

UNIVERSITY OF MASSACHUSETTS

VOTES

BOARD OF TRUSTEES

SEPTEMBER 30, 2009

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: Administration and Finance – September 25, 2009

ACTION ITEM #a,1: University Debt Policy

DATE: BoT – September 30, 2009

DOC. & VOTE I.D. #: T09-050

VOTED: To approve a University Debt Policy.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: Administration and Finance – September 25, 2009

ACTION ITEM #a,2: FY2010-2014 Capital Plan

DATE: BoT – September 30, 2009

DOC. & VOTE I.D. #: T09-051

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

Cost Estimate
Aug-09

Amherst Campus

New Science Building Fit-out	\$44,000,000
Facility Demolitions	\$20,000,000
Totman addition for Kinesiology (NIH)	\$16,000,000
Totman renovations for Kinesiology (NIH)	\$13,500,000
LGRC Faculty Renovations (NIH)	\$11,761,000
Tennis Court Enclosure	\$10,400,000
Marks Meadow Renovations	\$10,000,000
Hasbrouck Renovations (NIH)	\$10,000,000
Morrill I Vivarium (NIH)	\$6,000,000
LGRC Window Replacement	\$6,000,000
Waltham & Glouster renovations	\$5,000,000
Property Acquisitions	\$2,000,000
Coal Yard Decommission	\$2,000,000
Electric Distribution Upgrade	\$2,000,000
Chenoweth Food Science Phase II	\$2,000,000
Solar Panels	\$2,000,000
Energy Efficiency Equipment Installations	\$1,500,000
Marcus Upgrade and Relocate Electrical Power	\$1,400,000
Wayfinding and Signage	\$1,000,000
<i>subtotal Amherst</i>	\$166,561,000

Boston Campus

Master Plan Phase I: Purchase of Expansion/Swing Space	\$25,000,000
Replace Primary Electrical Switchgear in the Utility Plant	\$2,500,000
<i>subtotal Boston</i>	\$27,500,000

Dartmouth campus

Campus Entrance Building	\$45,000,000
Student Lab Program Enhancements	\$4,000,000
Replace Failed HVAC Systems	\$3,500,000
Re-roof Four Oldest Residence Halls	\$1,900,000
<i>subtotal Dartmouth</i>	\$54,400,000

Lowell campus

Net Asset value (NAV) Support	\$90,000,000
800 Additional Residence Hall Beds	\$90,000,000
Academic & ongoing modernization	\$54,250,000
Residential Hall Renewal Program/Dining & Bookstore Replacement-- 2011	\$50,000,000
ESCO	\$40,000,000
Capital renewal/deferred maintenance	\$39,300,000
North & South Powerplant Cogen conversion	\$15,000,000
Energy Improvements	\$10,000,000
Compliance	\$6,000,000
<i>subtotal Lowell</i>	\$394,550,000

Medical School

Construct the ATC Clinical Development Center (cGMP)	\$10,000,000
South Street Deferred Maintenance	\$7,500,000
Renovate Labs to Offices in Basic Wing - Backfill Project	\$4,000,000
Medical School Building Retro-Commissioning and LEED EB	\$3,000,000
Purchase and Renovation of Biotech 4	\$24,000,000
Century Drive - Install Emergency Generator	\$800,000
Century Drive - Replace Roof Top Units	\$700,000
<i>subtotal Medical School</i>	\$50,000,000

<i>Total all new projects</i>	\$693,011,000
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And further,

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

Project Name	Initial TPC	Revised TPC
Boston Campus		
Healey Library Fire Protection	\$5,100,000	\$7,000,000
Dartmouth Campus		
Library Renovations	\$18,000,000	\$44,000,000
Biomanufacturing Building	\$10,000,000	\$15,000,000
Energy/Water Savings Project	\$4,800,000	\$14,560,000
Medical School		
Power Plant Expansion	\$35,000,000	\$42,000,000
Class Size Increase	\$4,000,000	\$8,000,000
Mattapan, R&D and Office Building	\$50,000,000	\$69,000,000

And further,

To approve the FY2010 to FY2014 University Capital Plan as described in Doc. T09-051.

And further,

With respect to any or all of the projects identified in the said University Capital Plan as described in Doc. T09-051, 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 therefor, 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. T09-051 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.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: Administration and Finance – September 25, 2009

ACTION ITEM #a,3: Resolution Authorizing Requests for Initiation by University of Massachusetts Building Authority of University Projects and Related Matters

DATE: BoT – September 30, 2009

DOC. & VOTE I.D. #: T09-052

VOTED: WHEREAS, the University of Massachusetts Building Authority is a body politic and corporate and a public instrumentality of The Commonwealth of Massachusetts (the “Commonwealth”) created to aid and contribute 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”);

WHEREAS, pursuant to the Building Authority’s enabling act, the Building Authority may issue bonds to finance projects undertaken by the Building Authority at the request of the Trustees, or, with the approval of the Trustees, issue refunding bonds, all of which bonds are secured, in part, by revenues from the Building Authority, the University and the Commonwealth, as authorized by the Trustees on behalf of the University and the Commonwealth;

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 undertake projects and finance such projects as described below;

WHEREAS, in the judgment of the Trustees it is in the best interest of the University for the Building Authority to refund bonds when market conditions are favorable; and

WHEREAS, the Building Authority's enabling act authorizes the Trustees, on behalf of the Commonwealth, to provide a Commonwealth guaranty of not to exceed \$200,000,000 outstanding principal amount of Building Authority Bonds;

NOW, THEREFORE,

1. Each of the President and the Senior Vice President for Administration, Finance and Technology and Treasurer of the University, acting alone, be and each, acting alone, (each, an "Authorized Officer") 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 and undertake:

(a) Any or all of the projects set forth in the University of Massachusetts FY2010 to 2014 University Capital Plan (Trustee Document T09-051); 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 an Authorized Officer, the making of any such request being hereby authorized.

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 issuance of refunding bonds by the Building Authority is hereby approved, in such amount and on such terms as shall be approved in writing by an Authorized Officer.
4. Each Authorized Officer hereby is authorized to execute and deliver on behalf of the University and the Commonwealth one or more contracts for financial assistance, management and services with respect to the projects financed or refinanced by the Building Authority and the Building Authority bonds issued in connection therewith, including any refunding bonds. Each such contract may include the Commonwealth guaranty of all or a portion of such bonds, as determined by an Authorized Officer and within the limits prescribed by the Building Authority's enabling act.

5. Each Authorized Officer is hereby authorized to take such other action as deemed necessary or desirable to be done or taken to effectuate the matters hereby authorized, as conclusively evidenced by their doing the things or taking the action hereby authorized.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: Administration and Finance – September 25, 2009

ACTION ITEM #a,4: Endowed Chair, UMASS Amherst

DATE: BoT – September 30, 2009

DOC. & VOTE I.D. #: T09-053

VOTED: In accordance with sections 1A(e) and 11 of Chapter 75 of the General Laws, to establish an endowed chair in the Isenberg School of Management at the University of Massachusetts Amherst to be known as the Dean Thomas O'Brien Endowed Chair.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: Administration and Finance – September 25, 2009

ACTION ITEM #a,5: Amendments to Grants and Contracts Policy

DATE: BoT – September 30, 2009

DOC. & VOTE I.D. #: T94-034, as amended

VOTED: To amend the Grants and Contracts Policy to enable the use of electronic signatures and related technological efficiencies.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: Academic and Student Affairs – September 17, 2009

ACTION ITEM #b,1: Appointments to Named Professorships, UMASS Amherst

DATE: BoT – September 30, 2009

DOC. & VOTE I.D. #: T09-043

VOTED: To concur with the President in the appointment of Professor William L. Mitchell to the Alpha Tau Gamma Fred P. Jeffrey Professorship and Directorship of the Stockbridge School of Agriculture at the University of Massachusetts Amherst.

And further, To concur with the President in the appointment of Dr. Christopher Donovan Salthouse to the Dev and Linda Gupta Professorship in Electrical and Computer Engineering at the University of Massachusetts Amherst.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: Academic and Student Affairs – September 17, 2009

ACTION ITEM #b,2: Appointment of the First Holder of the Dean Thomas O'Brien Endowed Chair, Isenberg School of Management, UMASS Amherst

DATE: BoT – September 30, 2009

DOC. & VOTE I.D. #: T09-044

VOTED: To concur with the President in the appointment of Professor Mark A. Fuller as the first holder of the Dean Thomas O'Brien Endowed Chair, Isenberg School of Management.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: Academic and Student Affairs – September 17, 2009

ACTION ITEM #b,3: Revisions to the Student Conduct Code and Discipline Process
Alcohol/Drug Policy, UMASS Lowell

DATE: BoT – September 30, 2009

DOC. & VOTE I.D. #: T93-116, as amended

VOTED: To approve the revisions to the Student Conduct Code and
Discipline Process Alcohol/Drug Policy at the University of
Massachusetts Lowell as contained in Doc. T93-116, as amended.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: **Audit Committee – September 25, 2009**

ACTION ITEM #c,1-2: **Audit Reports**

DATE: **BoT – September 30, 2009**

DOC. & VOTE I.D. #: **T09-041, Doc. T09-040**

VOTED: To accept the following Audit reports:

1. Procurement Operations, UMASS Medical School
2. Information Technology Controls Reviews, UMASS Amherst
Auxiliary Services

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: **Advancement Committee – September 17, 2009**

ACTION ITEM #d,1: **Proclamation of the University of Massachusetts Board of Trustees Honoring Roy J. Zuckerberg**

DATE: **BoT - September 30, 2009**

DOC. & VOTE I.D. #: **T09-064**

VOTED: **WHEREAS,** December 24, 2009 is celebrated in honor of Roy J. Zuckerberg “The Father of the Investment Committee of the University of Massachusetts Foundation” to acknowledge the many contributions he made on behalf of the Investment Committee, the University of Massachusetts Foundation, and his beloved Alma Mater, the University of Massachusetts.

WHEREAS, Roy J. Zuckerberg by his example has clearly defined what it means to be an alumnus of the University of Massachusetts and through his actions has exemplified the meaning of the words, ideals, devotion and love of Alma Mater.

WHEREAS, Roy J. Zuckerberg came from New York to the Lowell Technological Institute in the Fall of 1954 to study textiles and to spin his magic on the hardwood and graduated from that fine institution in 1958. He served his country in the United States Army following graduation. Following his honorable discharge, he pursued his professional career in investments and a legend was born.

WHEREAS, Roy J. Zuckerberg joined the firm of Goldman Sachs in 1967 in securities sales, and over the next 30 years carved out a career that would give him great personal and professional reward. He rose to Vice Chairman in 1997, became a member of its Executive Committee and head of its Equities Division.

WHEREAS, Roy J. Zuckerberg during his distinguished career lived by his rules of civility and set a high moral tone in all of his business dealings. His honesty, integrity and loyalty made him one of the most beloved and respected members of Goldman Sachs and the entire investment industry.

WHEREAS, Roy J. Zuckerberg worked tirelessly in his professional pursuits, he was a devoted philanthropist. He gave much of his precious time to his community. He served as Trustee of the American Red Cross in Greater New York. He served as a Trustee of Cold Spring Harbor Laboratory. He is past Chairman of the Securities Industry Association and is the former Chairman and currently a member of the Executive Committee of the North Shore-Long Island Jewish Health System. He was also a member of the Board of Governors of the Weizmann Institute of Science and current Chairman of the Ben Gurion of the Negev University.

WHEREAS, in the early 1990's Roy J. Zuckerberg began to invest his intellect, passion, financial resources and energy to the cause of his Alma Mater the University of Massachusetts Lowell. In 1998, he became a member of the Board of Directors of the University of Massachusetts Foundation and Chair of its Investment Committee. Through his strength and wisdom, he guided the Investment Committee to a new level of professionalism and commitment and to consistent outstanding performance. He has laid an excellent foundation for further growth and performance in the University's endowment for the benefit of future generations of UMass students and faculty.

WHEREAS, the University of Massachusetts has honored Roy J. Zuckerberg with several awards and honors including but not limited to the Distinguished Alumni Award from the University of Massachusetts Lowell in 1994, an Honorary Doctorate of Humane Letters from the University of Massachusetts Lowell in 1999, and the President's Medal, the University's highest award, at Symphony Hall Boston in 2002, none of these awards are sufficient thanks for the enormous contribution that Roy J. Zuckerberg has made to the University of Massachusetts Foundation and the University of Massachusetts.

WHEREAS, Roy J. Zuckerberg will now move on to the next phase of his distinguished life, we the members of the Board of Trustees of the University of Massachusetts want him to know that Roy J. Zuckerberg will forever be remembered as a colleague, friend and mentor by all who have served or had contact with him and we ask that he keep the University, the Foundation and the numerous students, faculty and staff of the University of Massachusetts whom he has touched in his heart as he moves to his next challenge.

NOW THEREFORE, the Board of Trustees of the University of Massachusetts do hereby encourage all students, faculty, staff, board members and alumni of the University of Massachusetts to acknowledge the contributions of this great alumnus.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: Governance Committee

ACTION ITEM #VI,a: Slate of Officers

DATE: BoT – September 30, 2009

DOC. & VOTE I.D. #: T09-042

VOTED: To confirm and approve the Officers and Committee Chairs of the Board of Trustees set forth in Doc. T09-042.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

OTHER BUSINESS #a: Department of Defense

DATE: BoT – September 30, 2009

DOC. & VOTE I.D. #: T09-062

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

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>
Emily Bloch	Trustee
Lawrence F. Boyle	Trustee
Jennifer C. Braceras	Trustee
Edward W. Collins, Jr.	Trustee
Tara-Jean E. DeSisto	Trustee
John A. DiBiaggio	Trustee
Matthew S. Hoyt	Trustee
Philip W. Johnston	Trustee
James J. Karam	Trustee
Ruben J. King-Shaw, Jr.	Trustee
David W. Koffman	Trustee
Richard J. Lawton	Trustee
Kenneth A. MacAfee, II	Trustee
Kerri Osterhaus-Houle	Trustee
Janet D. Pearl	Trustee
R. Norman Peters	Trustee
Paul Reville	Trustee
Henry M. Thomas, III	Trustee
Stephen P. Tocco	Trustee
James Young	Trustee

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

OTHER BUSINESS #b: **Appointment of University Treasurer**

DATE: **BoT – September 30, 2009**

DOC. & VOTE I.D. #: **T09-063**

VOTED: To appoint David Gray, Senior Vice President for Administration,
Finance and Technology as Treasurer of the University of
Massachusetts.