

UNIVERSITY OF MASSACHUSETTS

AMHERST•BOSTON•DARTMOUTH•LOWELL•WORCESTER

**MINUTES OF THE MEETING OF THE
BOARD OF TRUSTEES**

Thursday, June 21, 2007; 8:30 a.m.

**Massachusetts Room
University of Massachusetts
Mullins Center
Amherst, Massachusetts**

Trustees Present: Chairman Tocco; Vice Chairs Manning and Sheridan; Trustees Boyle, Braceras, Carlin, DiBiaggio, Endich, King-Shaw, Kulenovic, Lawton, Leiblum MacAfee, Makrez and Pearl

Trustees Absent: Trustees McCarthy, O'Shea, Rego Weathers and White

Student Trustees-Elect: Beatrice and Thompson

University Administration: President Wilson; General Counsel Bench; Chancellors Lombardi, Collins, MacCormack and MacKenzie; Executive Deputy Chancellor Flotte; Executive Vice President Julian; Senior Vice President Williams; Vice Presidents Chmura, Lenhardt, Motley and Smith

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

Chairman Tocco convened the meeting at 8:35 a.m. and indicated that Trustee King-Shaw was en route. Trustee McCarthy had planned to be here today but was called away to attend the memorial service for the fallen firefighters in South Carolina.

The first item on the agenda was **Consideration of Minutes of the Previous Meetings of the Board.**

It was moved, seconded and

VOTED: To approve the minutes of the March 14, 2007 meeting of the Board.

The next item on the agenda was the **Chair's Report.** Chairman Tocco thanked Chancellor Lombardi and his staff for the hospitality and the great meal provided to the Trustees last night.

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The end of the academic year brings to a close the service of our student Trustees. Chairman Tocco thanked Alfred Albano (who could not attend), Mishy Leiblum and Heather Makrez for their service to the Board, and presented each outgoing Trustee a gift card to a round of applause.

Chairman Tocco then named the incoming Student Trustees: Ruth Thompson from UMASS Amherst, Anthony Beatrice from UMASS Lowell and Bharath Nath from UMASS Worcester.

Chairman Tocco continued his report by indicating that the State and the University are at a crossroads. We have laid down a very aggressive concept for becoming one of the top university systems in the country and in the world. We need to meet this challenge for the citizens of the University and for the economy of the state. Open discussion and debate on some of these issues are welcomed. He thanked the Governor for his input and dedication to the future of the University and higher education.

We will continue to improve communications between the constituencies. As a Board we have laid an agenda for President Wilson and he will be held accountable. President Wilson has the right to put together a team that can help the University to get to that next step.

Chairman Tocco then asked General Counsel Bench to provide an opinion on recent activities concerning Board governance and questions raised by recent events.

General Counsel Bench read the following statement:

“I have been asked to advise you concerning representations that violations of University governance policies have occurred in connection with either the presentation of the One University concept or the President’s recommendations to the Board of Trustees of the appointment of Vice President Keith Motley as Chancellor of the Boston Campus and the interim appointment of Boston Chancellor Michael Collins as Interim Chancellor of the Worcester Campus. Specifically, the Faculty Senate of the Amherst Campus referred in a vote to what it termed the Board’s “failure to consult faculty and other university constituencies in developing the Vision for One University plan, and in developing this plan in private meetings in violation of AAUP documents, Trustee governance documents, and Massachusetts Open Meeting Law”

The facts assumed in the faculty resolution do not agree with the facts as I understand them, which are as follows. A dinner for the members of the Board of Trustees was held on May 3, 2007. The dinner was not considered either a regularly scheduled or a special meeting of the Board, and it was not posted pursuant to the Open Meeting Law. The President presented some issues as represented in a 13-page PowerPoint handout entitled “A Vision for One University.” The presentation consisted of a general discussion of the advantages of organizing and promoting the University as one institution rather than a loose system of five campuses. While several distinct areas of operational improvements attainable through centralization were listed (IT infrastructure, research computing, record keeping and admissions applications, e.g.), no

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specific steps to achieving these goals were proposed. No specific action was requested of the Trustees and no vote was taken.

Based on the foregoing information, I cannot conclude that the Open Meeting Law was violated. A "meeting" of a governmental body under that law is defined as follows:

"Meeting", any corporal convening and deliberation of a governmental body for which a quorum is required in order to make a decision at which any public policy matter over which the governmental body has supervision, control, jurisdiction or advisory power is discussed or considered; but shall not include any on-site inspection of any project or program.

G.L. c. 30A, § 11A. The definition requires both a corporal convening and "deliberation." The facts as described to me show that there was no deliberation toward any decision, much less an actual decision. As described by the Attorney General's Office in relation to a similar informal gathering some years ago, "The discussion was very preliminary and general about topics of interest that might or might not later be considered for action by the Board of Trustees. There was no deliberation and no discussion about Board business and no decisions were made." Consequently there was no violation of the statute.

As for the necessity of consulting faculty under University governance policies, I perceive no violation in that respect either. There is no requirement that the President consult with faculty before *informing* the Board of Trustees of what he might propose to them in the future. While the University Governance Statement does provide for consultation among University constituencies, it expressly provides as follows:

Joint effort in University governance will take a variety of forms depending on the issue and the situation. The administrative officers or the Board may in some instances propose recommendations for the consideration of the faculty and/or students ***before taking final action.***

I note also that the relevant policy of the American Association of University Professors discusses the desirability of wide consultation in important matters "***prior to final action.***" Again, there is no indication that any action, final or otherwise, on the Vision for One University concept has been recommended to or taken by the Board of Trustees.

Although the Faculty Senate resolution did not mention the proposed Chancellorship appointments, much press coverage has reflected criticism of these recommendations as well. It is not entirely clear to me just what the fundamental basis for this criticism might be. Mention has been made of the lack of new search for the Boston Chancellorship, but there was a full search only two years ago and Vice President Motley was one of the finalists. Reliance on that search process appears well within the requirements of the Governance Statement. As for the

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interim appointment of Chancellor Collins to Worcester, there has never been any requirement for a search process for interim candidates, which of course is incompatible with the interim nature of the appointment. If there has been any articulated criticism of this recommendation I have not seen it.

In conclusion, I perceive no violation of either state law or University procedures in the various matters discussed above.”

Chairman Tocco concluded his report by indicating that the Board does not have a formal plan in place; we are in discussions about the future and a Task Force will analyze our options. There will be no formal restructuring of the University without recommendations from the Task Force. There were no violations of open meeting laws or protocols in governance. Educating the citizens of the Commonwealth is our main goal.

Trustee Makrez then asked to be recognized and thanked the Board and the President’s Office staff for her time on the Board and for President Wilson’s great leadership. It has been two years of joy working with Trustees and staff and asked the Board to continue to offer access to the high quality and affordable education she enjoyed.

There was then a round of applause.

Mr. Nate Johnson, President, Graduate Employee Organization, UMASS Amherst addressed the Board about issues facing the University: diversity funds reinstated, increased funding for childcare, fair contracts, the phasing out of mandatory fees for graduate students.

Following a round of applause from the audience, Chairman Tocco indicated the Board would take Mr. Johnson’s issues under advisement.

Mr. Max Page, President, Massachusetts Society of Professors, UMASS Amherst addressed the Board about recent developments concerning the future of the University and the supposed negative reaction from the faculty. He noted that Trustees are temporary while faculty members are lifelong guardians dedicated to the mission of educating students.

He commended the Governor’s decision to create an independent group to review the University and make proposals to advance the University. The PHENOM organization that includes faculty, students and staff of all 29 public college and universities is dedicated to fighting for a high quality public education system.

Professor Ernest May addressed the Board about the Intercampus Faculty Council that meets before or after Board meetings to discuss system-wide academic matters. The Council scheduled a special meeting on June 6 with President Wilson and offered several motions intended to

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ensure that the University has in place the distinguished leadership necessary to forward the performance and service to the Commonwealth.

The next item was the **President's Report**. President Wilson first thanked all of the Board members for their service this year and expressed his appreciation for all the leadership, time and wisdom the Trustees contribute to the University. Several of our student Trustees will be leaving us because their terms have ended; he thanked student trustees Al Albano, Mishy Leiblum and Heather Makrez for their service. Student Trustees Tamara Endich and Alex Kulenovic have been re-elected for next year. He congratulated them and acknowledged the service of former Trustees John Armstrong and Christine Cassel.

The President noted that there has been some very significant positive news for the University since the March Board meeting. He touched upon the conversation started last month about reaching the University's aspirations and claiming the University of Massachusetts' rightful place as a top-tier, world class institution.

President Wilson made two points: while there has been a fair amount of conversation and concern about our process for moving UMass forward, it has been the process that has occasioned concern, not the goals, and not the stellar appointees before the Board today.

Secondly, the concern and dissent, which continues today and may continue beyond today: we are an Institution of higher learning, and its important to remember that what makes higher education unique is that for universities, debate is healthy. It strengthens us, not weakens us. I don't shrink from this debate: I welcome it, and I know UMass will emerge stronger. But debate will shape how UMass moves forward, but it will not determine whether UMass moves forward. It can move forward, it must move forward, and today's appointments are the next step on that path.

President Wilson continued his report by noting his attendance at all five University of Massachusetts campus commencements—and they were all unique and very special in their own way. In total, there were 11,000 graduates from all disciplines—undergraduate students, graduate students, students with doctorates and newly graduate physicians. In the fall, we will welcome more than 11,000 new students and we now have 11,000 new alumni—bringing us to more than 377,000 total UMass alumni.

At the BIO International Conference in May, Dr. Craig Mello of the Medical School was a great ambassador for the University. We stood with Governor Patrick, business and legislative leaders when the Governor and Secretary of Economic Development Daniel O'Connell announced their strategy to make Massachusetts a global leader in the life sciences. It is a strategy which puts the University's five campuses front and center in the Commonwealth's efforts with a new \$100 million investment in facilities and equipment at the University that includes housing a Statewide Stem Cell Bank at UMass with public and private academic and

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medical partners, an RNAi Therapeutics Center and other investments that will benefit all of our campuses including the Amherst campus and the Medical School.

Combining our collective, system-wide strengths and creating a Stem Cell and Regenerative Medicine Working Group played an important part in demonstrating the key role that the University does play in the life sciences and the role we could play in the state's new efforts. Our cross campus collaboration helped UMass strengthen the respect and trust of our state and private partners.

President Wilson reported his membership on the Board of the State's Life Science Collaborative, which authorized its first grant two weeks ago—a major study of the state's life science industry and workforce by the UMass Donahue Institute.

This week the Governor announced that his Readiness Project will include a review of internal and external collaboration at the University. The Governor's announcement was an endorsement of the goals we have and the discussion we initiated about taking the University to the next level which is a good development for the University.

President Wilson then reported on the appointments of Dr. Michael Collins and Dr. J. Keith Motley. Dr. Collins' extensive health science background makes him exceedingly qualified to serve as Senior Vice President for Health Science at the University and to be appointed as Interim Chancellor at the Medical School. Dr. Motley has had a more than a 20-year career in higher education and was a finalist in the national search for the Chancellor of the Boston campus two years ago; he will be an outstanding Chancellor for UMass Boston. They are the right senior leaders at the right time.

Trustee Leiblum then gave the **Student Trustee Report**. She thanked her fellow student Trustees and the staff in the Board of Trustees office. Instead of focusing on student-related concerns, Trustee Leiblum discussed the governance of the Board and the lack of faculty and K-12 experts at the table. She said that there should be more debate around issues of governance and that she applauds the Governor's appointment of a Task Force to tackle these issues. Her report was followed by a round of applause.

The next item was a **Resolution for Aaron Lazare**.

It was moved, seconded, and

VOTED: WHEREAS, Aaron Lazare has served as Chancellor and Dean of the University of Massachusetts Medical School since 1991 and has announced that he has relinquished his position as of March 15, 2007; and

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WHEREAS, in 1982, Aaron Lazare accepted the position of Professor and Chair of Psychiatry at the Medical School, Dean in 1990, and was named Chancellor/Dean of the Medical School in 1991;

WHEREAS, during Aaron's tenure, the Worcester City Hospital became part of the Medical Center; the Medical School acquired Biotech II to house the new Cancer Center; the Massachusetts Department of Mental Health selected the Medical School Department of Psychiatry as a Research Center for Excellence; the Meyers Primary Care Institute formed a research and educational partnership and the Fallon Foundation was established; the Medical School is ranked among the nation's top medical school in primary care physician training in a survey conducted by U.S. News and World Report; the Worcester Foundation for Biomedical Research merged with the Medical School; Memorial Health Care merged with the UMASS Clinical System creating UMASS Memorial Health Care, the largest health care system in Central Massachusetts; the Medical School merged with the Eunice Kennedy Shriver Center to strengthen research into mental retardation; a vaccine for the HIV virus is developed by scientists at the Medical School; the Medical School breaks ground on the Advanced Educational and Clinical Practice Center that will house teaching, clinical research and patient care areas; and the awarding of the Nobel Prize in Physiology or Medicine to faculty member, Craig C. Mello;

WHEREAS, Aaron was appointed by then Governor William Weld to Chair the Citizen's Task Force on Adoption which led to the establishment of the University of Massachusetts five-campus Center for Adoption Research and Policy, which Aaron founded in 1996, sharing his own experiences as an adoptive parent;

WHEREAS, in 2001, the Medical School's Research Facility was named for Aaron Lazare at the behest of Jack and Shelly Blais, philanthropists who donated \$21 million (the largest individual gift in the University's history) to recognize Aaron's dedication to the Medical School;

WHEREAS, in 2004, Aaron's book *On Apology*, was published, examining the components of effective and sincere apologies and how we might resolve interpersonal and international conflicts with them;

BE IT RESOLVED, that the Board of Trustees of the University of Massachusetts, in a meeting assembled this twenty-first day of June, two thousand and seven does hereby extend to Aaron Lazare its sincere and abiding appreciation for his outstanding commitment as a physician and educator, his

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efforts to improve adoption and foster care nationwide and his commitment to health sciences education and service to the Commonwealth;

BE IT FURTHER RESOLVED, that your leadership, dedication and friendship will always be welcomed and we look forward to your service as the Celia and Isaac Haidak Professor in Medical Education, Professor of Psychiatry and mentor to the students of the Medical School.

Professor O'Connor, Faculty Representative from the Amherst campus applauded Aaron Lazare for his leadership through the years and serving as a champion for the sons and daughters of the Commonwealth.

The next item on the agenda was the **Report of the Committee on Academic and Student Affairs**. Trustee King-Shaw, Chair of the Committee reported that the Committee had met on June 6 and had five action items, one discussion item and one information item in addition to tenure decisions and a discussion on an honorary degree award.

The Committee discussion on campus safety and student support services began with Vice President Lenhardt who spoke about the work of the public safety committee. Dean Jo Anne Vanin, UMASS Amherst, Dean Laurence Siegel, Director of Counseling John Paksis and Associate Dean of Student Ann Ciaraldi from the Lowell campus all stressed the importance of cohesive, collaborative, inter department work. Both campuses emphasized behavior-based approaches.

The first two action items were the approval of the **B.A. in Crime and Justice Studies, UMASS Dartmouth and the B.A. in Women's Studies, UMASS Dartmouth**. Discussion began with Trustees expressing appreciation for the thoughtful and respectful exchange of viewpoints that followed the discussion of these programs from the last meeting of the Committee. There was a continuing discussion of the criteria used for approving new programs as well as the request that the Board consider ways in which to engage earlier in the academic planning process.

It was moved, seconded, and

VOTED: To approve the B.A. in Crime and Justice Studies at the University of Massachusetts Dartmouth as contained in Doc. T07-005.

And further,

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It was moved, seconded, and

VOTED: To approve the B.A. in Women's Studies at the University of Massachusetts Dartmouth as contained in Doc. T07-004.

The next item was **Student Government Constitution, UMASS Lowell.** Trustee Makrez explained the changes were being made because there are not enough candidates from some colleges while other colleges have too many candidates. Changing the number will allow participation in the Senate to be distributed more evenly across student demographics.

It was moved, seconded, and

VOTED: To approve the revisions to the Lowell Student Government Constitution as contained in Doc. T04-007, as amended.

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

It was moved, seconded, and

VOTED: To concur with the President in the appointment of Dr. George Langford as a Distinguished Professor at the University of Massachusetts Amherst.

And further,

To concur with the President in the appointment of Dr. Joel Martin as a Distinguished Professor at the University of Massachusetts Amherst. (Doc. T07-030)

The next item was **Chancellor and Dean Emeritus, UMASS Worcester.** Aaron Lazare is being recognized for his distinguished service as Chancellor and Dean.

It was moved, seconded, and

VOTED: To concur with the President in the award of Emeritus Status to Aaron Lazare, in recognition of his contributions to the University as a whole and, more particularly, his contributions as Chancellor and Dean to the development of the Medical School. (Doc. T07-053)

The Committee also received information updating the campus strategies for "Continuing a Focus on Diversity and Positive Climate." There were a number of questions raised regarding the application and yield rate for underrepresented students on the Amherst campus. Provost

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Seymour and Vice Chancellor Gargano spoke to the complexity of the issue and the need to consider diversity of the student population and faculty in a holistic fashion, rather than in separate, isolated pieces.

The Committee's recommendations with regard to Appointments with and Awards of Tenure as well as a motion regarding an Honorary Degree will be taken up in Executive Session.

The next item was the **Report of the Committee on Administration and Finance**. In Trustee O'Shea's absence, Vice Chair Manning reported that the Committee had met on May 30 and received updates on the quasi-endowment program, campus safety and the recent partnership efforts with the State.

The Committee received an impressive report on the Medical School's Business Plan from Deputy Chancellor Stanton that included a broad review of the recent success and long range plans for this large and diverse campus.

The Committee had a discussion on the overall financial condition of the University before approving the FY08 Budget; the University is a stable and strong organization but there are areas for improvement. Strategic financial choices have been made that are slow but steady.

The Committee also heard an update from the UMASS Building Authority. They continue to proceed with impressive capital projects.

The first item for action was **FY2008 University Operating Budget**.

It was moved, seconded and

VOTED: To approve the FY 2008 University Operating Budget as contained in Doc. T06-039 and to approve the statements of trust contained in Appendix A of said Doc. T07-039.

The next item was **FY2008 Allocation of State Funds**.

It was moved, seconded and

VOTED: To direct the President to allocate the amount appropriated for the University in Line Item 7100-0200 of the state appropriation act for fiscal year 2008 to the campuses and the central administration of the University, and to notify the Board of Trustees and the House and Senate Committees on Ways and Means of said allocations. (Doc. T07-044)

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The next item was **Establishment of Endowed Professorships, UMASS Amherst.**

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 professorship at the University of Massachusetts Amherst to be known as the Alpha Tau Gamma Fred P. Jeffrey Professorship and Directorship of the Stockbridge School of Agriculture; and further, to establish an endowed professorship for social justice issues in nursing at the University of Massachusetts Amherst to be known as the Seedworks Nursing Professorship for Social Justice. (Doc. T07-045)

The next item was the **Report of the Athletics Committee.** Trustee Carlin reported that the Committee has been holding a series of meetings identifying issues that will be considered by the Committee in the future. The next meeting is scheduled for June 27.

Trustee Carlin then turned the Report over to Vice Chair Sheridan to discuss the **UMASS Lowell Hockey Task Force Report.** The Task Force was formed in March of 2007 to study the Program from a variety of perspectives.

Following the meeting it was determined that the Hockey Program could not continue under its current arrangement and that several major issues needed to be addressed including the relationship with the Tsongas Arena and the City of Lowell.

The Task Force issued a report that included several recommendations. The Athletic Committee met and concurred with the Task Force's recommendations and endorsed the Report.

The Lowell City Council has agreed to strengthen the partnership with the Lowell campus and the River Hawks program. The Task Force recommendations also included improving the Program's financial situation and a commitment to becoming more competitive in the Hockey East Program.

Vice Chair Sheridan thanked the members of the Task Force, Vice Presidents Motley and Julian, Congressman Meehan and Athletics Director Dana Skinner.

It was moved, seconded and

VOTED: To accept the Report of the UMASS Lowell Hockey Task Force. (Doc. T07-054)

Trustee Carlin then congratulated Chancellor MacCormack on the success of the Athletic Director Search.

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The next item was the **Report of the Audit Committee**. Trustee Boyle reported that the Committee had met on May 30 and heard from Mr. Harrison, Director of Internal Audit on the status of the current audits under way internally. He provided the Committee with a quarterly summary listing all of the system-wide open activity.

Mr. Harrison briefed the Committee on a number of informational reports dealing with surprise cash counts at four Campus Bursar offices and the work his department did to address an allegation of employee misuse of time reporting. Mr. Harrison provided the Committee members with a copy of the high-level risk assessment prepared by the Central Office and the complete study on the Cash Reconciliation Process. He also highlighted one technology review being worked on in collaboration with University Information Technology Services.

Mr. Harrison presented an initiative to implement an Anonymous Reporting Line and the advantages of having such a hotline. The Committee asked him to formalize his initiative for President Wilson to review.

Mr. Hanley and Ms. Palmer from PricewaterhouseCoopers presented the Annual Audit Plan with reviews of the University's Combined Financial Statements and the Federal Financial Assistance Compliance audit of grants, contracts and student financial aid.

The two action items were **Internal Audit Report on Time and Labor Reporting, UMASS Lowell and University Treasurer's Office Audit – Cash Reconciliation Process**. Ms. Galica from the Audit Office had provided a scope of the first Report.

The Committee was briefed on the recently completed study of the University's Cash Reconciliation Process, including those processes at the Treasurer's office, the University Controller's Office and the Campus Bursar's Offices. This study was initiated by Internal Audit due to last year's Management Letter from PricewaterhouseCoopers. The report concluded that there are now improved cash reconciliation process controls in place, properly dedicated human resources for the effort and documents plans of all offices to allow for timelier and identifiable reconciliation items.

It was moved, seconded and

VOTED To accept the following Audit reports:

1. Internal Audit Report on Time and Labor Reporting, UMASS Lowell (Doc. T07-035)
2. University Treasurer's Office Audit – Cash Reconciliation Process (Doc. T07-036)

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Trustee Lawton gave the **Report of the Advancement Committee**. The Committee had met on June 6. The University endowment continues to grow thanks to the efforts of the development teams across the five campuses and the UMASS Foundation team. The endowment currently stands at approximately \$305 million. Forty million of this growth is the result of a quasi-endowment transfer from the Medical School to the Foundation.

The University's endowment will contribute \$10 million to the University's program budgets for FY2008; this contribution represents an increase of 15% over the prior year's allocation.

Trustee Lawton continued his report by noting the success of the UMASS Night at the Pops honoring Dr. Craig Mello; Vice Presidents Motley and Smith and Mr. Goodhue did a terrific job organizing this annual event.

The campuses have collaboratively selected an Online Alumni Community vendor resulting in savings to all of the campuses. The Boston, Dartmouth, Lowell and Worcester campuses will share a community portal.

Members of the Advancement offices have made progress on the Constituent Relationship Management Policy Guidelines. The UITs group led by Vice President Gray has been actively engaged with a technical assessment of the two leading data base vendors currently under consideration.

The Committee also heard the Campus Fundraising Reports. The campuses reported their progress as of Q3 at \$49 million. We are looking forward to seeing them hit their goal of \$93 million by the end of Q4.

Vice Chair Manning then gave the **Report of the Committee on Science, Technology and Research**. The Committee had met on June 6. The Governor's \$1 billion Life Sciences Initiative has made the work of this Committee even more important. Secretary of Housing and Economic Development Daniel O'Connell joined the meeting, briefing the Committee on the Governor's initiatives and providing updates on a variety of science and technology initiatives from President Wilson.

Secretary O'Connell highlighted the central role envisioned for the University – a stem cell bank and RNAi Center at Worcester, regional innovation centers, fellowship grants and workforce initiatives with opportunities for all of the campuses. We will need to work together to mobilize the resources across the University and commit to engage with industry and other academic partners if we are to respond effectively to this new set of opportunities.

Vice Chair Manning continued his report by reporting on the Governor's award of \$35 million to Lowell to develop a Nano-Bio Manufacturing facility and to launch a state-wide Bio-Manufacturing Center in partnership with Dartmouth. There had been success with the Wind

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Energy Group at Amherst in partnering with the state to make the finals for a Department of Energy Wind Energy facility.

Vice Presidents Chmura and Williams provided an update on the President's Science and Technology Fund and new creative Economy Fund. Associate Vice President Brancato outlined progress being made to strengthen our relations with industry.

The Committee heard from Vice Provost for Research Kostecki from Amherst and Professor Armient from Lowell who provided an initial report on the work of a system-wide working group on renewable energy. They are developing a collaborative strategy for positioning the University as a leader in the state's renewable energy efforts.

Under **Other Business** President Wilson endorsed the Governor's Task Force that will study the future of public higher education and the role this University will play in that future.

The next item was **Appointment of Chancellor, UMASS Boston**. President Wilson reported his choice of Dr. J. Keith Motley to lead the Boston campus. Dr. Motley is an experienced higher education leader who cares first and foremost about the needs of the students and is well versed in the connections between the academic community and the community at large. The President stated that there is not a better candidate for Chancellor for the University of Massachusetts Boston, and indicated his pleasure to recommend this appointment for Chancellor.

The following motion was moved and seconded:

Upon recommendation of the President, to appoint J. Keith Motley as Chancellor of the University of Massachusetts Boston at a salary with terms to be determined by the President in consultation with the individual members of the Compensation Committee. (Doc. T07-055)

Trustee Boyle asked to be recognized and made several points about this motion including his discussion with Trustee McCarthy. As noted earlier Trustee McCarthy could not be here today but had voiced his displeasure with the recent changes and the process by which these changes were made. John Armstrong recently resigned from the Board due to the process. The Board of Trustees is ruled by Chapter 75 and there should have been a search committee with constituents to appoint the Chancellors.

Trustee Boyle started further that the decisions made recently have resulted in unhappiness from the legislators and University donors and a vote of no confidence from the Amherst faculty. The General Counsel referred to some obscure policy; but the statute states the need for search committees. The Board should not be relying on the President's attorney in such circumstances.

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Trustee Boyle continued by asking why the Compensation Committee has not seen recent contracts. He indicated his support for President Wilson and Chairman Tocco and asked that they start the search process from the beginning with faculty members and students appointed to the Search Committee(s). He also indicated his support for Chancellor Lombardi and his intention to vote against the next two motions. This was followed by a round of applause from some audience members.

Trustee Carlin asked to be recognized and noted that Trustee Boyle has not had a strong record of attendance at Committee meetings; if one wishes to be informed the best way is to be present. Professor May need only pick up the telephone to discuss his issues with Board members. He noted Professor O'Connor's attendance at meetings and his willingness to discuss issues. Vice President Motley is going to make a great Chancellor and John Armstrong would have made more of an impact if he had stayed on the Board.

Trustee DiBiaggio noted the unusual set of circumstances that led to today's appointments. Chancellor Lazare was forced to step down due to his health; it is in the best interest of the University to fill these positions in a timely manner with qualified candidates such as Keith Motley and Michael Collins.

Trustee King-Shaw supported the recommendations of the President. Trustee Leiblum stated her belief that these decisions lacked a democratic process.

It was then:

VOTED: Upon recommendation of the President, to appoint J. Keith Motley as Chancellor of the University of Massachusetts Boston at a salary with terms to be determined by the President in consultation with the individual members of the Compensation Committee. (Doc. T07-055)

Trustee Boyle voted against the motion. There was a round of applause followed by Dr. Motley thanking the Board, President Wilson, Chancellor Collins, the Boston faculty and his family who were in attendance.

The next item was **Appointment of Interim Chancellor, UMASS Worcester.** President Wilson reported that Dr. Michael Collins is a nationally respected education and health care leader and has served as Chancellor of the Boston campus since June of 2005. Dr. Collins has also agreed to serve as the system-wide Senior Vice President of Health Sciences.

The following motion was moved and seconded:

Upon recommendation of the President, to appoint Michael F. Collins as Chancellor (Interim) of the University of Massachusetts Worcester at a salary with terms to be

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determined by the President in consultation with the individual members of the Compensation Committee. (Doc. T07-056)

Trustee Boyle indicated that Dr. Collins has done a good job at Boston but as a member of the Compensation Committee would like to see a copy of the contract(s). There are pension implications, an issue the Board dealt with concerning former President William Bulger.

Chairman Tocco asked that Trustee Boyle speak to the motion. Trustee Boyle asked that the Board be involved in the contract negotiations. President Wilson indicated that the contracts will conform to Board policy and will be shared with the members of the Compensation Committee once finalized which is very close to being completed.

It was then:

VOTED: Upon recommendation of the President, to appoint Michael F. Collins as Chancellor (Interim) of the University of Massachusetts Worcester at a salary with terms to be determined by the President in consultation with the individual members of the Compensation Committee. (Doc. T07-056)

The next item was **Department of Defense**. This is a routine vote since the Board's membership has changed since the last meeting.

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.

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

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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>
Lawrence F. Boyle	Trustee
Jennifer Braceras	Trustee
Matthew Carlin	Trustee
John A. DiBiaggio	Trustee
Tamara Endich	Trustee
Ruben J. King-Shaw, Jr.	Trustee
Aleksandar Kulenovic	Trustee
Richard J. Lawton	Trustee
Marisha Leiblum	Trustee
Kenneth A. MacAfee	Trustee
Heather Makrez	Trustee
Robert J. Manning	Trustee
Robert McCarthy	Trustee
William T. O'Shea	Trustee
Janet D. Pearl	Trustee
Alda Rego Weathers	Trustee
Robert K. Sheridan	Trustee
Karl E. White	Trustee

(Doc. T07-057)

Chairman Tocco then announced the Board would enter Executive Session to consider Awards of Tenure, UMASS Amherst, Boston, Dartmouth, Lowell and Worcester, appointments with tenure, UMASS Amherst, Boston and Dartmouth and an Honorary Degree. The meeting will reconvene in open session. The secretary will call the roll – trustees are asked to vote yes or no.

It was moved, seconded and

VOTED: To enter Executive Session to consider Awards of Tenure, UMASS Amherst, Boston, Dartmouth, Lowell and Worcester, appointments with tenure, UMASS Amherst, Boston and Dartmouth and an Honorary Degree.

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Chairman Tocco voted for the motion as did Vice Chairs Manning and Sheridan, Trustees Boyle, Braceras, Carlin, DiBiaggio, Endich, King-Shaw, Lawton, MacAfee, Makrez and Pearl. The time was 10:45 a.m.

At 10:55 a.m. the Board returned to Open Session. It was moved, seconded and

VOTED: Whereas President Robert Mugabe was nominated for and awarded an honorary degree by the University of Massachusetts Amherst in 1986 for his actions as a “humane revolutionary who ended an oppressive white rule to establish an independent Zimbabwe in 1979;

And, whereas in the intervening and particularly recent years his actions have prompted his being scorned worldwide as a tyrannical dictator whose rule has been marked by intimidation, violence, fraud, and robbery;

And, whereas his actions of seizing land from white commercial farmers and giving it to allies, while using the secret police to beat or kill opponents;

And, whereas his actions have prompted observations of his having degenerated as a political leader and a human being, and allowing in Zimbabwe the near disintegration of health, education, and other public services, and the worst inflation in the world;

And, whereas he has tried to crush opposition to his power and has threatened to expel Western envoys for criticizing his government;

And, whereas he has been accused of ruling with fear and cronyism and of turning his back on the fight for racial harmony for blacks and whites;

Now, therefore be it resolved that the Board of Trustees of the University of Massachusetts vehemently condemns these actions and decries the association with the University of Massachusetts of a person of such early promise and commitment whose descent to the depths of a brutal and bloody regime have brought worldwide scorn and unremitting rebuke. (Doc. T07-058)

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The meeting adjourned at 11:00 a.m.

Barbara F. DeVico
Secretary to the Board of Trustees