

UNIVERSITY OF MASSACHUSETTS

AMHERST•BOSTON•DARTMOUTH•LOWELL•WORCESTER

MINUTES OF THE MEETING OF THE
BOARD OF TRUSTEES

Wednesday, August 23, 2006; 9:15 a.m.

Massachusetts Room
University of Massachusetts
Amherst, Massachusetts

Trustees Present: Chair Karam; Vice Chair White; Trustees Albano, Armstrong, Austin, Carlin, Cassel, DiBiaggio, Endich, Kennedy, King-Shaw, Kulenovic, Leiblum, Mahoney, Makrez, O'Shea, Pearl and Sheridan

Trustees Absent: Trustees Boyle, Dubilo and McCarthy

University Administration: President Wilson; Interim General Counsel Bench; Chancellors Lombardi, Collins, MacCormack, MacKenzie and Lazare; Vice Presidents Julian, Chmura, Gray and Lenhardt, Motley and Williams

Faculty Representatives: Professor O'Connor, UMASS Amherst; Professor May, UMASS Amherst; Professor Tirrell; Professor Ashrafi, UMASS Boston; Professor Gibbs, UMASS Dartmouth; Professor Carter, UMASS Lowell

Chair Karam convened the meeting at 9:16 a.m.

The next item on the agenda was **Consideration of Minutes of the Previous Meeting of the Board.**

It was moved, seconded and

VOTED: To approve the minutes of the May 24, 2006 meeting of the Board.

The first item on the agenda was the **Chair's Report.** Chair Karam thanked Chancellor Lombardi for the hospitality over the past two days including the time with some of the campus' exceptional faculty members. Today there will be a dedication of the new, 864 Bed North Residential Area Apartments which is bringing excitement and vitality to the campus. We look forward to groundbreakings for the Integrated Science Building and the Visual Arts Building.

The University continues to move ahead with capital projects in Boston, Dartmouth, Lowell and Worcester. The \$2.1 billion Capital Plan before the Board today provides a vivid illustration of our commitment to providing excellent facilities to our students, faculty and staff.

Board of Trustees
August 23, 2006

Chair Karam continued his report by welcoming the new Student Trustees to their first Board meeting. Not all colleges and universities include student representation on their governing boards and we are proud that UMASS has had a longstanding tradition of having student voices at the decision-making table.

This year's Trustees: Marisha Leiblum, a student in the Labor Center from UMASS Amherst, Aleksandar Kulenovic, a Philosophy major from UMASS Boston, Tamara Endich, a UMASS Dartmouth Graphic Design major, Heather Makrez, a history major who was elected Student Trustee for UMASS Lowell in 2005 as an undergraduate and was re-elected to represent the campus in 2006 as a graduate student, and Alfred Albano, from the Medical School.

Yesterday the Board heard a report about the issues the University is exploring as it relates to the K-12 level. The University is a full partner in the state's effort to prepare its citizens for competition in the global marketplace.

Chair Karam then commended outgoing Trustee Robert Mahoney, a graduate of UMASS Amherst, a civic leader, philanthropist, friend and exemplary Board member. Over the years Trustee Mahoney's expertise in the area of finance had made him an invaluable member of the Board mentoring other new Board members over the past ten years including the Chair.

Trustee Mahoney's devotion to his alma mater is legendary, marked by his contributions of both time and financial resources to the Amherst campus. He will be sorely missed.

It was moved, seconded and unanimously

VOTED: WHEREAS, Robert M. Mahoney has served on the Board of Trustees since 1997, serving as Chair of the Development Committee during which time he established the University of Massachusetts President's Fund and played a leadership role in the University's unprecedented effort to secure private support; and

WHEREAS, Bob Mahoney has worked tirelessly in his efforts to solicit donations from the business community, alumni and friends of the University yielding significant success in fundraising and contributions to scholarship funds; and

WHEREAS, Bob Mahoney has served as a member of the Committee on Administration and Finance, the Audit Committee, the Executive Committee, the Administrative Redesign Committee, Chairman of the University of Massachusetts Foundation Audit Committee and Co-Chairman of the UMASS Foundation, the Chancellor's Search Committee, UMASS Amherst resulting in the appointment of John Lombardi and the President's Search Committee resulting in the appointment of Jack Wilson and,

Board of Trustees
August 23, 2006

WHEREAS, Bob Mahoney holds a B.S. degree in Chemistry from the University of Massachusetts at Amherst, Class of 1970; and

WHEREAS, Bob and his wife, Kathleen with his brother Richard and his wife Barbara, so generously pledged \$2 million toward the construction of the Integrated Sciences Building on the Amherst campus which will help place the University in the forefront of research institutions that are making valuable discoveries by breaking down the barriers between chemistry and life sciences contributing to a core function of the University: teaching and research; and

WHEREAS, Bob Mahoney took a personal interest in the life of the University serving enthusiastically during the greatest period of change and growth in the University's history; and

WHEREAS, Bob has been a strong advocate and guardian of his Alma Mater, who deeply cared about it and who never hesitated to express his views of what UMASS ought to be and ought to do; and

BE IT RESOLVED, that the Board of Trustees of the University of Massachusetts, in a meeting assembled this twenty-third day of August, two thousand and six does hereby express its sincere and abiding appreciation for his generosity and exceptional performance; and

BE IT FURTHER RESOLVED that Robert M. Mahoney will continue to provide the University with his wise counsel and friendship for many years to come.

There was then a round of applause.

Trustee Mahoney thanked the Board and acknowledged the hard work by the faculty and the staff throughout the University but noted that there is still a lot to be done. Trustee Mahoney stressed the point that time is not a virtue in the case of the University and that we must continue to strive for excellence.

There was another round of applause.

Trustee Leiblum then gave the **Student Trustee Report** and began by stating her enthusiasm for working collaboratively with the Board, the Chancellor, the President's Office and fellow student Trustees.

Trustee Leiblum expressed her support for the Graduate Faculty Unions and their collective bargaining negotiations scheduled to begin and her hope that they will be completed in a timely manner. She noted all the improvements taking place on the Amherst campus and expressed

Board of Trustees
August 23, 2006

some concerns that should also be addressed: recruitment, acceptance and retention of students of color and the affordability of a UMASS education.

The number of people of color has continued to increase across the Commonwealth; the number of students of color has decreased on the Amherst campus. Trustee Leiblum expressed her desire to work with the Board to make greater strides in this area and to move forward in setting system-wide goals, strategies and benchmarks for these initiatives.

Trustee Leiblum also addressed the affordability issue and the hardship rising costs to attend the University are having on students and their families. Increasing costs is having an affect on the student retention rate and we must find inventive ways to restore affordability and increase financial aid.

There was a round of applause.

The next item was the **President's Report**. President Wilson thanked Chancellor Lombardi for his warm welcome as well as the students, faculty and staff for the sense of excitement and vitality on the campus. He also reported on the following:

- the state appropriation has risen to \$443 million for the year that began on July 1, an increase of 8.6 percent or \$35 million over the previous fiscal year;
- the approval of \$26 million in funding for employee contracts;
- \$50 million for public safety related capital projects;
- \$7 million for an endowment matching-funds program;
- the passage of an economic stimulus bill that includes an authorization for the state to borrow \$21 million for the Integrated Sciences Building in Amherst;
- by the end of the 2006 Legislative Session, the Legislature has approved \$32.7 million in direct appropriations, \$44 million in capital authorizations for economic development projects and \$24 million in additional program funds for which UMASS can compete;
- the success of addressing capital issues – we have spent \$1.3 billion on capital improvements from Fiscal Years 2000-2006; the capital plan includes funds for the stabilization work towards the foundation at UMASS Boston including work on the substructure as a garage;
- David MacKenzie has been appointed as the interim Chancellor at UMASS Lowell – we are in the early stages of the search for a permanent Chancellor and will be asking for approval of the appointments of members of the Search Committee;
- the search for a new leader for the UMASS Foundation has concluded with the selection of Katherine Smith as the new Chief Executive Officer. Ms. Smith is currently Associate Vice President for School Relations and Corporate and Foundation Fundraising at Boston College. President Wilson thanks everyone involved in the search especially Vice President Keith Motley for providing strong leadership at the Foundation during this interim period;

**Board of Trustees
August 23, 2006**

- we continue to make progress with our fundraising efforts with the creation of three new endowed chairs today;
- the announcement of \$1.1 million in awards from the President's 2006 Science and Technology Initiatives Fund for eight new projects;
- the Ad Hoc Committee on Public Safety has held several meetings and many helpful ideas have emerged;
- Kenneth Feinberg, the 9/11 Victims Compensation Master and a graduate of the Amherst campus will be speaking at the University Club on the Fifth Anniversary of 9/11.

President Wilson expressed his appreciation to Trustee Mahoney for his intelligence, loyalty and concern for others.

Chair Karam thanked Vice Presidents Julian and Motley and Trustees King-Shaw and O'Shea for their work on the Foundation Search.

The next item on the agenda was the **Report of the Committee on Academic and Student Affairs**. Trustee Austin, Chair of the Committee reported that the Committee had met on August 22 and had one discussion item, the Doctor of Nursing Practice at UMASS Amherst. Senior Vice President Williams offered a few remarks followed by Provost Seymour, Dean Greer Glazer, Dean David Wegman, Provost Garro and Vice Chancellor Scheid.

The Committee also received information regarding campus initiatives to improve the K-12 pipeline.

Trustee Austin introduced the first action item **Approval of the M.S. in Information Technology, UMASS Boston**. The Committee heard from Dean Philip Quaglieri regarding the need for this program. The proposed program has been designed in collaboration with corporations and other stakeholders that have expressed their interest for a graduate IT program. This program will complement our MBA and MSA programs.

It was moved, seconded, and

VOTED: To approve the M.S. in Information Technology at the University of Massachusetts Boston as contained in Doc. T06-034.

The next item was **Revisions to the Constitution of the Student Government Association, UMASS Boston**. Patrick Day, Vice Chancellor for Student Affairs presented the changes which included modifications to the structure of the organization as well as revisions of outdated information and practices.

Board of Trustees
August 23, 2006

It was moved, seconded and

VOTED: To approve the revisions to the Constitution of the Student Government Association at the University of Massachusetts Boston. (Doc. T98-059, as amended)

The next item was **Revisions to the Governance Document, UMASS Medical School.** Vice Chancellor Scheid presented an overview of the changes that included additional language describing the search process and terms for deans and department chairs, limits voting privileges on faculty policies to academically salaried faculty and updates descriptions of several committees to reflect better their current composition and functioning.

It was moved, seconded and

VOTED: To approve the revisions to the Governance Document of the University of Massachusetts Medical School as contained in Doc. T03-035, as amended.

The next item was **Revisions to the Academic Personnel Policy, UMASS Worcester.** Vice Chancellor Scheid described these changes as incorporating several other Board-approved policies as well as clarifying and defining terminology and processes related to tenure, promotion and other issues related to faculty employment.

It was moved, seconded and

VOTED: To approve the revisions to the Academic Personnel Policy of the University of Massachusetts Worcester as contained in Doc. T95-022, as amended.

The next item was **Revisions to the Code of Student Conduct, UMASS Amherst.** Dean JoAnn Vanin reviewed the changes which clarified language in the Code, improved procedures regarding minor violations and allowed for sanction hearings to occur.

It was moved, seconded and

VOTED: To approve the revisions to the Code of Student Conduct at the University of Massachusetts Amherst. (Doc. T94-059, as amended)

The next item was **Appointments to Named Professorships, UMASS Amherst, UMASS Boston, UMASS Dartmouth.**

Board of Trustees
August 23, 2006

It was moved, seconded and

VOTED: To concur with the President in the appointment of Robert Rothstein to the Walter Raleigh Amesbury, Jr. and Cecile Dudley Amesbury Professorship for Teaching and Research of the Polish Language, Literature and Culture at the University of Massachusetts Amherst.

And further, To concur with the President in the appointment of Padraig O'Malley to the John Joseph Moakley Chair in International Peace and Reconciliation at the University of Massachusetts Boston.

And further, To concur with the President in the appointment of Brian Rothschild as the first holder of the Montgomery Charter Chair in Marine Science and Technology in the School for Marine Science and Technology at the University of Massachusetts Dartmouth. (Doc. T06-035)

The remaining action items would be taken up in Executive Session.

It was then announced that this was the last meeting for Provost Esposito from the Dartmouth campus and Vice Chancellor Cheryl Scheid from the Worcester campus. The Board wished them both well.

The next item was the **Report of the Committee on Administration and Finance**. Trustee O'Shea reported that the Committee had met on August 16th and heard reports on the University's Procurement Program, the Proposed Deferred Maintenance Ratio, UMASS Amherst and Financing Capital Activity.

The presentation on the procurement program included positive information about the high level of intercampus cooperation in securing the best prices for quality products.

The first item was **Approval of FY2007-2011 University Capital Plan**. There had been a discussion about the Capital Plan that will amount to \$2.1 billion in spending over the next five years. The University has been aggressive and creative addressing capital issues and has seen the effects of the spending particularly on the Amherst campus.

There was a long discussion initiated by a presentation from Chancellor Collins regarding the UMASS Boston garage. There will be a strategic plan in place in a year's time; until that time the parking garage will remain closed and a plan for alternative parking for incoming students will be in place before the start of classes.

Board of Trustees
August 23, 2006

It was moved, seconded and

VOTED: Pursuant to Trustee policy T93-122, to approve the following new capital projects:

| <u>Project Name</u> | <u>Total Project Cost Est.</u> <u>Jun-06</u> |
|--|---|
| <i><u>Amherst Campus</u></i> | |
| ISB Backfill Renovations | \$18,000,000 |
| Bartlett Façade Phase II | \$15,000,000 |
| Police Facility | \$10,000,000 |
| Modular Swing Space | \$9,480,000 |
| East-West Electrical Tie | \$7,000,000 |
| ISB Research Floor Fit-Out | \$7,000,000 |
| Fine Arts Center Piping Replacement | \$6,000,000 |
| FAC fire protection (sprinkler system) | \$5,500,000 |
| Nanotechnology Grant Match | \$5,000,000 |
| West Experiment Station roof replacement | \$5,000,000 |
| Deferred Maintenance Repairs Pool | \$4,000,000 |
| Morrill HVAC Repairs | \$4,000,000 |
| Gladchuck practice field artificial turf | \$3,000,000 |
| ATG North Pleasant St. Property Purchase | \$2,500,000 |
| University Apartment Demolition | \$2,200,000 |
| Science Facility DM | \$2,000,000 |
| Chenoweth Vent/Exhaust | \$2,000,000 |
| Boyden elevator | \$1,900,000 |
| University Club structural repairs | \$1,820,000 |
| Facilities and Campus Planning Offices | \$1,800,000 |
| Morrill Roof and Façade Repair | \$1,600,000 |
| Campus-wide security system | \$1,600,000 |
| Animal Care Facility | \$1,500,000 |
| Art Modular Space | \$1,500,000 |
| FAC fire alarm | \$1,500,000 |
| Furculo elevator | \$1,500,000 |
| Replace Tennis Courts | \$1,400,000 |
| E-Lab Roof and Masonry Repairs | \$1,400,000 |
| New Faculty Renovations | \$1,200,000 |
| McGuirk Stadium Artificial Turf | \$1,200,000 |
| Hasbrouck Fire Alarm | \$1,200,000 |
| Tobin Structural Repair | \$1,000,000 |
| Machmer roof and window replacement | \$1,000,000 |
| UMA Total (projects more than \$1M) | \$130,800,000 |

Board of Trustees
August 23, 2006

Boston Campus

| | |
|--|--------------------|
| Entry/Egress doors | \$2,300,000 |
| Clark Sloped Glazing | \$1,500,000 |
| UMB Total (projects more than \$1M) | \$3,800,000 |

Dartmouth Campus

| | |
|--|---------------------|
| Biomanufacturing Building | \$10,000,000 |
| Fitness Center Expansion | \$4,800,000 |
| Locker and Training Room Renovations | \$3,000,000 |
| Purchase Street Building | \$9,500,000 |
| UMD Total (projects more than \$1M) | \$27,300,000 |

Lowell Campus

| | |
|-------------------------------|--------------|
| Lab Upgrades | \$20,000,000 |
| Wannalancit Mills | \$15,500,000 |
| Mahoney Renovations | \$12,900,000 |
| Eames Hall Renovations | \$7,500,000 |
| Smith Hall Renovations | \$7,500,000 |
| Fox Hall Renovations | \$7,000,000 |
| Olney Hall Renovations | \$6,800,000 |
| UML South Tennis | \$6,000,000 |
| Steam Plants | \$5,725,000 |
| UML East Residence Halls | \$5,000,000 |
| Pinanski Renovations | \$4,200,000 |
| Weed Hall Renovation | \$3,500,000 |
| Ball Hall renovation | \$3,225,000 |
| North Storm Water Management | \$3,000,000 |
| UML East Maintenance Facility | \$3,000,000 |
| Durgin Hall Expansion | \$2,875,000 |
| Concordia Renovations | \$2,500,000 |
| Engineering hall renovation | \$2,500,000 |
| Durgin Hall Upgrades | \$2,165,000 |
| Dugan Hall Renovations | \$2,060,000 |
| WUML Construction | \$1,750,000 |
| Cumnock Hall Renovations | \$1,600,000 |
| IPI | \$1,250,000 |
| Olsen Hall Upgrades | \$1,250,000 |

**Board of Trustees
August 23, 2006**

| | |
|--|----------------------|
| McGauvran Renovations | \$1,000,000 |
| UML Total (projects more than \$1M) | \$129,800,000 |

Medical School

| | |
|---|----------------------|
| Worcester Campus | |
| Deferred Maintenance List - Priority 3 | \$28,000,000 |
| Replace Substations | \$9,000,000 |
| Complete CHW and Steam Loop on Campus | \$3,000,000 |
| Deferred Maintenance List - Priority 2 | \$3,000,000 |
| Renovate Amphitheaters 2 and 3 | \$3,000,000 |
| Construct new Electrical Room at the Power Plant | \$2,300,000 |
| Balance of Plant Controls | \$2,150,000 |
| Replace Domestic Water Lines | \$1,500,000 |
| Pressurize Egress Stairs | \$1,000,000 |
| Jamaica Plain Campus | |
| Electrical service upgrade | \$3,100,000 |
| Architectural, Roofing and Site Upgrades | \$2,000,000 |
| Biolab roof replacement | \$1,500,000 |
| Shriver Campus | |
| Piping, Plumbing & Restroom Upgrades | \$2,203,680 |
| Electrical System Upgrades | \$1,145,760 |
| WCCC Properties | |
| MBL - Mattapan R & D and Office Building | \$50,000,000 |
| MBL - Mattapan New Vaccine Production & Warehouse | \$35,000,000 |
| UMW Total (projects more than \$1M) | \$147,899,440 |

| | |
|---|----------------------|
| Total University New Projects more than \$1M | \$439,599,440 |
|---|----------------------|

And further,

To approve the following revised project cost estimates for previously approved capital projects:

**Board of Trustees
August 23, 2006**

| Campus | Initial Total Proj. Cost Est. | Revised Total Proj. Cost Est. as of June 2006 |
|--|--|--|
| Amherst | | |
| Housing Steamline | \$1,500,000 | \$1,908,000 |
| Central Campus Steamline Replacement | \$4,700,000 | \$6,700,000 |
| Dubois Library Interior Repairs | \$10,800,000 | \$13,000,000 |
| New Auditorium | \$8,000,000 | \$11,000,000 |
| Art Building | \$17,500,000 | \$21,000,000 |
| Polymer Chiller Replacement | \$675,000 | \$1,210,000 |
| Bartlett Façade Replacement | \$4,800,000 | \$15,600,000 |
| Boston | | |
| Fire Alarm Panels | \$2,000,000 | \$6,900,000 |
| Seawall & Promenade repairs | \$1,000,000 | \$2,000,000 |
| Building envelopes | \$8,000,000 | \$88,300,000 |
| Utility Plant Roof repairs | \$2,000,000 | \$2,700,000 |
| Critical academic renovations | \$6,500,000 | \$12,697,615 |
| Catwalk repairs | \$810,000 | \$1,400,000 |
| Marine Operations vessel | \$1,100,000 | \$1,700,000 |
| New Science & Technology Building | \$26,250,000 | \$42,000,000 |
| Dartmouth | | |
| Research Building Extension | \$12,000,000 | \$17,000,000 |
| Lowell | | |
| Allen House Renovation | \$1,833,000 | \$3,108,000 |
| Coburn Hall Renovation | \$3,500,000 | \$8,200,000 |
| UML North Quad Modernization | \$10,250,000 | \$21,900,000 |
| North Electrical Infrastructure | \$2,500,000 | \$5,000,000 |
| Elevator Upgrades | \$1,850,000 | \$3,500,000 |
| Landscape Improvements | \$5,000,000 | \$8,200,000 |
| Lydon Library Modernization | \$2,500,000 | \$3,500,000 |
| Worcester | | |
| Advanced Education and Clinical Practice Center | \$35,000,000 | \$90,000,000 |
| Campus Landscape | \$500,000 | \$1,500,000 |

**Board of Trustees
August 23, 2006**

And further,

To approve the FY2007 to FY2011 University Capital Plan as described in Doc. T06-040.

And further,

With respect to any or all of the projects identified in the said University Capital Plan as described in Doc. T06-040, to authorize the President of the University and such other officers of the University as he may designate (the President and each such other officer referred to herein as an "Authorized Officer"), each acting singly, in the name and on behalf of the trustees, the University or the Commonwealth, as appropriate, (a) to effectuate the financing of one or more or all of such projects by such means as such Authorized Officer shall deem advisable, including without limitation by requesting in writing the University of Massachusetts Building Authority, the Massachusetts Health and Educational Facilities Authority, the Massachusetts Development Finance Agency or any other statutorily qualified issuer in the Commonwealth to issue debt therefore, or to request the Worcester City Campus Corporation to effectuate the financing thereof through any such issuer of debt, so long as the estimated total project cost does not exceed the estimated total project cost listed in Doc. T06-040 by more than 20% (exclusive of capitalized interest, debt service reserve funds, cost of issuance of the obligations, costs of bond insurance or other credit enhancement and other cost of the financing), and, (b) in connection with any such financing, to take such actions (including without limitation the execution of the guaranty of the Commonwealth on any obligation guaranteed by the Commonwealth), secure such governmental approvals, execute such agreements (including without limitation contracts for financial assistance, management and services, contracts for management and services or leases or subleases) containing such provisions and provide for such terms and sources of repayment, all as such Authorized Officer shall deem advisable and as may be required or permitted by law, including without limitation St. 1960, c. 773, §19A, as amended, and St. 1992, c. 138, §15A, as inserted by St. 2000, c. 159, §303. (Doc. T06-040)

The next item for action was **Resolution Authorizing Requests for Initiation by University of Massachusetts Building Authority of University Projects.**

Board of Trustees
August 23, 2006

It was moved, seconded and

VOTED: WHEREAS, the University of Massachusetts Building Authority (the “Building Authority”) was created by Chapter 773 of the Acts of 1960 of The Commonwealth of Massachusetts (the “Commonwealth”) (said Chapter 773, as amended, being hereinafter called the “Enabling Act”) as a body politic and corporate and a public instrumentality of the Commonwealth;

WHEREAS, the Building Authority was created by the Enabling Act for the general purposes of aiding and contributing to the performance of the education and other purposes of the University of Massachusetts (the “University”) by providing dormitories, dining commons and other buildings and structures for the use of the University, its students, staff and their dependents and for lease to or use by an organization or association, in any form, of students or others the activities of which are a part of the activities at the University and subject to regulation by the Board of Trustees of the University (the “Trustees”), a research, foundation or other research organization the operation of which in conjunction with the University is approved by the Trustees or any other entity the activities of which are approved by the Trustees as furthering the purposes of the University;

WHEREAS, in the judgment of the Trustees it is in the best interests of the University, its students, staff and their dependents and said organizations that the Building Authority initiate the projects described below;

NOW, THEREFORE,

1. Each of the President and the Vice President for Management and Fiscal Affairs and Treasurer of the University, acting alone, be and each, acting alone, hereby is authorized in the name and on behalf of the Trustees to make a written request of the Building Authority that the Building Authority initiate:
 - (a) Any or all of the projects set forth in the University of Massachusetts FY2007 to 2011 University Capital Plan (Trustee Document T06-040); and
 - (b) Any other construction of or respecting or renovation, repair, remodeling or other work in or upon or respecting any building or structure owned or used by the University or the Building Authority, or the provision, installation, renovation, repair or remodeling of or other work upon or respecting any furnishings, furniture, machinery, equipment or facilities with respect to any such building or structure, all as may be requested of the Building Authority in writing from time to time by either, acting alone, of the President or the Vice President for Management and Fiscal Affairs and Treasurer of the University, the making of any such request being hereby authorized.

Board of Trustees
August 23, 2006

2. The projects to be initiated by the Building Authority in accordance with any request authorized to be made in Section 1 of this resolution may in the discretion of the Building Authority be undertaken separately or together for financing purposes.
3. The President of the University, the Vice President for Management and Fiscal Affairs and Treasurer of the University and all other officers of the University, each of the foregoing acting alone, be and each, acting alone, hereby is authorized to request the Commissioner of Administration to approve in writing the undertaking by the Building Authority of the projects a request for which is hereby authorized and to do such other things and to take such other action as the officer or officers so doing or acting shall, as conclusively evidenced by their doing the things or taking the action hereby authorized, deem necessary or desirable to be done or taken to carry into effect the matters hereby authorized.
4. This vote is intended as the expression of the University's "official intent" under Section 1.150-2(d)(1) and (e) of the regulations promulgated by the United States Treasury Department under the Internal Revenue Code of 1986, as amended, toward the issuance of revenue bonds under the Enabling Act or other applicable legislation for financing and refinancing the cost of any or all of the projects described in paragraph 1(a) or paragraph 1(b) above. (Doc. T06-043)

The next item for action was **Authorization to Purchase Property Adjacent to Amherst Campus**. The purchase of this property would allow the Amherst campus to expand its boundary to the north. It is a major gateway to the campus and the acquisition will allow the campus to control and enhance the gateway.

It was moved, seconded and

VOTED: To authorize the Amherst campus to purchase property located at 750 North Pleasant Street in Amherst adjacent to the campus at a cost to be negotiated by the Commonwealth of Massachusetts Division of Capital Asset Management and approved by the President of the University or his designee. (Doc. T06-046)

The next item was **Declaration of Official Intent for Financing Project, UMASS Amherst**. These potential improvements will make possible the distribution of electrical power generated by the new Central Heat Plant to the building on the east side of the Amherst campus.

It was moved, seconded and

VOTED: That the University reasonably expects to incur debt to reimburse expenditures, including expenditures made within the last 60 days, temporarily advanced from

Board of Trustees
August 23, 2006

internal funds or internal loans for the design, construction and acquisition of electrical system improvements at the Amherst campus, the maximum principal amount of debt expected to be issued for such project, including for reimbursement purposes, being \$7,000,000.

These improvements, popularly known as the East-West Tie, will make possible the distribution of electrical power generated by the new Central Heat Plant to buildings on the east side of the campus. (Doc. T06-051)

The next item was **Authorizations to Meet Requirements, Chapter 122 and Chapter 123 of the Acts of 2006**. The signing into law of two bills provided more than \$80 million in new direct funding for capital improvements and operations and an additional \$44 million in new capital authorizations for critical University facilities. The President would be authorized to take all actions necessary to make all transfers and allocation of these funds.

It was moved, seconded and

VOTED: To authorize the President to take any and all actions necessary or required to effectuate the transfer and allocation of funds to the University and the University of Massachusetts Building Authority and to take any other actions necessary to meet the requirements of Chapter 122 and Chapter 123 of the Acts of 2006 that pertain to the University of Massachusetts. (Doc. T06-047)

The next item was **Establishment of the John Joseph Moakley Chair, UMASS Boston**. This Professorship will be centered in the McCormack Graduate School of Policy Studies and will focus on international peace and reconciliation through research and teaching.

It was moved, seconded and

VOTED: In accordance with sections 1A(e) and 11 of Chapter 75 of the General Laws, to establish an endowed chair in international peace and reconciliation at the University of Massachusetts Boston to be known as the John Joseph Moakley Chair in International Peace and Reconciliation. (Doc. T06-048)

The next item was **Establishment of the Leo P. and Teresa M. LaChance Chair, UMASS Medical School**. This Chair will address the challenges of individuals with mental retardation and mental illness/behavioral problems.

It was moved, seconded and

VOTED: In accordance with Sections 1A(e) and 11 of Chapter 75 of the General Laws, to establish an endowed chair in mental retardation and behavioral health at the

**Board of Trustees
August 23, 2006**

University of Massachusetts Medical School to be known as Leo P. and Teresa M. LaChance Chair in Medical Retardation and Behavioral Health. (Doc. T06-049)

The next item was the **Establishment of the Isadore and Fannie Foxman Chair in Cancer Research, UMASS Medical School.** This Chair will be used towards the advancement and fulfillment of research in cancer.

It was moved, seconded and

VOTED: In accordance with sections 1A(e) and 11 of Chapter 75 of the General Laws, to establish an endowed chair in mental retardation and behavioral health at the University of Massachusetts Medical School to be known as the Isadore and Fannie Foxman Chair in Cancer Research. (Doc. T06-052)

The next item was **Naming of the Library, UMASS Dartmouth.** The Dartmouth campus has received an anonymous gift as the lead contribution to the \$10 million Library campaign which includes the naming of the Library in honor of Claire T. Carney, an alumna, former Trustee and the first building on the campus to be named for a woman.

It was moved, seconded and

VOTED: To approve the naming of the Library for Claire T. Carney at the University of Massachusetts Dartmouth. (Doc. T06-056)

The next item was the **Report of the Audit Committee.** Vice Chair White reported that the Committee had met on August 16 and heard a report from Robert Harrison, Director of Internal Auditing summarizing the audit related activities. He also discussed the process followed to seek bid proposals and the appointment of an independent firm for our Intercollegiate Athletic/NCAA reviews.

Mr. Harrison presented a draft revised Audit Charter, a draft long-range audit plan and an update on the staffing initiative with a hiring search for staff internal auditor positions under way.

The Committee heard from Mr. Paul Hanley from PricewaterhouseCoopers about the audit service plan for the Annual Financial Report and the Federal Financial Assistance Review as well as a briefing on the emerging accounting and regulatory issues in the Higher Education industry.

The next item was **Process Review of Selected Functions within Administration and Finance, UMASS Lowell.** Mr. Harrison initiated this review at the request of the Vice

Board of Trustees
August 23, 2006

Chancellor who was interested in an independent review of certain business functions to determine if improvements were recommended in the control environment. Improvements were noted and the campus has addressed all points and has committed to a follow up review in the future.

It was moved, seconded and

VOTED: To accept the following Audit Report:

1. Process Review of Selected Functions within Administration and Finance, UMASS Lowell (Doc. T06-042)

The next item was a **Report of the Development Committee**. Trustee O'Shea reported that the Committee had met on August 22 and heard reports from the campuses on their fundraising progress; there was an update on the Development Council, the Search for a Director of the Foundation, an Action Plan Update, Status Reports on the Quarterly Figures and an Integrated Marketing Plan Update.

There was good news on the fundraising front including Chancellor Lombardi's success at increasing endowment by 30 percent. In related news, Katherine Smith the new Chief Executive Officer for the UMASS Foundation said she was looking forward to fundraising for UMASS.

Trustee O'Shea reported on the success of the UMASS Pops night in June and the success of the University's investment strategies.

Chair Karam thanked Trustee O'Shea for his work on the Development Committee as Chair and looked forward to working with Trustee King-Shaw as it new Chair.

Under **Other Business** the Chairman asked for a motion to approve the **Department of Defense Exclusion List**.

It was moved, seconded and

VOTED: WHEREAS, current Department of Defense Regulations contain a provision making it mandatory that the Chairman of the Board, the President, the Secretary, and the designated Facility Security Officer meet the personnel clearance requirements established for a contractor's facility clearance; and

WHEREAS, said Department of Defense Regulations permit the exclusion from the personnel clearance requirements of certain members of the Board of Trustees and other officers, provided that this action is recorded in the minutes.

Board of Trustees
August 23, 2006

NOW, THEREFORE, BE IT DECLARED that the Chairman of the Board, the President, the Secretary and the designated Facility Security Officer at the present time do possess, or will be processed for, the required security clearance; and

BE IT RESOLVED that in the future, when any individual enters upon any duties as Chairman of the Board, the President, the Secretary or the designated Facility Security Officer, such individual shall immediately make application for the required security clearance; and

BE IT RESOLVED FURTHER that the following members of the Board of Trustees and other officers shall not have, and can be effectively excluded from access to all classified information in the possession of the corporation and do not occupy positions that would enable them to affect adversely policies or practices in the performance of classified contracts for the Department of Defense or the User Agencies of its Industrial Security Program:

| <u>NAME</u> | <u>TITLE</u> |
|-------------------------|---------------------|
| Alfred Albano | Trustee |
| John A. Armstrong | Trustee |
| Dennis G. Austin | Trustee |
| Lawrence F. Boyle | Trustee |
| Matthew E. Carlin | Trustee |
| Christine K. Cassel | Trustee |
| John A. DiBiaggio | Trustee |
| Edward A. Dubilo | Trustee |
| Tamara Endich | Trustee |
| William F. Kennedy | Trustee |
| Ruben J. King-Shaw, Jr. | Trustee |
| Aleksandar Kulenovic | Trustee |
| Marisha Leiblum | Trustee |
| Robert M. Mahoney | Trustee |
| Heather Makrez | Trustee |
| Robert McCarthy | Trustee |
| William T. O'Shea | Trustee |
| Janet D. Pearl | Trustee |
| Robert K. Sheridan | Trustee |
| Karl E. White | Trustee |

(Doc. T06-053)

The next item was the **Appointment of the Interim Chancellor, UMASS Lowell**. Trustee Sheridan commended David MacKenzie for his work with the Building Authority.

**Board of Trustees
August 23, 2006**

It was moved, seconded and

VOTED: Upon recommendation of the President, to appoint David J. MacKenzie as Chancellor (Interim) of the University of Massachusetts Lowell effective July 7, 2006, who shall serve at the pleasure of the President, with such salary and other terms and conditions as shall be determined by the President, in consultation with the Chair. (Doc. T06-057)

The next item was the **Naming of the Search Committee, UMASS Lowell**. Chair Karam thanked Board members, Karl White, Janet Pearl and Heather Makrez and James Julian and Keith Motley for agreeing to serve on this Search.

It was moved, seconded and

VOTED: To concur with the Chair of the Board in the naming of the Search Committee at the University of Massachusetts at Lowell:

UMASS Lowell Search Committee Members:

William T. O'Shea, Chair

Howard Berke

Susan Braunhut

Julie Chen

Kay Doyle

Mary Ellen Fitzpatrick

Joyce Gibson

Charles Hoff

Ann Marie Hurley

James Julian

David MacKenzie

Heather Makrez

Robert Manning

William Martin

Frank McKone

Keith Motley

Janet D. Pearl, M.D.

William Poduska

Dana Skinner

Steven Tello

Karl E. White

(Doc. T06-058)

**Board of Trustees
August 23, 2006**

The next item was the **Report of the Science and Technology Task Force**. Trustee John Armstrong, Chair of the Task Force reported that the Task Force had met on August 22 and discussed the effectiveness of the University's operations interaction with industry. A team of consultants are now looking at this issue - a report is forthcoming.

The Task Force meeting focused on the strategy for the University in the area of stem cell research. President Wilson had suggested that there was a window of opportunity for the University to position itself to play a strong role in this field. There was a lively discussion among the participants which resulted in a clear consensus that everyone work together across the system and facilitate the creation of a white paper which will develop a strategy to work with the Legislature and with other funding agencies.

A report and the first draft of a white paper are expected to be ready by the next meeting.

Trustee Kennedy then gave the **Report of the Governance Committee**. The Committee met on June 21 and July 12. The Committee discussed several issues including the creation of the position of Assistant Secretary to the Board of Trustees, the 2007 Meeting Schedule, the Board Officers for the upcoming year and the need to redefine the charge of the Athletic Committee.

The first item for was action was the **Establishment of the Position of Assistant Secretary to the Board of Trustees and Appointment to the Position**.

It was moved, seconded and

VOTED: To create the position of Assistant Secretary to the Board of Trustees;

And further, To appoint Zunilka Barrett as Assistant Secretary to the Board of Trustees. (Doc. T06-054)

The next item was **Amendments to the By-Laws**. The amendments include changing the annual meeting of the Board from August to September; the regular meetings of the Committees will change from February, May, August and November to March, June, September and December. The appointment of members to the Governance Committee will change from May to June.

It was moved, seconded and

VOTED: To approve the following amendments to the By-Laws of the Board of Trustees of the University of Massachusetts (effective in 2007):

Article II, MEETINGS OF THE BOARD OF TRUSTEES is hereby amended as follows:

**Board of Trustees
August 23, 2006**

Section 1(a) Annual Meeting, Regular and Special Meetings.

By striking August and replacing it with September.

Section 1(b)

By striking February, May, August and November and replacing it with March, June, September and December.

Article IV, SPECIAL COMMITTEES is hereby amended as follows:

Section 1(a) Trustee Governance Committee and Special Committees.

By striking May and replacing it with June.

(Doc. T91-100, as amended)

The next item was the **Appointment of Officers and Committee Chairs, 2006-2007**. The Governance Committee members had had individual discussions with all of the Board members about the officers and their committee assignments. It was noted that Trustee Pearl should be added to the list as Vice Chair for Development.

It was moved, seconded and

VOTED: To confirm and approve the Officers and Committee Chairs of the Board of Trustees set forth in Doc. T06-041, all to serve until the next annual meeting of the Board. (Doc. T06-041)

Trustee Kennedy thanked the members of the Governance Committee, Trustees Austin, DiBiaggio, O'Shea and Sheridan and Chair Karam for their participation.

Chair Karam thanked Trustee Kennedy and the members of the Governance Committee and stated how honored he was to be elected to a third term as Chair. This Board is comprised of such distinguished, accomplished and dedicated citizens. This is one of the finest citizen volunteer Boards that the Chair has ever been associated with making an enormous contribution to the success of the five campus University System and the Commonwealth.

As President Wilson stated, the University is in a much better place with funding improvements, very talented students applying in greater numbers and with our research portfolio growing. The success of the University can be attributed to the very hard work by the Board and the effort of President Wilson, the Chancellors, faculty staff and the University of Massachusetts System.

Board of Trustees
August 23, 2006

Chair Karam expressed his desire to work together to raise this institution to greater heights of service and accomplishments in the years ahead.

Before the Board entered Executive Session, Trustee Austin commended the campuses for making improvements to the tenure process. It has come to the attention of the Board that a gaping hole exists in the process at the Lowell campus which needs to be addressed.

Chair Karam then announced the Board would enter **Executive Session** to consider **Appointments with Tenure, UMASS Amherst, Boston, Dartmouth and Lowell, Awards of Tenure, UMASS Amherst, Boston, Dartmouth, Lowell and Worcester and Transfer of Tenure, UMASS Dartmouth.**

The Board will not reconvene in Open Session. The Secretary will call the Roll; Trustees are requested to state yes or no.

It was moved, seconded and

VOTED: To enter Executive Session to consider

Chair Karam voted for the motion as did Vice Chair White, Trustees Armstrong, Austin, Carlin, DiBiaggio, Endich, Kennedy, King-Shaw, Mahoney, Makrez, O'Shea, Pearl and Sheridan. The time was 11:40 a.m.

Barbara F. DeVico
Secretary to the Board of Trustees