

UNIVERSITY OF MASSACHUSETTS

AMHERST•BOSTON•DARTMOUTH•LOWELL•WORCESTER

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

**Wednesday, August 15, 2007; 1:00 p.m.
Amherst Room
225 Franklin Street – 33rd Floor
Boston, Massachusetts**

Trustees Present: Chairman Tocco; Vice Chair Manning; Trustees Beatrice, Boyle, Braceras (via conference call), Carlin, DiBiaggio (via conference call), King-Shaw, Kulenovic, Lawton, McCarthy, Nath, O’Shea, Pearl, Rego Weathers, Thompson (via conference call) and White

Trustees Absent: Vice Chair Sheridan; Trustees Endich and MacAfee

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

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

Guest: Thomas W. Cole, Jr., Chancellor-elect, UMASS Amherst

Chairman Tocco convened the meeting at 1:00 p.m. and thanked everyone for attending today’s special Board meeting. Today’s meeting has been convened due to the fact that Chancellor Lombardi has accepted a position as President of Louisiana State University beginning on September 1, 2007. In addition to considering a candidate for the position of Interim Chancellor, the Board is being asked to approve the establishment of a search committee to conduct a national search for a new chancellor.

Chairman Tocco indicated that the search for an interim Chancellor has presented some challenges; it is very important to find an interim Chancellor that is going to be pro active and continue to move forward the agenda of the University. President Wilson will formally introduce the candidate, Dr. Cole but Chairman Tocco first thanked the President and his staff for the focus and energy that was used towards this great outcome.

President Wilson reported that today’s actions will help achieve the highest goals of the University, excellence in education, research and service to the Commonwealth. The aim is to claim our rightful place as a public university of unparalleled excellence. Each campus

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contributes significantly to achieving the shared aspirations for the University; a strong flagship at Amherst is critical to achieving these goals.

The next Chancellor of UMASS Amherst will lead the campus forward in the next chapter of its history. We enter this search process with confidence and optimism and we know that we will be able to attract a strong, collegial leader for the campus and the University.

Working with Chairman Tocco and the UMASS Amherst community, we have developed an excellent, representative Search Committee comprised of faculty members, Trustees, alumni, and business and community leaders, all of whom share a commitment to the future excellence of the University of Massachusetts Amherst.

President Wilson thanked Trustee Braceras, a UMASS Amherst and Commonwealth College graduate, for agreeing to chair the Search Committee and thanked the other members of the Committee for stepping forward to serve.

President Wilson reported on the appointment of the Interim Chancellor - a strong experienced interim chancellor will help to prepare the way for the next permanent Chancellor of the Amherst campus.

Dr. Thomas W. Cole, Jr. is a distinguished educator who has the experience, passion and vision to be an outstanding interim Chancellor for our flagship campus. He holds a Ph.D. in organic chemistry from the University of Chicago and is President Emeritus of Clark Atlanta University, as well as having served as Chancellor of the West Virginia Board of Regents, President of West Virginia State College and President and CEO of Great Schools Atlanta.

His appointment is supported by those whom he served with in the academic community and the community-at-large including the former chair of the Clark Atlanta Board of Trustees Carl Ware and by Georgia Congressman John Lewis.

Congressman Lewis, who was our commencement speaker in Lowell this year, contacted us to say, "I've known Dr. Tom Cole for many, many years. He is a very thoughtful and deliberate man who truly believes that all of this nation's young people deserve the very best education. Through his long and distinguished service as a scientist, professor, and college administrator, he has made a lasting contribution to the field of higher education in this country. I believe his vision, experience, and commitment to excellence will make him a significant asset to the University of Massachusetts system."

Dr. Thomas Cole will set a high bar and inspire others during his time at UMASS Amherst. I know that we are very fortunate to have an academic leader of his caliber and with his deep experience to serve as interim Chancellor of UMASS Amherst.

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Dr. Cole will move this campus forward in the coming academic year as we advance the Faculty 250 program, the ambitious building and renovation projects on campus and other important programs that serve the students of UMASS Amherst and, the citizens of the Commonwealth through our teaching, research, and service.

Dr. Cole addressed the Chairman, the Board, President Wilson, Chancellors and distinguished members of higher education. The only difference between a Chancellor and Interim chancellor is that he cannot be a candidate for the full-time Chancellor. The prospect of being a part of this system was too compelling to say no and after meeting with the President, there was excitement about the possibilities.

The system has a great reputation. It is critical for the 26,000 students at UMASS Amherst to have a higher education experience that transforms their lives. Dr. Cole thanked President Wilson for his confidence and he looks forward to working with him, his staff and the other Chancellors.

Trustee McCarthy offered his congratulations and noted the strength of unions in the state of Massachusetts and suggested Dr. Cole meet with them as soon as possible. Trustee DiBiaggio offered his support for Dr. Cole as did Trustee O'Shea.

Chairman Tocco reported on the challenges and historic issues facing the University today. We will be looking to Dr. Cole for his guidance meeting these challenges and studying and analyzing how we can collectively move forward and aspire to be a great as we want to be.

It was moved, seconded and

VOTED: Upon recommendation of the President, to appoint Thomas W. Cole, Jr. as Chancellor (Interim) of the University of Massachusetts Amherst at a salary with terms to be determined by the President in consultation with the individual members of the Compensation Committee. (Doc. T07-066)

There was then a round of applause.

Chairman Tocco then called on Trustee Braceras to speak about her nomination as Chair of the Search Committee. Trustee Braceras stated that she is honored to have the opportunity to chair the Search Committee for the next Chancellor of UMASS Amherst. Trustee Braceras is a 1989 graduate of the Amherst campus, and she credited the University with everything she has today. She stated that UMASS Amherst is currently at a cross-roads and that the Search Committee will be looking for a proven leader who can help the campus assume its rightful place among the nation's top public universities.

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Chairman Tocco reported that the Search Committee will include faculty, students, community leaders, business leaders including former Board Chair, Grace Fey, Eugene Isenberg from the UMASS Foundation, several Trustees, Matthew Carlin, John DiBiaggio, Robert McCarthy, Robert Sheridan and Ruben King-Shaw.

The Search Committee membership was moved and seconded.

Trustee Thompson voiced her concern about student representatives. She had met with President Wilson and other student representatives about his recommending two students to the search committee, which would be an undergraduate and a graduate. She will be serving as the undergraduate representative, and the concern is now for the graduate student. After speaking with Chairman Tocco this morning Trustee Thompson learned that Trustee Braceras has been communicating with a graduate student who would be serving on the Committee. The concern is that that student hasn't gone through the proper procedures as stated through the Wellman document. That person would have to go through the governing body to be appointed to the Search Committee.

Chairman Tocco responded that the way the process works is we solicit a list of candidates from a list of constituencies, and the Chairman has the right and the responsibility to appoint a committee from that list of recommendations, or outside that list of recommendations. In trying to balance all the needs, the graduate student who will be serving is a doctoral candidate for the school of education, named A. Edward Cutting. A graduate student will represent the graduate students, and Trustee Thompson will represent the undergraduate students on the Committee.

General Counsel Bench then addressed the issue: in terms of the Governance statement, one sentence delegates to the Chair the appointment of the Search Committee, and then the next sentence says the Board will appoint faculty and student representatives upon nomination by the appropriate governing body. There is a little bit of confusion as to which governing bodies make appointments and nominations, but the understanding is that the Graduate Student Senate has, through its president, nominated one individual in the name of the president of the Graduate Student Senate as its nomination. The document does not say that every nomination from the appropriate governing bodies will be recognized. There are many governance bodies in Amherst, many governance bodies which have never been formally recognized by the Board of Trustees. The requirements of student representatives on the Search Committee have been met, and the nominations by the appropriate governing bodies have been considered; that is all that is required.

Trustees Kulenovic expressed his hope that the graduate students on the Amherst campus have the chance to select the candidate on the Search Committee. Trustee

Chairman Tocco indicated that there will be ample opportunity for a series of constituencies to weigh in on the process. President Wilson discussed the process by which he made his

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recommendations and did recommend that we have two students on the search Committee, one graduate representative and one undergraduate.

Trustee DiBiaggio asked that we look at the guidelines that are in place for future reference to avoid confusion as to how this process is carried out.

Trustee Nath asked that the Board consider the concern of Trustee Thompson with regards to considering input of students.

Chairman Tocco ended the discussion by indicating that he had agreed to increase the number of students on the Committee; there has never been more than one, there is now going to be two and cited his comfort with the two candidates that are going to serve.

It was then

VOTED: To concur with the Chairman of the Board in the naming of the Search Committee at the University of Massachusetts at Amherst:

UMASS Amherst Search Committee Members:

Chair: Trustee Jennifer C. Braceras, Alumna, Class of 1989

Members:

Professor Marilyn Billings, Chair, Faculty Rules Committee, Library

Professor John Brigham, Political Science

Trustee Matthew E. Carlin, President and CEO, Resource Options Inc.

Paul J. Carney, Alumnus, Class of 1982. UMass Amherst Foundation Board

Dean Priscilla Clarkson, Commonwealth College

A. Edward Cutting, Doctoral Candidate, School of Education, Class of 2009

Trustee John A. DiBiaggio

Grace K. Fey, UMass Amherst Foundation Board, Executive Vice President, Frontier Capital Management Company

Heriberto Flores, Alumnus, Class of 1973, 1991 M.Ed, Executive Director, New England Farm Workers Council

Dr. Mary Grant, President, Massachusetts College of the Liberal Arts

Eugene M. Isenberg, Alumnus, Class of 1950, President, University of Massachusetts Foundation, Chairman and CEO of Nabors Industries, Inc.

James R. Julian, Jr., Executive Vice President, University of Massachusetts

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Trustee Ruben J. King-Shaw, Jr., Chairman & CEO, Mansa Equity Partners, Inc.

Dr. Aaron Lazare, Chancellor Emeritus, University of Massachusetts Medical School

Trustee Robert B. McCarthy, Professional Fire Fighters of Massachusetts
Kathleen Mitchell, Alumna, Class of 1979, Managing Director, Snow Cabin Goods

Professor Barbara A. Osbourne, Veterinary and Animal Sciences

Professor Max Page, President Massachusetts Society of Professors, Art

Trustee Robert K. Sheridan, President and CEO, Savings Bank Life Insurance

Professor Shaw Hsu, Polymer Science

Joseph C. Sullivan, Alumnus, Class of 1981

Trustee Ruth Thompson, Student Trustee, Class of 2008

Dr. Marcellette G. Williams, Senior Vice President Academic Affairs,
Student Affairs and International Relations, University of Massachusetts

(Doc. T07-066)

The meeting adjourned at 1:32 p.m.

Barbara F. DeVico
Secretary to the Board of Trustees