BOARD OF CURATORS

Minutes of the Board of Curators Meeting
February 1-2, 2018
University of Missouri - Columbia
Columbia, Missouri

BOARD OF CURATORS MEETING – PUBLIC SESSION

A meeting of the University of Missouri Board of Curators was convened in public session at 10:00 A.M., on ThursDivCiu

policies regarding the University's overall contribution to the economic development of the state and to support professional development, outreach, and research at all University institutions within the context of their unique missions; aligning the University's research mission with its resources; the University's role in enhancing its research enterprise and bolstering the state's economy (such matters may include the advancement and growth of basic, applied, and clinical research; technology transfer; entrepreneurship; industry partnerships; and the development of intellectual capital for the benefit of the state); highlighting successful research and economic development efforts, partnerships, and innovations involving University institutions; and reporting on and ensuring accountability for research and economic development activities at University institutions.

B. Audit Committee -

1. The Audit Committee will assist the Board of Curators in fulfilling its oversight responsibilities relating to: the integrity of the University's financial statements, the systems of internal control, the performance of the University's independent auditors and internal audit function, the independent auditor's qualifications and independence, and the

C. Compensation and Human Resources Committee

office of Strategic Communications. This may include activities pertaining to government affairs, alumni and donor affairs, community relations, parent organizations and the media.

3. The Committee shall support long range planning efforts of the Board by developing plans aimed toward elevating the status of public higher education to all local, state and federal constituencies and agencies, and the general public.

4. The Committee shall assist the Board and administration with articulating the mission of the University, its resource and revenue requirements to all local, state and federal constituencies and agencies, and the general public.

5. The Committee shall assist the Board and the University administration (the University System and each of its campuses), in establishing and maintaining such development and fund raising policies, procedures and programs as are deemed appropriate to obtain donor financial support for the University as a whole and each of its campuses in order to fulfill identified financial goals necessary for the University to accomplish its mission. The Committee shall assist the Board in identifying ways to participate and encourage active participation of the Board and its individual members in the development activities of the University.

E. Finance Committee - The Finance Committee may have referred to it matters relating to the fiscal and accounting functions of the University and associated programs and policies.

1. The Vice President for Finance of the University or some other person(s) designated by the President of the University shall be an ex officio member of this Committee. The Vice President for Finance shall be responsible for transmitting Committee recommendations.

2. The Finance Committee shall be the Board Committee on investments.

3. The Finance Committee shall be the Board Committee on physical facilities and management services. The Finance Committee may have referred to it matters relating to the planning, building, maintenance and operation of the physical facilities of the University, and the purchasing of equipment and supplies utilized by the University.

F. Governance, Resources and Planning Committee -

1. The Governance, Resources and Planning Committee shall consist of three curators. The Board Chair and the President of the University shall serve as ex officio members of the committee. Ordinarily, not more than two of the three committee members shall be new in any given year. When possible, the immediate past Chair of the Board should serve as Chair of the Committee.

2. The Committee shall have a broad mandate from the Board to work with the Board Chair and the President of the University to help the Board function effectively, efficiently and with integrity. Its responsibilities shall minimally include:

a. ensuring that a substantive orientation process is in place for all new Board members;

b. overseeing, or determining with the Board Chair and President, the timing and process of periodic Board self-assessment;

c. encouraging Board members to participate periodically in in-service education opportunities;

d. ensuring that the Board adheres to its rules of conduct, including conflict-of-interest and disclosure policies, and that it otherwise maintains the highest levels of integrity and avoidance of impropriety;

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current and future needs of the University of Missouri and systems or means to accomplish the future ambitions of the University of Missouri.

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a. Both a majority of all Curator members of the Committee and a majority of all members of the Committee are participating for Committee meetings which are held in conjunction with meetings of the Board; or

b. Both all Curators members of the Committee and a majority of all members of the Committee are participating for Committee meetings which are not held in conjunction with meetings of the Board; or

c. Both a majority of all Curator members of the Committee and a majority of all members of the Committee are participating for Committee meetings which are

Phillip H. Snowden, Chair
Jeffery L. Layman
John R. Phillips
Jon T. Sundvold

The motion carried unanimously (8-0) by voice vote with no abstentions.

Review of Consent Agenda – No discussion.

Consent Agenda

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

CONSENT AGENDA

Action

1. Minutes, December 7-8, 2017 Board of Curators Meeting
2. Minutes, December 7-8, 2017 Board of Curators Committee Meetings
3. Minutes, December 21, 2017 Executive Committee Meeting
4. Minutes, January 8, 2018 Board of Curators Special Meeting
5. Naming Opportunity, Dobbs Group Replacement Phase One – Building Two, MU
6. Sole Source, Customer and Physician Relationship Management System, MUHC
7. Amendment to Collected Rules and Regulations Section 70.010 General Execution of Corporate or Board Instruments, UM

The motion carried unanimously (8-0) by voice vote with no abstentions.

1. Minutes, December 7-8, 2017 Board of Curators Meeting – as provided to the curators for review and approval.

2. Minutes, December 7-8, 2017 Board of Curators Committee Meetings – as provided to the curators for review and approval.

3. Minutes, December 21, 2017 Executive Committee Meeting – as provided to the curators for review and approval.

4. Minutes, January 8, 2018 Board of Curators Special Meeting – as provided to the curators for review and approval.

5. Naming Opportunity, Dobbs Group Replacement Phase One – Building Two, MU

That Dobbs Group Replacement Phase One – Building Two be named the Lucile Bluford Residence Hall and Gus T. Ridgel Atrium after Ms. Lucile Bluford and Dr. Gus T. Ridgel.

6. Sole Source – Customer and Physician Relationship Management System, MUHC

That MU Healthcare be authorized to purchase Customer & Physician Relationship Management System from Evariant, Farmington, Connecticut, at a total cost of $1,961,000.

Funding is as follows:

MUHC Business Development Operating Fund	H2793 750000
MUHC Marketing Operating Fund	H2791 739300

7. Amendment to Collected Rules and Regulations Section 70.010 General Execution of Corporate or Board Instruments, UM

Collected Rules and Regulations
Business Management
Chapter 70: Execution of Instruments

70.010 General Execution of Corporate or Board Instruments

172.020, 172.380, 172.390, R.S.Mo. ; Bd. Min. 4-11-58, p. 12,512; Amended 5-20-77, p. 37,690 and 3-28-80, p. 38,100; Revised Bd. Min. 6-14-85; 1-21-98, Revised Bd. Min. 5-5-06; Revised Bd. Min. 2-1-18.

A. **All Instruments** -- All instruments affecting The Curators of the University of Missouri, the Board of Curators of the University of Missouri, or the University generally shall be executed on behalf thereof as provided in this section unless execution thereof shall have otherwise been specifically provided for and directed by the Board.

B. **Execution of Deeds and Instruments of Conveyance** niIul Tw 0 -1.48 T2,

The motion carried unanimously (8-0) by voice vote with no abstentions.

Kansas and Heartland Tuition Rates, UMKC - presented by Vice President Rapp (information on file)

It is recommended by Interim Chancellor Bichelmeyer, endorsed by President Choi, moved by Curator Layman and seconded by Curator Chatman,

that a special tuition rate for Kansas resident undergraduate students attending the University of Missouri – Kansas City be established.

a) Program shall be known as the Kansas undergraduate tuition rate and will begin in FY 2019 for undergraduate students attending the University of Missouri – Kansas City who are residents of Kansas.
b) Rate shall be greater than or equal to the Missouri undergraduate tuition rate and subject to customary approval by the Board of Curators.
c) Program will be re-evaluated after five years (FY 2024) and will either be eliminated or extended for another five-year period.
d) This tuition program will be effective with the Fall 2018 term.
e) FY 2019 Kansas undergraduate rate will be equal to the Missouri resident undergraduate rate.

that a special tuition rate for Arkansas, Iowa, Kentucky, Oklahoma, South Dakota, Tennessee, and Texas resident undergraduate students attending the University of Missouri – Kansas City be established.

a) Program shall be known as the Heartland undergraduate tuition rate and will

Audit Committee

Curator Graham provided time for discussion of committee business.

Internal Audit and Consulting Quarterly Report. UM – presented by Interim Chief Audit

Health Affairs Committee

Curator Phillips provided time for discussion of committee business.

Approval of minutes and a resolution for an executive session meeting were the public session agenda items for this committee.

General Business

It was moved by Curator Phillips and seconded by Curator Graham, that there shall be an executive session with a closed record and closed vote of the Board of Curators meeting February 1-2, 2018 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

Curator Sundvold was absent.

The motion carried.

The public session of the Board of Curators meeting recessed at 2:30 P.M. on Thursday, February 1, 2018.

Board of Curators Meeting – Executive Session

A meeting of the University of Missouri Board of Curators was convened in executive session at 2:30 P.M., on Thursday, February 1, 2018, in the Donrey Media Room 211 of the Donald W. Reynolds Alumni Center on the University of Missouri – Columbia campus, Columbia, Missouri, pursuant to public notice given of said meeting. Curator David L. Steelman, Chair of the Board of Curators, presided over the meeting.

Present
The Honorable Julia G. Brncic
The Honorable Darryl M. Chatman
The Honorable Jamie L. Farmer
The Honorable Maurice B. Graham
The Honorable Jeffrey L. Layman
The Honorable John R. Phillips
The Honorable Phillip H. Snowden
The Honorable David L. Steelman

The Honorable Jon T. Sundvold was absent.

Also Present
Dr. Mun Y. Choi, President
Mr. Stephen J. Owens, General Counsel
Ms. Cindy Harmon, Secretary of the Board of Curators
Ms. Courtney Lauer, Student Representative to the Board of Curators

Health Affairs Committee – Executive Session

Chancellor Alexander Cartwright, Mr. Ryan D. Rapp, Mr. Jonathan Curtright, Dean Patrice Delafontaine, Ms. Jeri Doty, Mr. Blake Schofield and Mr. Robert Hess joined the meeting.

Mr. Ron Ashworth and Ms. Teresa Maledy joined the meeting as members of the Health Affairs Committee.

Public Session

A meeting of the University of Missouri Board of Curators reconvened in public session at 9:00 A.M., on Friday, February 2, 2018, in Columns Ballroom C, D & E of the Reynolds Alumni Center on the University of Missouri – Columbia campus, Columbia, Missouri, pursuant to public notice given of said meeting. Curator David L. Steelman, Chair of the Board of Curators, presided over the meeting.

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

University of Missouri – Columbia Highlights – presented by Chancellor Cartwright (slides on file for this information item)

Critical Issue Discussion – Distance Learning and Collaboration (slides on file for this information item)

Good and Welfare of the Board

Draft April 12-13, 2018 Board of Curators meeting agenda – no discussion (on file)

There being no other business to come before the Board of Curators, the public meeting was adjourned at 11:00 A.M. on Friday, February 2, 2018.

Board of Curators Meeting – Executive Session

A meeting of the University of Missouri Board of Curators was convened in executive session at 11:05 A.M., on Friday, February 2, 2018, in Donrey Media Room 211 of the Reynolds Alumni Center on the University of Missouri – Columbia campus, Columbia, Missouri, pursuant to public notice given of said meeting. Curator David L. Steelman, Chair of the Board of Curators, presided over the meeting.

Present
The Honorable Julia G. Brncic
The Honorable Darryl M. Chatman
The Honorable Jamie L. Farmer
The Honorable Maurice B. Graham
The Honorable Jeffrey L. Layman
The Honorable John R. Phillips
The Honorable Phillip H. Snowden
The Honorable David L. Steelman

The Honorable Jon T. Sundvold was absent.

Also Present
Dr. Mun Y. Choi, President
Mr. Stephen J. Owens, General Counsel
Ms. Courtney Lauer, Student Representative to the Board of Curators

Roll call vote Full Board:

Curator Brncic was absent.
Curator Chatman voted yes.
Curator Farmer voted yes.
Curator Graham voted yes.
Curator Layman voted yes.
Curator Phillips voted yes.
Curator Snowden voted yes.
Curator Steelman voted yes.
Curator Sundvold was absent.

The motion carried.

There being no further business to come before the Board, the meeting of the Board of Curators was adjourned at 1:15 p.m. on Friday, February 2, 2018.

Respectfully,

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

Approved by the Board of Curators on April 12, 2018.