The Board is very grateful for his willingness to lead the System in the interim and for the wonderful job he did"; and

WHEREAS, he served as Interim President during one of the busiest years in university history, including the decisions to move MU Athletics from the Big XII to the SEC; to overhaul the retirement program while upholding commitments to current and retired employees; to sell RADIL for both monetary and organizational upsides; and to continue the rigorous schedule of speaking engagements across the state begun by President Forsee; and

WHEREAS, he launched a successful and thorough search for the new chancellor at Missouri S&T while the intensive search was under way for the new system president; and

WHEREAS, his passion for history has reminded everyone of the unique role and contributions of the University of Missouri to our state's welfare and future—and the state's Constitutional responsibilities to the university; and

WHEREAS, Steve's unrecognized artistic talent was revealed in his self portrait as Earnest Temporaire, which was proudly displayed along with the other past presidents at University Hall; and

WHEREAS, Steve was creative in using bowling and custom bowling shirts as a team building activity for the general officers; and

WHEREAS, he was a strong advocate in Jefferson City for investing in higher education; and

WHEREAS, he signed an executive order to protect the sanctity of classroom discussions as vital to the educational process, writing that students should be free to contribute their own thoughts and opinions in a learning environment void of fear that their personal opinions will be disseminated outside of the classroom; and

WHEREAS, he and his wife Cindy served tirelessly as gracious hosts for system events, with one tailgate hitting a near record of 180 people; and

WHEREAS,

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.

Roll call vote of the Board:

Curator Bradley voted yes.

Curator Cupps voted yes.

Curator Downing voted yes.

Curator Erdman voted yes.

Curator Gooden voted yes.

Curator Henrickson voted yes.

Curator Stewart voted yes.

The motion carried.

Resolution for Laura A. Confer

It was endorsed by President Wolfe, recommended by Chairman Bradley, moved by Curator Downing and seconded by Curator Stewart that the following resolution recognizing the dedicated service of Laura A. Confer to the Board of Curators be approved:

WHEREAS, on students' and families' behalves she advocated for keeping a University of Missouri education affordable and accessible so that the benefits of a public higher education could be attainable by all; and

WHEREAS, while serving as the student representative, she engaged in many historic decisions for the university, including the search for the 23rd president of the University of Missouri System and the decision to change the annual conferences; and

WHEREAS, while addressing the Academic, Student and External Affairs Committee, of which she was an ex officio member, or the Board of Curators as a whole, she was an eloquent and articulate spokesperson who had the respect of the curators; and

WHEREAS, during her very active service on the Board of Curators, she also worked as a cop student during summer and fall 2011 for Cargill in Raleigh, North Carolina; and

WHEREAS, as a member of Associated Students of the University of Missouri and other student organizations and during her service with the Board of Curators, she urged students to become engaged and knowledgeable of both the

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Roll call vote of the Board:

Curator Bradley voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Gooden voted yes.
Curator Henrickson voted yes.
Curator Steward voted yes.

The motion carried.

Resolution for W. Kent Wray, Ph.D.

It was endorsed by President Wolfe, recommended by Chairman Bradley, moved by Curator Downing and seconded by Curator Steward, that the following resolution recognizing the dedicated service of Kent Wray, Ph.D. to the Missouri University of Science and Technology be approved:

RESOLUTION

WHEREAS, on August 1, 2011, University of Missouri (2011rj 0.02 eESet4(r)3

WHEREAS, also as provost he helped to successfully lead the efforts to change the name of the University of Missouri-Rolla to Missouri University of Science and Technology to reflect the technological and research aspect of the university, a change that has resulted in a major increase in student and parent interest in the university and an elevation of its national and international stature; and

WHEREAS, in his service as interim chancellor, he focused on strengthening the campus's learning initiatives to reach more non-traditional students, as well as redesigning existing courses to better utilize technology to improve learning outcomes; and

WHEREAS, former Chancellor Jack Carney has applauded Dr. Wray, saying, "Kent Wray is a dedicated, totally dependable professional, and he has done a superb job of guiding and shaping the academic programs of Missouri S&T, both as provost and interim chancellor."; and

WHEREAS, Dr. Wray and his wife, the Honorable Mary Sheffield Wray, served as gracious hosts for nume

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

The motion carried.

It was moved by Curator Steward and seconded by Curator Downing, that the public session of the Board of Curators meeting April 5-6, 2012, 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 Henrickson voted yes.
Curator Steward voted yes

The motion carried.

The public session of the Board of Curators meeting adjourned at 11:00 AM on Friday, April 6, 2012.

BOARD OF CURATORS MEETING –EXECUTIVE SESSION

A meeting of the University of Missouri Board of Curators was convened in executive session at 10:40 A.M., on Friday, April 6, 2012, in the Silver and Gold Room, of the Missouri University of Science and Technology campus, Rolla, Missouri. Curator David R. Bradley Chairman of the Board of Curators, presided over the meeting. CHt(o)3(f)abCHt6(er)61 -1.18d5(u)n -35Bura13.666(.)-3()JTJ 0 Tc 0 Tw 3.99e33d ()

The Honorable Wayne Goode
The Honorable Pamela Q. Henrickson
The Honorable David L. Stewart was absent for this meeting.

Also Present

Mr. Timothy M. Wolfe, President
Mr. Stephen J. Owens, General Counsel
Ms. Cindy S. Harmon, Secretary of the Board of Curators
Miss Amy G Johnson, Student Representative to the Board of Curators
Ms. Natalie "Nikki" Krawitz, Vice President of Finance and Administration

General Business

General Counsel's Report presented by General Counsel Owens

First Amendment to Restated Contract for Employment, Mike Alden, MU Director of Athletics

It was recommended by Chancellor Deaton, endorsed by President Wolfe, moved by Curator Cupp and seconded by Curator Downing that the following recommendation be approved:

Pursuant to Collected Rules and Regulations 270.060.G, Chancellor Deaton and President Wolfe are authorized to enter into a First Amendment to the Restated Contract for Employment with University of Missouri Intercollegiate Athletics Director Mike F. Alden under the same or substantially similar terms as the First Amendment to the Restated Contract for Employment (as on file with the minutes of this meeting) provided to the members of the Board of Curators by General Counsel Owens on April 6, 2012, said First Amendment to Restated Contract for Employment being subject to approval as legal form by General Counsel Owens.

Roll call vote of the Board:

Curator Bradley voted yes.
Curator Cupp voted yes.
Curator Downing voted yes.
Curator Erdman voted yes.
Curator Gooden voted yes.
Curator Henrickson voted yes.

Curator Steward was absent.

The motion carried.

UM System President Wolfe Invitation for Board Service

It was moved by Curator Cupps and seconded by Curator Downing that the following recommendation be approved:

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

The motion carried.

There being no further business to come before the Board of Curators, the meeting was adjourned at 11:50 ~~M.~~, on Friday, April 6 2012.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Cindy S. Harmon", is written over a yellow rectangular redaction box.

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

Approved by the Board of Curators on June ~~20~~ 2012.