

**UNIVERSITY OF MASSACHUSETTS**

**AMHERST•BOSTON•DARTMOUTH•LOWELL•WORCESTER**

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

**Wednesday, December 14, 2011; 9:00 a.m.**

**University of Massachusetts  
Faculty Conference Room  
55 Lake Avenue North  
Worcester, Massachusetts**

**Trustees Present:** Chairman Karam; Vice Chair Thomas; Trustees Baldassarre, Campbell, Carpman, Collins, DiBiaggio, Furman, Gomez, Lee, Mullan, Peters, Reville, Schock, Tarr, Weismann and Woolridge

**Absent:** Vice Chair King-Shaw; Trustees Osterhaus-Houle, Johnston (listened via conference call), Kennedy and Xifaras

**University Administration:** President Caret; Chancellors Holub, Motley, MacCormack, Meehan and Collins

**Faculty Representatives:** Professors Adrion and May, UMass Amherst; Professor Tirrell, UMass Boston; Ms. Gibbs, UMass Dartmouth; Professor Carter, UMass Lowell; Professor Weinstein, UMass Worcester

Chairman Karam convened the meeting at 9:05 a.m. and asked for a motion to **Approve the Minutes of the Previous Meeting of the Board.**

It was moved, seconded and

**VOTED:** To approve the minutes of the September 28, 2011 meeting of the Board.

The Executive Session Minutes from September 28, 2011 will be revised and come back to the Board at the next meeting.

**Reports:**

**Chair's Report:** The Chair extended best wishes to the entire University of Massachusetts community as we enter the holiday season. The Chair noted that all who care deeply about the University of Massachusetts are thankful for the fact that the University remains vibrant and strong and is fulfilling its mission of service to the Commonwealth and its citizens; that the

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University's success is a tribute to the hard work of our faculty, staff and administrators, to the industry and dedication of our students, and to the support we receive from many quarters.

Chairman Karam thanked Chancellor Collins and his team for the welcome the Board has received. The Medical School is one of the fastest-growing research institutions in the nation, it is consistently ranked by *U.S. News & World Report* as one of the leading medical schools in the nation for primary care education; and, of course, is renowned for Professor Craig Mello's Nobel Prize-winning research.

The Chair stated that the Board will be voting on a budget request that would result in an \$84 million increase for the Fiscal Year that begins on July 1, 2012. We cannot be sure that we will receive an increase of that magnitude, but that is what we would need to begin to close the funding gap that has arisen over the years and to fund our collective-bargaining obligations. It is important that we continue to advocate for the funding that we need to serve the citizens of the Commonwealth. Over the short period of four years, our general education spending per FTE student has declined by nearly \$2,000.

The Chair advised that there are two Chancellor Searches under way and the Committees at Amherst and Dartmouth are working hard and are making great progress. The Chair thanked the members of the Board who are devoting their time to these important efforts.

Chairman Karam then noted the recent newspaper story about former President Jack Wilson and his compensation package. Chairman Karam indicated that the Compensation Committee would review the issues raised.

**Secretary's Report:** Secretary Reville reported on the recent trade mission to South America that included the Governor and President Caret. Governor Patrick announced an agreement between UMass Amherst and the Brazilian Agricultural Research Corporation that will aid research on Brazilian crops. The Secretary reported on the recent Education Summit "Closing the Achievement Gap" hosted by the Governor, which called for efforts to make sure every child in Massachusetts has the opportunity to access quality education.

**Student Trustee Report:** Trustee Weismann thanked everyone on the Worcester campus for hosting the Board of Trustees meeting and related events. She reported that the University of Massachusetts Medical School has an inspiring group of scientists, physicians, nurses and educators that are shaping the practice of medicine and medical research which can be summed up in one word – collaboration.

Trustee Weismann reported that the Graduate School of Nursing is in a partnership with Special Olympics of Massachusetts to perform health screenings on athletes from across the state, and is now in its 3<sup>rd</sup> year. The nursing school also collaborates throughout the state by offering a Nursing Expo where, for the last 7 years 8-10 nursing schools come together to attract local students and parents from under served area high schools educating them about nursing careers.

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In the School of Medicine, a Community Health Clerkship brings together medical and advanced nursing students to venture into a community setting of nursing facilities, home visits and community health centers. The School of Medicine pairs a basic scientist and physician educator as co-leaders for each organ system based course as part of the new Learner-centered Integrated Curriculum. These pairings give medical students the best of both worlds, an approach to disease research on a molecular level and real-life patient experience.

In the Graduate School of Biomedical Sciences, graduate students collaborate with Wachusett Regional High School mentoring honors students in an after school program designed to prepare their projects for science fairs. From the Worcester Pipeline Collaborative, to the Regional Science Resource Center, which serves 133 school districts across the Commonwealth, the UMass Medical School is deeply engaged in community outreach programs that serve as models for providing young learners with real world experience across the country.

Within the graduate school, educational collaboration is the focus of a new Graduate Program in Translational Science. This program is constructed to provide students with a unique training opportunity where a thesis research co-mentorship plan includes both a basic and clinical scientist, ensuring that the student gains a broad understanding of the application of basic biological methods to the treatment of disease.

Trustee Weismann reported on her mentor, Miguel Sena-Esteves who leads an international collaboration of researchers from the Medical School, Mass General/Harvard Medical School, Cambridge University, Boston College and Auburn University. They are working on the devastating childhood neurological disorder Tay Sachs Disease, where we currently are preparing for the first human gene therapy trial in this disease to begin late next year. Ms. Weismann stated that it is an honor for her to be part of such noble work and in such an inspiring place.

**President's Report:** The President noted that this is international education week. He asked each Chancellor to speak briefly about international initiatives of importance to their campuses. Each Chancellor reported about some of their campus initiations, they were broad in scope and deep in faculty – staff - and student participation.

A Trustee asked what constitutes student support on our campuses and the President noted that he would like to have a report on the state of our student affairs operations and infrastructure and asked that this be included at a future CASA meeting.

President Caret commented that he is delighted to be at the Commonwealth's Medical School, a medical school that as the Chairman said has become synonymous with academic and research excellence. He thanked Chancellor Collins, Dean Flotte and the UMass Medical School community for the warm welcome we have received.

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The President pointed to several recent accomplishments that are truly noteworthy: Professor of Pathology Leslie Berg is the new president of the Association of American Immunologists, the largest immunology association in the world.

Professor of Medicine Shan Lu was elected president of the International Society for Vaccines, in large part because of his worldwide leadership in the quest for a vaccine for HIV/AIDS.

Associate Professor of Family Medicine Chyke Doubeni received a Presidential Early Career Award for Scientists and Engineers from President Obama – the medical school’s third Presidential Early Career Awardee.

Two other medical school professors, Steve Reppert of neurobiology and Trudy Morrison of Microbiology & Physiological Systems, were recently elected as Fellows of the American Association for the Advancement of Science. Dr. Reppert’s election comes just a week after his publication of the genome of the Monarch butterfly – a seminal accomplishment in genomics, which made news around the world.

Lynda Young, the chief of the Division of Community Pediatrics, took office as President of the Mass Medical Society.

The President also reported that students are likewise remarkable in their achievements – 22 members of the School of Medicine Class of 2012 were just elected to Alpha Omega Alpha, the honor society for medicine, in recognition of academic excellence and – importantly – leadership and service in the same vein – leadership and service – the Medical School, in conjunction with Indiana University and the University of Liberia, is helping establish health care training programs to improve medical care in Liberia, offering new academic and research programs in biotechnology, public health, nursing and pharmacology.

The President also noted that the Albert Sherman Center is advancing on schedule, and is already a signature building for this campus. When it opens next year, the Sherman Center will be home to 100 research faculty; will contain the Center for Experiential Learning and new learning communities for students; and add important new campus facilities, including a lecture hall and seminar space.

President Caret reported that he recently returned from Governor Patrick’s economic mission to Chile and Brazil. Chancellor MacCormack was on hand for the signing of several of the partnership agreements that were forged in Brazil. The Dartmouth campus has a special and longstanding relationship with the Portuguese-speaking world. Governor Patrick represented the Commonwealth extraordinarily well; we were able to conclude a number of academic and economic agreements that will pay significant dividends for the Commonwealth and for the University of Massachusetts.

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The participation in the mission was cut short by several days to return home for an important announcement. President Caret joined Chancellor Holub, Vice Chairman Thomas, Trustee Mullan and others to welcome new UMass Amherst football coach, Charley Molnar. Charley comes to us from Notre Dame, where he is currently serving as offensive coordinator, and has a well established history of success. He has a message about recruiting athletes who will represent the University well and make us proud on and off the field. The press conference took place at Gillette Stadium, which is the new home of UMass Amherst football, and there was the unmistakable feeling in the air that we are on the verge of something big. Coach Molnar said he intends to make the UMass Minutemen the Commonwealth's team and New England's team.

The President reported on his efforts for Telling and Selling the UMass story. The President was able to hold media roundtable meetings across the state and found a significant level of press interest. There were meetings with the Editorial Boards at the Globe, the Herald and the Springfield Republican and a plan to visit other editorial boards in the near future.

The bus trip across the Commonwealth was inspiring trip because he heard so many great things about the University. People across the Commonwealth are looking for us to do more and how people in certain parts of the state would like us to offer programs in those cities and regions. We clearly cannot open new campuses across the state, but we are investigating ways to address some of this demand. We can't be everywhere and we can't honor every request, but as the public university, we are mindful of our mission of service.

The President's intention is to do much more on the Telling and Selling front and will be discussing this and other matters when the Board holds its retreat.

President Caret then thanked and commended Trustee Kennedy for organizing an outstanding winter-carnival event last week in Amherst that raised money to benefit breast-cancer causes. This event was created by a UMass student who lost his mother to breast cancer and Trustee Kennedy has been a key organizer. In addition to raising money for an important cause, this event depicted UMass students as the concerned, caring, positive, generous citizens that they are. President Caret again thanked Trustee Kennedy for taking this on – such students make the Board very proud.

President Caret discussed items related to the budget on the agenda and the way to deal with fiscal challenges. He noted the tremendous amount of student debt on today's graduates. A decade ago the Commonwealth provided 63 percent of the funding for general education expenses at UMass. This year the state is providing 45 percent; students and their parents pay 55 percent. The President stated that we have to reverse this trend and at the very least get back to a 50-50 split, which would reflect the fact that a college education benefits the individual student but also benefits society as well. He is going to be asking the state to provide the funding the University needs to get there, and the University must bring about academic and administrative efficiencies.

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**Report of the Committee on Academic and Student Affairs:** Vice Chair Thomas reported that at its recent meeting the Committee on Academic and Student Affairs considered one action item, one discussion item, one information item, and four items for Executive Session which were appointments with tenure, transfer of tenure, honorary degrees and approval of executive session minutes.

**Action Item: Approval of the Graduate Student Senate Constitution, UMass Dartmouth.**

Vice Chair Thomas asked for a motion, and it was moved, seconded and

**VOTED:** To approve the Graduate Student Senate Constitution, UMass Dartmouth. (Doc. T11-065)

**Information Item:** Vice Chair Thomas reported that the Committee heard a panel presentation and discussion among the five Provosts regarding the mandatory processes for Periodic Multi-year Reviews of the senior faculty – called PMYRs- and the recurring reviews of academic departments- called Academic Quality Assessment and Development, or AQADs. These are accountability measures that ensure the vitality of our tenured faculty and the programs and departments in which they work.

Overall, the career progression and scholarly contributions of individual senior faculty and the currency and quality of departmental efforts in teaching, research and service benefit greatly from these processes. AQAD has the added feature of external review by respected faculty from excellent programs. These are truly national models of best practices to ensure accountability while respecting the role of the faculty in our academic mission.

The Committee members were provided with the “Fall 2011 Admissions and Enrollment Preliminary Report”. This report summarizes the new student and continuing student enrollments on each campus of the system. While technically a preliminary count, the changes in the final numbers have been negligible in the past and are expected to be so again for these tables.

Vice Chair Thomas reported that the remaining items will be taken up in Executive Session.

**Report of the Committee on Administration and Finance:** Trustee Woolridge reported that the important fiduciary role of Trustees was highlighted at this meeting as we reviewed the University’s past and current financial performance as well as the challenges we expect to face in the future.

Trustee Woolridge noted that the President cited the greater than \$1 trillion in student loan indebtedness that now burdens many generations of past and current US college students. Here in Massachusetts, the state’s share of the UMass E&G budget has shrunk from 63% ten years ago to 45% today. Students and their families have made up the difference.

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In his report to the Committee, Senior Vice President Gray outlined the results of the November 2<sup>nd</sup> refunding of two outstanding bond issues. A total of \$40.5 million in outstanding debt was refunded with aggregate present value savings of \$5.1 million, or 12.6% of the principal balance of the refunded bonds; the savings accrue to the benefit of the Boston and Worcester campuses. Mr. Gray also shared the good news of \$500,000 in FEMA grants coming to our campuses to develop hazard mitigation plans; he also conveyed the good news of a successful and on-time major upgrade of our PeopleSoft Finance system.

University Controller Wilda provided a comprehensive overview of how the University closed FY2011 and our performance with respect to the five financial indicators that we routinely measure. Overall, the University exhibited another strong performance in the face of a challenging economy.

Senior Vice President Gray described our current financial condition as we near the halfway mark of FY2012 and laid out the challenges we expect to face as we approach FY13. The impact of collective bargaining costs and the need for the Commonwealth to shoulder this requirement was the object of much discussion.

Associate Vice President Douglas described the FY13 state budget request process and outlined the major components of the funding formula which the University utilizes to develop its request for state funding. The gap between formula need and actual state funding is now approaching \$600 million and there has been a complete reversal over the past 10 years of the share of the E&G budget shouldered by the state versus the students via tuition and fees; tuition and fees now represent 55% of the E&G budget.

Trustee Furman and Senior Vice President Gray provided an update on the University's Efficiency Improvement Initiative. On the IT services front, a new governance framework will be launched on December 8<sup>th</sup> that will help shape IT strategy, priorities, and funding decisions. Progress also continues on the procurement front as a decision on a new e-procurement solution is at hand.

Associate Vice President Douglas provided a comprehensive and informative overview of the University's sustainability efforts and future plans. All University leaders are signed on to an ambitious goal for the University to become carbon neutral by 2050.

**Action Items:**

- **Authorization to Prepare and Submit the FY2013 State Budget Request.**

Trustee Woolridge asked for a motion to authorize the submission of the FY2013 Budget Request. It was moved, seconded, and

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**VOTED:** To approve the Graduate Student Senate Constitution, UMass Dartmouth. (Doc. T11-065)

- **Resolution Approving Proposed Revisions to the Business Continuity Policy.**

Trustee Woolridge asked for a motion to approve revisions to the Business Continuity Policy. It was moved, seconded, and

**VOTED:** To amend the Business Continuity and Planning Policy, Doc. T99-060, by renaming it the University Emergency Management and Business Continuity Policy, deleting the provisions in their entirety, and replacing them with the following:

***Emergency Management and Business Continuity Policy:***

Programs to create and maintain safeguards, emergency management and business continuity are essential to ensure that the University of Massachusetts (University) mitigates risks and is able to continue to perform its mission in the event of natural or human-caused disasters or other extraordinary events that might disrupt normal operations. Emergency management and business continuity programs are vital in protecting the safety and welfare of University faculty, staff, students and associates; in minimizing damage to, and loss of University property and assets; and in restoring normal University operations as rapidly as possible.

- The University will take an all-hazards approach to prevent, mitigate, prepare for, respond to, and recover from the impact against any natural or human caused disaster. The goal is to create a disaster-resilient University with effective crisis and consequence management capability.
- The University's emergency management and business continuity programs will be guided by nationally recognized industry standards and best practices as determined and set by the President.
- The University will employ a system-wide integrated multidisciplinary approach to emergency management and business continuity not only to prepare each University campus and President's Office to disasters, but in identifying opportunities to coordinate and collaborate to achieve a common goal.
- The emergency management and business continuity programs will maintain a comprehensive and effective program encompassing risk assessment, risk mitigation, emergency preparedness and response, training and exercising and



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business continuity to strengthen crisis and consequence management capabilities across the University system.

The President shall develop and issue guidelines for campuses to follow in the implementation of this policy. (Doc. T99-060, as amended)

- **Resolution to Accept Property from the United States for Use by the University of Massachusetts Dartmouth.**

Trustee Woolridge asked for a motion to adopt a resolution to accept property. It was moved, seconded and

**VOTED:** WHEREAS, certain real property owned by the United States of America, located in the County of Bristol, Commonwealth of Massachusetts, has been declared surplus to the needs of the Federal government and is subject to assignment for disposal for educational purposes by the Secretary of Education, under the provisions of Section 203(k)(1)(a) of the Federal Property and Administrative Services Act of 1949 (63 Stat. 377) (Act), as amended, and rules and regulations promulgated pursuant thereto, more particularly described as follows:

The real estate and existing structures thereon, known as the “Naval Reserve Center” in the City of New Bedford, consisting of approximately 2.96 acres of land located at 838 South Rodney French Boulevard.

WHEREAS the University of Massachusetts, a public institution of higher education of the Commonwealth of Massachusetts, needs and can utilize said property for educational purposes in accordance with the requirements of said Act and the rules and regulations promulgated thereunder of which this Board is fully informed, including commitments regarding use and time within such use shall commence.

NOW, THEREFORE, BE IT RESOLVED, the University of Massachusetts shall make application to the Secretary of Education for, and secure the transfer to it of, the above-mentioned property for said use upon and subject to such exceptions, reservations, terms, covenants, agreements, conditions and restrictions as the Secretary of Education, or his authorized representative may require in connection with the disposal of said property under said Act and rules and regulations issued thereto; and

BE IT FURTHER RESOLVED, that the University of Massachusetts has legal authority and is willing and is in a position financially and otherwise to assume immediate care and maintenance of the property, and that Jean MacCormack, Chancellor of the University of Massachusetts Dartmouth, is hereby authorized,

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for and on behalf of the University of Massachusetts to do and perform any and all acts and things which may be necessary to carry out the foregoing resolution including the preparing, making and filing of plans, applications, reports and other documents; the execution, acceptance, delivery and recordation of agreements, deeds and other instruments pertaining to the transfer of said property; and the payment of any and all sums necessary on account of the purchase price thereof including fees or costs incurred in connection with the transfer of said property for surveys, title searches, real estate appraisals, recordation of instruments or costs associated with escrow arrangements; together with any payments necessary by virtue of nonuse or deferral of use of the property. If the applicant is unable to place the property into use (or determines that a deferral of use should occur), IT IS UNDERSTOOD AND AGREED that the University of Massachusetts will pay to the United States Department of Education for each month of nonuse beginning twelve (12) months after the date of the deed, or thirty-six (36) months where construction or major renovation is contemplated, the sum of 1/360th of the then current fair market value of the property for each month of nonuse.

If submission of the Application for Public Benefit Allowance Acquisition of Surplus Federal Real Property for Educational Purposes is approved, a copy of the application and standard deed conditions will be filed with the permanent minutes of the Board.

University of Massachusetts  
225 Franklin St., 33rd floor  
Boston, MA 02110

I, Barbara DeVico, hereby certify that I am the Secretary to the Board of Trustees of the University of Massachusetts, and that the foregoing resolution is a true and correct copy of the resolution adopted by the vote of a majority of the members of said the Board of Trustees of the University of Massachusetts present at a meeting of said Board of the 14th day of December, 2011, at which a quorum was present. (Doc. T11-099)

Following the report on the Administration and Finance, Chairman Karam and Trustees Woolridge and Furman thanked Senior Vice President David Gray for his outstanding job handling the University's finances. Mr. Gray has accepted a position at Penn State and the University will miss him.

**Report of the Audit Committee:** Trustee Furman reported the meeting included approval of the Internal Audit Charter, the University's Annual Financial Statements and Grant Thornton's reports. In addition, it included presentations from the Director of Internal Audit and Grant Thornton.

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Under the Report by the Director of Internal Audit, Mr. David briefed the Committee on internal and external audit engagements, including various federal and state audits. He also highlighted the results of certain engagements and reviewed the status of Management's fiscal year 2012 action plans. His update also included a summary and status of Internal Audit's action plan follow-up and audit universe projects.

Mr. David then briefed the Committee on revisions made to the Internal Audit Charter. Revisions were made to the Charter to ensure compliance with the Institute of Internal Auditors Standards.

Under the Report by Grant Thornton, the Engagement Partner Brian Page and Senior Manager Clair Esten presented the audit results and their firm's required communications to the Committee, including their responsibilities, audit scope, quality of accounting practices and alternative treatments. In addition, Executive Director Mary Foster discussed other matters for the University's consideration.

**Action Items:**

- **Revisions to the Internal Audit Charter.**

Trustee Furman asked for a motion to accept the revisions to the Internal Audit Charter. It was moved, seconded and

**VOTED:** To approve the revisions to the Internal Audit Charter as contained in Doc. T06-061, as amended.

- **Approval of the University of Massachusetts Annual Financial Report.**

Trustee Furman asked for a motion to approve the annual financial report. It was moved, seconded and

**VOTED:** To approve the University's Annual Financial Statements as contained in Doc. T11-091.

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- **Approval of Audit Reports.**

Trustee Furman asked for a motion to approve three audit reports. It was moved, seconded and

**VOTED:** To accept the following Audit Reports:

- Report on Federal Financial Assistance Programs in Accordance with OMB Circular A-133 (Doc. T11-092)

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- Report on MA Office of Student Financial Assistance Compliance Attestation (Doc. T11-093)
- Internal Control Letter (Doc. T11-094)

**Report of the Advancement Committee:** Trustee Peters reported that the various campuses reported their first quarter, FY'12 fundraising results. The campuses collectively have established a fundraising goal for FY'12 of \$100,300,000. If the University achieves this goal, it will mark the third year in a row that the University has raised in excess of \$100,000,000. This meeting also marked the debut of the new fundraising reporting format. The reports have been streamlined and include all of the relevant information in about half the space of previous reports.

While the first quarter of the fiscal year is generally a slow time in the fundraising business, the campuses all report that they have made good progress in fundraising during this difficult first quarter.

The Vice Chancellors each reported on increased efforts to raise alumni participation rates on each of the campuses, and outlined efforts to increase student giving participation rates in an effort to great a culture of giving among the students while still on our campuses. Vice Chancellor Leto, UMass Amherst, reported on a very unique program at UMass Amherst called "Piggy Bankit" in which all freshmen were given UMass Piggy Banks to fill during the semester to support student scholarships. The program has been enthusiastically received by the students.

President Caret reported to the Committee on his very successful 400 mile, 26 stop bus trip around the Commonwealth. He also commented on his successful Inaugural at the JFK Library on November 1, 2011. President Caret emphasized the need for a strong fundraising effort throughout the University particularly in light of declining state support. He indicated that he will work closely with the Chancellors to boost the fundraising across the system. He will emphasize participation rates as well as dollars raised.

Vice President Goodhue reported that the UMass Foundation Investment Committee had a difficult first quarter with the endowment investment performance of -8.22%. These results were expected with the difficulties in the world markets in the 1<sup>st</sup> quarter. In October, the Investment Committee made up more than half that loss, the Committee continues to work very hard in this time of market uncertainty and volatility. Vice President Goodhue also reported that the President's Office will sponsor two events in Florida, a UMass Golf Outing in the Naples area on March 19 and UMass Night at the Red Sox on March 20. These two events will be sandwiched by campus sponsored events.

Trustee Peters concluded his report by stating that he is proud to serve on this Board and especially proud to be serving as Chair of this important Committee. One of his goals over the next year will be to ask that every member of the Board make a gift to the University; 100%

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participation by this Board will set an important example for all the alumni and friends of the University.

**Report of the Governance Committee:** In Vice Chair King-Shaw's absence, Chairman Karam reported that the Governance Committee met on November 30, 2011. The President and the Committee discussed some Board operation issues he would like to have the Trustees discuss in detail at our January Retreat.

The President suggested that the Board continue the existing schedule of 4 meetings a year. The Board and Committee meetings should be made more substantive and encourage more dialog and engagement.

The Committee believes the President should consider expanding the role of University Task Force on Efficiency and Effectiveness to include academic Efficiency and Effectiveness initiatives.

A special meeting of the Board on campus capital needs and campus short-term needs should be scheduled.

The Committee discussed that informational items presented at Committee meetings should be presented in such a way to encourage dialog and strategic input from the Board. Information should be presented succinctly with ample time for questions and answers and dialog.

The Committee discussed the possibility of having Trustees serve on advisory groups, possibly a group on athletic issues which would report to the Committee on Academic and Student Affairs; or a capital planning group to study long-range plans, reporting to the Committee on Administration and Finance.

General Counsel Heatwole then reviewed the new regulations issued by the Attorney General permitting remote attendance and participation in Board meetings, including the ability to vote. The regulations require that a quorum of members be physically present at any meeting where remote attendance is permitted. This will mean that a majority of the members of any committee must be present. The Board can consider additional requirements for remote participation by amending its By-Laws or adopting a policy.

The Committee members agreed that remote participation would be beneficial; General Counsel Heatwole has drafted a vote to enable this which will be considered under the Board's Other Business.

**Other Business:**

- **Remote Participation.** Chairman Karam reported that this vote will allow Trustees to fully participate via conference call under certain conditions.

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The Chair asked for a motion to approve the adopted regulations issued by the Attorney General to permit remote participation. It was moved, seconded and

**VOTED**: To permit remote participation by Trustees in meetings of the Board, or any Committees or sub-committees of the Board, pursuant to the regulations set forth in 904 of the Code of Massachusetts Regulations 26.10, and any provisions as may be adopted by the Board in its By-Laws or by policy. (Doc. T11-100)

Chairman Karam then announced the Board would enter **Executive Session** pursuant to Massachusetts General Law, Chapter 75, Section 4, for the purpose of considering Appointments with Tenure at UMass Dartmouth, Transfer of Tenure at UMass Dartmouth, and Honorary Degrees for UMass Amherst, Boston, Dartmouth, Lowell and Worcester. The Chair announced the Board would not reconvene in open session.

The Chair asked for a motion. It was moved and seconded and the Secretary called the roll:

Chairman Karam voted for the motion as did Vice Chair Thomas, Trustees Campbell, Carpman, Collins, DiBiaggio, Furman, Gomez, Lee, Mullan, Peters, Reville, Schock, Tarr and Woolridge.

The time was 10:25 a.m.

Barbara F. DeVico  
Secretary to the Board of Trustees