

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

BOARD OF CURATORS

Minutes of the Board of Curators Meeting
TelePresence
Columbia, Missouri
July 25, 2014

BOARD OF CURATORS MEETING – PUBLIC SESSION

A meeting of the University of Missouri Board of Curators was convened in public session at 9:00 A.M., on Friday, July 25, 2014 via TelePresence originating in Ellis Library TelePresence Center on the University of Missouri campus Columbia, Missouri and at remote locations via TelePresence or conference telephone 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 John R. Phillips
The Honorable David L. Steward

Ms. Cindy S. Harmon, Secretary of the Board of Curators

Miss Tracy Mulderig Student Representative to the Board of Curators

Dr. Gary K. Allen, Vice President for Information Technology

Dr. Henry "Hank" Foley, Ph.D., Executive Vice President for Academic Affairs

Consent Agenda

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

CONSENT AGENDA

1. Minutes of the Special Board of Curators Meeting, June 17, 2014
 2. Minutes of the Board of Curators Meeting, June 20, 2014
 3. Minutes of the Board of Curators Committee Meetings, June 20, 2014
 4. Minutes of the Compensation and Human Resources Committee Meeting, July 8, 2014
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1. Minutes of the Board of Special Board of Curators Meeting, June 17, 2014 as provided to the curators for review and approval.
 2. Minutes of the Board of Curators Meeting, June 20, 2014 – as provided to the curators for review and approval.
 3. Minutes of the Board of Curators Committee Meetings, June 20, 2014 – as provided to the Curators for review and approval.
 4. Minutes of the Compensation and Human Resources Committee Meeting, July 8, 2014 – as provided to the Curators for review and approval.

Roll call vote of the Board:

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

The motion carried.

Board of Curators standing committee meetings were convened at 9:05 am and concluded at 9:35 am. Committee actions were presented to the full Board for action following each Committee vote.

Academic, Student and External Affairs Committee

Chairman Steward provided time for discussion of committee business.

Information

1. University Relations Report (information on file)

Finance Committee

Chairwoman Covington provided time for discussion of committee business.

Action

1. FY2016 State Capital Appropriations Request, UM
2. FY2016 State Operating Appropriations Request, UM

FY2016 State Capital Appropriations Request, UM presented by Treasurer and Interim Vice President Richard (information on file)

It was recommended by Chancellor Coffin, Chancellor Morton, Chancellor Schrader and Chancellor George, endorsed by President Wolfe, recommended by the Finance Committee, moved by Curator Covington and seconded by Curator Gooden that the following action be approved:

that the President be authorized to submit to the appropriate state offices the University's Fiscal Year 2016 State Capital Appropriations Request, as shown on the accompanying schedule (and as filed with the minutes of this meeting).

Roll call vote of the Board:

- Curator Bradley voted yes.
- Curator Covington voted yes.
- Curator Cupps voted yes.
- Curator Downing voted yes.
- Curator Gooden voted yes.

for Missouri Kidney Program core restoration; \$0.8 million for State Historical Society for staff restoration, pay equity and microfilm needs; and \$1.5 million for Missouri Telehealth ECHO clinics.

- (7) Missouri Returning Heroes Act funding totaling approximately \$2.9 million equivalent to tuition waived the past five fiscal years.
- (8) State Seminary funding totaling approximately \$4.3 million in interest income and reinvestment of maturing principal.
- (9) Spinal Cord Injury Funds for F2015 to support the spinal cord injury research program of \$1.5 million.
- (10) Alzheimer's Research Program funds for 2015 in the amount stipulated by law, which is estimated at approximately \$600,000.

Roll call vote of the Board

Curator Bradley voted yes.
Curator Covington voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Good voted yes.
Curator Henrickson was absent for meeting.
Curator Phillips voted yes.
Curator Steward voted yes.

The motion carried.

Compensation and Human Resources Committee

The only action in public session was a motion made and carried by the Committee for an executive session of the Compensation and Human Resources Committee.

General Business

Good and Welfare

Draft October 2014 Board of Curators meeting agenda – no discussion (on file).

Chairman Downing informed the Board that the SEC Network would be kicking off with the 2014 college football season. He requested that a report be presented to the Board regarding the kickoff and how the first season results measure against projections.

It was moved by Curator Stewart and seconded by Curator Phillips that the public session of the Board of Curators meeting, July 25, 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 was absent for vote
Curator Phillips voted yes.
Curator Stewart voted yes

The motion carried

The public session teleconference call was disconnected at 3:35 AM and a second call was initiated for the executive session of the Board of Curators meeting.

BOARD OF CURATORS MEETING – EXECUTIVE SESSION

A meeting of the University of Missouri Board of Curators was convened in executive session at 4:00 A.M., on Friday, July 25, 2014, via TelePresence originating in Ellis Library TelePresence Center, on the University of Missouri campus, Columbia, Missouri and at remote locations via TelePresence and conference telephone 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 John R. Phillips

The Honorable David L. Steward

The Honorable Pamela Q. Henrickson was absent for the meeting.

Also Present

Mr. Timothy M. Wolfe, President, University of Missouri System

Mr. Stephen J. Owen, General Counsel

Ms. Cindy S. Harmon, Secretary of the Board of Curators

Miss Tracy Mulderig, Student Representative to the Board of Curators

General Business

Executive Vice President Foley joined the meeting.

Curators' Professor Vijay Kumar, UMKC presented by Executive Vice President Foley (information on file)

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

that upon the recommendation of Chancellor Morton, the Provost and the Executive Vice President for Academic Affairs, it is recommended that Professor Vijay Kumar be named to the position University of Missouri Curators' Professor effective September 1, 2014. Professor Kumar will receive a \$10,000 annual stipend as long as he holds this position. \$5,000 will go to increased compensation (salary and benefits less applicable taxes) with the remaining \$5,000 available for professional expenses associated with his teaching, research, or creative activities. In accordance with Collected Rules and Regulations, 320.070, this appointment is for a period of five years which may be renewed at the discretion of the Chancellor.

Roll call vote of the Board:

Curator Bradley voted yes.
Curator Covington voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Goode voted yes.

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

The motion carried.

(The complete nomination materials are on file in the Office of Academic Affairs.)

Curators' Professor Thomas S. Stroik, UMKC presented by Executive Vice President Foley (information on file)

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

that upon the recommendation of Chancellor Morton, the Provost and the Executive Vice President for Academic Affairs, it is recommended that Professor Thomas Stroik be named to the position University of Missouri Curator Professor, effective September 1, 2014. Professor Stroik receive a \$10,000 annual stipend as long as he holds this position. \$5,000 will go to increased compensation (salary and benefits less applicable taxes) with the remaining \$5,000 available for professional expense associated with his teaching, research, or creative activities. In accordance with Collected Rules and Regulations, 320.070, this appointment is for a period of five years which may be renewed at the discretion of the Chancellor.

Roll call vote of Board:

Curator Bradley voted yes.
Curator Covington voted yes.
Curator Cupp voted yes.
Curator Downing voted yes.
Curator Good voted yes.
Curator Henrickson was absent.
Curator Phillips voted yes.
Curator Steward voted yes.

The motion carried.

(The complete nomination materials are on file in the Office of Academic Affairs.)

Curators' Professor Michael F. Smith – presented by Executive Vice President Foley (information on file)

It was recommended by Chancellor R. Bowen Loftin, endorsed by President Timothy M. Wolfe, recommended by the Academic, Student and External Affairs Committee, moved by Curator Bradley and seconded by Curator Stewart that the following action be approved:

that upon the recommendation of Chancellor Loftin, the Interim Provost and the Executive Vice President of Academic Affairs is recommended that Professor Michael F. Smith be named to the position University of Missouri Curators' Teaching Professor, effective September 1, 2014. Professor Smith receive a \$10,000 annual stipend as long as he holds this position. \$5,000 will go to increased compensation (salary and benefits less applicable taxes) with the remaining \$5,000 available for professional expenses associated with teaching, research, or creative activities. In accordance with Collected Rules and Regulations, 320.070, this appointment is for a period of five years which may be renewed at the discretion of the Chancellor.

Roll call vote of Board:

Curator Bradley voted yes.
Curator Covington voted yes.
Curator Cupps voted yes.
Curator Downing voted yes.
Curator Goode voted yes.
Curator Henrickson was absent
Curator Phillips voted yes.
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It was recommended by Chancellor R. Bowen Loftin, endorsed by President
Timothy M. Wolfe, re

paragraph four (4) to amended and restated contractor employment for President Timothy M. Wolfe as submitted (and as on file with the minutes of this meeting).

The Restated Contract, and any other amendments necessary to carry out the intent and purpose of this motion, shall be subject to the approval of the Counsel as to legal form.

Roll call vote of the Board:

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

The motion carried.

Amended and Restated Contract for Employment for President Timothy M. Wolfe, Paragraph Seven (7) presented by Chairman Phillips and General Counsel Owens

It was recommended by the Compensation and Human Resources Committee, moved by Curator Phillips and seconded by Curator Bradley to approve the alternative paragraph seven (7) to amended and restated contract for employment for President Timothy M. Wolfe as submitted (and as on file with the minutes of this meeting).

The Restated Contract, and any other amendments necessary to carry out the intent and purpose of this motion, shall be subject to the approval of the Counsel as to legal form.

Roll call vote of the Board:

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

amended and restated with terms the same or substantially similar to the Amended and Restated Contract of Employment ("Restated Contract") attached hereto, with the following modifications:

- A. Pursuant to Paragraph 3 of the Restated Contract, the Annual Base Salary for the period beginning July 1, 2014 and ending June 30, 2015 shall be \$459,000.00 (plus the Universitywide average percentage increase for the period, not to exceed 3%) subject to applicable federal, state and/or local withholding; and
- B. Pursuant to Paragraph 4.a.(2) of the Restated Contract, the President's Annual Performance Based Compensation for the period from February 15, 2013 through June 30, 2014 shall be \$68,750.00, subject to applicable federal, state and/or local withholding.

The Restated Contract, and any other amendments necessary to carry out the intent and purpose of this motion, shall be subject to the approval of General Counsel as to legal form.

Roll call vote of Board of Curators:

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

The motion carried

Annual Performance Review Annual Salary Adjustment, Secretary Cindy S. Harmon
presented by Chairman Phillips

It was recommended by the Compensation and Human Resources Committee, moved by Curator Phillips and seconded by Curator Bradley that based on the review of the performance of Secretary of the Board of Curators, Cindy S. Harmon for the period

July 1, 2013 through June 30, 2014, the Board of Curators approves that the base salary of Cindy S. Harmon be increased by 3.5%, effective September 1, 2014.

Roll call vote of Board of Curators:

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

The motion carried

Approval, Annual Performance Goals, Secretary Cindy S. Harmon presented by Chairman Phillips

It was recommended by the Compensation and Human Resources Committee, moved by Curator Phillips and seconded by Curator Bradley that the performance goals for Secretary Harmon for the period July 1, 2014 to June 30, 2015 be approved as attached (and as on file with the minutes of this meeting).

Roll call vote of Board of Curators:

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

The motion carried

It was moved by Curator Bradley and seconded by Curator Downing, that the meeting of the Board of Curators July 25, 2014, shall be adjourned.

Roll call vote of the Board:

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

The motion carried.

There being no further business to come before the Board of Curators, the meeting was adjourned at 12:28 P.M., on Friday, July 25, 2014.

Respectfully submitted,

Cindy S. Harmon
Secretary of the Board of Curators