

**MINUTES OF THE BOARD OF TRUSTEES OF
STATE INSTITUTIONS OF HIGHER LEARNING
October 14-15, 2009**

BE IT REMEMBERED, That the Board of Trustees of State Institutions of Higher Learning of the State of Mississippi met in a regular session in Bristow Dining Hall at Alcorn State University in Lorman, Mississippi, at 9:00 a.m., and pursuant to notice in writing mailed by certified letter with return receipt requested on November 21, 2008, to each and every member of said Board, said date being at least five days prior to this October 14-15, 2009 meeting. At the above-named place there were present the following members to wit: Mr. H. Ed Blakeslee, Dr. Stacy Davidson, Dr. Bettye Henderson Neely, Mr. Bob Owens, Mr. Aubrey B. Patterson, Mr. Alan Perry, Ms. Christine Pickering, Ms. Robin J. Robinson, Mr. Scott Ross, Dr. Douglas Rouse, Mr. C.D. Smith and Ms. Amy Whitten. The meeting was called to order by Mr. Scott Ross, President. Mr. Bob Owens introduced his niece and only goddaughter, Dr. April Owens, Assistant Professor of Psychology, School of Education and Psychology at Alcorn State University, who said the prayer.

ANNOUNCEMENT

Mr. Ross thanked Dr. and Mrs. George Ross for hosting the October 14-15, 2009 Board meeting.

APPROVAL OF THE MINUTES

On motion by Mr. Patterson, seconded by Ms. Pickering, with Ms. Whitten absent and not voting, it was

RESOLVED, That the Minutes of the Board meeting held on September 16-17, 2009, stand approved.

CONSENT AGENDA

On motion by Mr. Blakeslee, seconded by Ms. Pickering, with Ms. Whitten absent and not voting, it was

RESOLVED, That the Board hereby approved the following Consent Agenda.

BUDGET, FINANCE AND AUDIT

1. **MSU** - Approved the request to enter into a three-year lease agreement with R.S. Carter Properties, LLC for rental space in the City of Madison to house the MSU Early Childhood Institute (ECI). The property is located at: 509 Cobblestone Ct., Ste. B, Madison, MS 39110. The purpose of lease is to rent office space for ECI working with the Mississippi Department of Human Services to improve the quality of early child care and education through the development and implementation of a rating system for the participating centers. The term of the contract is three years: November 1, 2009 to October 31, 2012. Continuation is contingent upon receipt of federal and state funds and the lease may be terminated within ninety (90) days if space becomes available in a state-owned building. The contract amount is \$1,350 per month for a total of \$48,600. Funds are available from a \$1.5 million federal grant through Mississippi Department of Human Services. A copy of the contract which has reviewed and approved by the Attorney General's Office is included in the *October 14-15, 2009 Board Working File*.

**MINUTES OF THE BOARD OF TRUSTEES OF
STATE INSTITUTIONS OF HIGHER LEARNING
October 14-15, 2009**

2. **UM** - Approved the resolution authorizing the University of Mississippi Educational Building Corporation (UM EBC) to issue up to a maximum aggregate principal amount of \$18.5 million of bonds, Series 2009C, to partially finance construction of the second residential college (North College). The term of the bonds will be 25 years at a fixed rate. As approved at the July 2009 Board meeting, First Southwest Company is the financial advisor, Butler, Snow, O'Mara, Stevens, Cannada, PLLC is the bond counsel, and Morgan Keegan is the lead underwriter. The Attorney General's Office has reviewed and approved this item.
3. **UMMC** - Approved the request to enter into a maintenance contract with Carousel, Industries for the support of their Avaya enterprise telephone system. The term of the contract is 4 years: November 1, 2009 through October 31, 2013. The contract amount is as follows: Year 1: (partial year): \$17,578.52 per month/\$140,628.16 annual for FY 2010; Year 2: \$17,578.52 per month/\$210,942.24 annual for FY 2011; Year 3: \$17,578.52 per month/\$210,942.24 annual for FY 2012; Year 4: \$17,578.52 per month/\$210,942.24 annual for FY 2013; and Year 5: (partial year): \$17,578.52 per month/\$70,314.04 annual. The total cost of contract is not to exceed \$843,768.92. Funds are available from patient revenue and interest income. A copy of the contract which has been reviewed and approved by the Attorney General's Office is included in the *October 14-15, 2009 Board Working File*.
4. **UMMC** - Approved the request to renew an agreement with Hill-Rom Company, Inc. to provide contracted staff and a proprietary tracking system that manages the utilization of critical patient care equipment. The contract is for 3 years: October 19, 2009 through October 18, 2012. The contract amount is as follows: Year 1: \$40,328 per month/\$483,936 annual; Year 2: \$41,523 per month/\$498,276 annual; and Year 3: \$42,755 per month/\$513,060 annual. The total cost of the contract is \$1,495,272. Funds are available from patient revenue. A copy of the contract which has been reviewed and approved by the Attorney General's Office is included in the *October 14-15, 2009 Board Working File*.
5. **UMMC** - Approved the request to enter into an agreement with Huron Consulting Services, LLC. to provide consulting services for the implementation of the Lawson ERP (software) suite including the financial, procurement and business intelligence suites and an upgrade to human resources. The contract is for 22 months: November 1, 2009 through August 31, 2011. Estimated costs on a per fiscal year basis are as follows: FY 2010 - \$2,837,119.60 (November through June); FY 2011 - \$4,255,679.40 (July through June); FY 2012 - \$709,280.00 (July through August). Funds are available from interest income and hospital patient revenue. A copy of the contract which has been reviewed and approved by the Attorney General's Office is included in the *October 14-15, 2009 Board Working File*.
6. **UMMC** - Approved the request to renew an agreement with RecordMax, Inc. and RecordMax Imaging, LLC. to provide storage and retrieval services for patient medical records, as required by state statute and hospital policy. The contract term is for 3 years: November 1, 2009 through October 31, 2012. Costs are based on fee schedule for storage, scanning, indexing, shredding, boxing, and retrieval. Annual cost is estimated at \$666,666.67. The total cost is not to exceed \$2 million. Funds are available from patient revenue. A copy of the contract which has been reviewed and approved by the Attorney General's Office is included in the *October 14-15, 2009 Board Working File*.

**MINUTES OF THE BOARD OF TRUSTEES OF
STATE INSTITUTIONS OF HIGHER LEARNING
October 14-15, 2009**

7. **UMMC** - Approved the request to enter into an agreement with On Assignment to provide personnel to assist in coding patient medical records for billing purposes. The term of the contract is 3 years: November 1, 2009 through October 31, 2012. Annual costs are estimated at \$666,666.66. The total costs will not exceed \$2 million. Funds are available from patient revenue. A copy of the contract which has been reviewed and approved by the Attorney General's Office is included in the *October 14-15, 2009 Board Working File*.
8. **UMMC** - Pending receipt of approval from the Mississippi Information for Technology Services, the Board approved the request to enter into a renewal agreement with TheraDoc, Inc., a computer platform that continuously monitors and analyzes patient data from multiple and disparate sources including pharmacy, clinical laboratory, microbiology laboratory, surgery, admissions, and radiology in near real time data. The term of the contract is for 4 years and 8 months: November 1, 2009 through June 30, 2014. The contract amount is as follows: Year 1: \$8,451.33 per month/\$67,611 annual; Year 2: \$8,451.33 per month/\$101,416 annual; Year 3: \$8,451.33 per month/\$101,416 annual; Year 4: \$8,451.33 per month/\$101,416 annual; and Year 5: \$8,451.33 per month/\$101,416 annual. Travel to onsite training is not to exceed \$2,000 with a total contract amount of \$475,275. Funds are available from patient revenue. A copy of the contract which has been reviewed and approved by the Attorney General's Office is included in the *October 14-15, 2009 Board Working File*.
9. **UMMC** - Approved the request to enter into an agreement with Jackson Medical Mall Foundation to temporarily increase the rent on 2,320 square feet of space for the Outpatient Dialysis Clinic to cover costs of renovating the space per UMMC's request. This is the 38th amendment to the Master Lease Agreement. The term of the contract is 3 years: November 1, 2009 through October 31, 2012. The current monthly rent is \$6,802.07. The contract amendment increases rent by \$4,491.80 per month. This brings the total monthly rent including renovation to \$11,293.87. Over the three year period rent will be increased by \$161,704.80 bringing the total rental agreement to \$406,580.40. Funds are available from patient revenue. A copy of the contract which has been reviewed and approved by the Attorney General's Office is included in the *October 14-15, 2009 Board Working File*.

REAL ESTATE

Note: Project numbers beginning with the prefix "GS" designate projects that the Bureau of Building provides management oversight for and are funded partially or wholly with state Bureau of Building bond revenues. Project numbers beginning with the prefix "IHL" designate projects that are funded from university self-generated sources including but not limited to donations, fees, and grants.

10. **ASU** - Approved the initiation of **GS 101-271, Felix Dunn Health Center**, for renovation and the appointment of Mills & Mills Architects of Jackson, MS as project professionals. The project is intended to renovate the Felix Dunn Health Center to make the building ADA accessible, code compliant, and provide a modern health center for the ASU community. The total project budget is \$500,000. Funds are available from HB 1641, Laws of 2008.

**MINUTES OF THE BOARD OF TRUSTEES OF
STATE INSTITUTIONS OF HIGHER LEARNING
October 14-15, 2009**

11. **ASU** - Approved the initiation of **GS 101-272, Facility Management Renovations**, and the appointment of Waycaster and Associates of Natchez, MS as project professionals. The project is intended to renovate the Facilities Management Building by converting an existing bus barn into workshop space for maintenance employees, a recycling center, and a surplus property storage facility. The total project budget is \$600,000. Funds are available from HB 1722, Laws of 2009.
12. **UM** - Approved the appointment of Barlow Eddy Jenkins of Jackson, MS as project professionals for **GS 107-302, Lamar Hall Renovations**. The total project budget is \$3 million. Funds are available from HB 1722, Laws of 2009.
13. **UM** - Approved the appointment of Shafer and Associates of Starkville, MS as project professionals for **GS 107-303, Various Roof Replacements**. The total project budget is \$1 million. Funds are available from HB 1722, Laws of 2009.
14. **UMMC** - Approved the initiation **IHL 209-529, 4 East Renovations**, and the appointment of Mark Vaughn of Clinton, MS as project professional. The project is intended to renovate the 4th floor East Wing, which is known as the original patient wing area, to create a modern office area for Adult Emergency Department Administration and faculty offices. The renovation will include revised/upgraded layouts, finishes, utilities and services. The total project budget is \$580,425. Funds are available from university tuition and fees.
15. **MSU** - Approved the request to rename the old Band Hall, Building 28 to Academic Computer Laboratory. The building has been renovated and reconfigured into a computer laboratory.
16. **MSU** - Approved the request to delete building 2091 (faculty housing) from inventory and demolish the structure. The building is located at 16 Blackjack Road, Starkville, MS. The building would be demolished following approval notification by the Mississippi Department of Environmental Quality. The approval letter has been received from the Mississippi Department of Archives and History. All legal documentation will be kept on file in the Office of Real Estate and Facilities. The project budget has not been determined but the university estimates it to be less than \$15,000.
17. **UM** - Approved the request to enter into a new lease agreement with Rampant Lion Foundation of Delta Kappa Epsilon for a term of thirty years beginning on November 1, 2009 and ending on October 31, 2039 at a rate of \$50 per year. Rampant Lion Foundation of Delta Kappa Epsilon holds an existing lease on Lot 317 on the Oxford Campus of the University of Mississippi. The original term of the lease expired August 31, 2009 with the option to extend an additional 25 years. Delta Kappa Epsilon chose to exercise this option; however, the old lease did not contain the fire protection language that the other campus lease agreements do so Delta Kappa Epsilon is being asked to sign a new lease. This item has been reviewed and approved by the Attorney General's Office.
18. **UM** - Approved the request for the house corporation of Chi Chapter of Delta Delta Delta to execute a deed of trust of leasehold interest on Lot 206 in favor of M&F Bank to secure a loan in order to consolidate existing financing on the Delta Delta Delta house. The current lease ends on June 31, 2031. The amount of the loan will not exceed \$180,000 at an interest rate of 5.10% amortized over twenty-six months.

**MINUTES OF THE BOARD OF TRUSTEES OF
STATE INSTITUTIONS OF HIGHER LEARNING
October 14-15, 2009**

19. **USM** - Approved the request to enter into a new lease agreement that will allow the university to lease the Ogletree House (formerly the President's Home) to the USM Alumni Association. This lease is an agreement between the university and its alumni association through which the alumni association raised in excess of \$3,200,000 for renovation and expansion of the Ogletree House. The Ogletree House is currently occupied by the Alumni Association. The terms of the lease are \$1,000 per year in addition to the \$3,200,000 already spent by the alumni association on the home for three (3) periods of twenty five (25) years each with the first period beginning on November 1, 2009 and ending on June 30, 2034.
20. **USM** - Approved the request to rename the Advanced Education Center located at the Gulf Park Campus. The new proposed name is The Horace W. Fleming, Jr. Education Center. The new name is in honor of former university president Horace W. Fleming, Jr.

21. **PERSONNEL REPORT**

EMPLOYMENT

Alcorn State University
Ward, Marcus D.

CHANGE OF STATUS

Alcorn State University
Stamps, Clara Ross

Mississippi State University (Athletics)

Richard L. Stansbury, Head Basketball Coach, extend a four-year contract to Coach Stansbury through June 30, 2013, effective July 1, 2009 (Note: Coach Stansbury is currently under a four year contract. This agenda item extends the current contract to 2013 changing the four year period. There is no increase in salary.)

University of Southern Mississippi (Athletics)

Demetrius Adams; Assistant Football Coach, Department of Intercollegiate Athletics; from contract period April 1, 2009 through March 31, 2010; annual salary of \$100,000; Auxiliary Funds; to contract period April 1, 2009 through March 31, 2011; one-year contract extension.

AWARD OF TENURE

University of Mississippi Medical Center

(This item was previously submitted for February, 2009 Board approval and was inadvertently left off of the agenda.)

Walter Merrill, Professor of Surgery, School of Medicine; effective March 1, 2009

**MINUTES OF THE BOARD OF TRUSTEES OF
STATE INSTITUTIONS OF HIGHER LEARNING
October 14-15, 2009**

REHIRED RETIREE

University of Southern Mississippi

Frederick Barthelme; *former position*: Professor, Department of English; *contractual engagement*: Director, Center for Writers, Department of English; compensation of \$40,219 annually; contract effective November 1, 2009

ADMINISTRATION/POLICY

22. **System** - Approved the request to appoint Trustee Amy Whitten to serve as the IHL Board's current representative member of the Mississippi Authority for Educational Television. Ms. Whitten's term as the IHL Board's representative member of the Mississippi Authority for Educational Television will expire on June 30, 2012.

ACADEMIC AFFAIRS COMMITTEE REPORT

Wednesday October 14, 2009

The Committee was brought to order at approximately 3:40 p.m. by Chairman Robin Robinson. The following items were discussed/voted upon:

1. Trustee Robinson introduced Dr. Rick Young, President of East Mississippi Community College; Dr. Steve Vacik, Vice President of Instruction at East Mississippi Community College; and Dr. Fiona Qualls, Associate Executive Director for Academic Affairs, State Board for Community and Junior Colleges.
2. The Committee agreed by consensus to move agenda item #1 to the executive session agenda.
3. Dr. Janette McCrory, IHL Director of Nursing Education, gave a presentation on agenda items #2 and #3.
4. On motion by Dr. Rouse, seconded by Ms. Pickering, and unanimously passed by those present, the Committee approved agenda item #2.
5. On motion by Dr. Neely, seconded by Ms. Pickering, and unanimously passed by those present, the Committee approved agenda item #3.

Committee members attending the meeting were: Ms. Robin Robinson (Chair), Dr. Bettye Neely, Mr. Alan Perry, Ms. Christy Pickering and Dr. Doug Rouse. Other Board members attending the meeting were: Mr. Ed Blakeslee, Dr. Stacy Davidson, Mr. Bob Owens, Mr. Aubrey Patterson, Mr. Scott Ross, Mr. C.D. Smith, and Ms. Amy Whitten.

ACADEMIC AFFAIRS

Presented by Ms. Robin Robinson, Chair

Thursday, October 15, 2009

AGENDA ITEM #1 WAS TAKEN UP DURING EXECUTIVE SESSION. On motion by Ms. Robinson, seconded by Dr. Neely, with Ms. Whitten absent and not voting, it was

**MINUTES OF THE BOARD OF TRUSTEES OF
STATE INSTITUTIONS OF HIGHER LEARNING
October 14-15, 2009**

RESOLVED, That the Board hereby approved agenda item #2 as submitted on the following Academic Affairs Agenda. Agenda item #3 was approved on a separate motion by Ms. Robinson, seconded by Ms. Pickering, with Ms. Whitten absent and not voting.

1. **USM** - Request to rescind the doctor of philosophy degree that was awarded to Donald Stewart in 2006. **(THIS ITEM WAS TAKEN DURING EXECUTIVE SESSION.)**
2. **System** - Approved the Stage II Application and supportive evidence to qualify the professional nursing program for initial accreditation and allow admission of students for East Mississippi Community College.
3. **System** - Approved the proposed revisions to the Mississippi Nursing Degree Programs' Accreditation Standards. A copy of the revisions is included in the *October 14-15, 2009 Board Working File*.

REAL ESTATE AGENDA

Presented by Dr. Doug Rouse, Chair
Thursday, October 15, 2009

On motion by Dr. Rouse, seconded by Dr. Davidson, with Ms. Whitten absent and not voting, it was

RESOLVED, That the Board hereby approved agenda items #1 and #2 as submitted on the following Real Estate Agenda. Agenda item #3 was approved on a separate motion by Dr. Rouse, seconded by Ms. Robinson, with Ms. Whitten absent and not voting.

Note: Project numbers beginning with the prefix "GS" designate projects that the Bureau of Building provides management oversight for and are funded partially or wholly with state Bureau of Building bond revenues. Project numbers beginning with the prefix "IHL" designate projects that are funded from university self-generated sources including but not limited to donations, fees, and grants.

1. **JSU** - Approved the request to increase the scope and project budget for **GS 103-234, ADA Compliance Phase II-B (Bid Package #2)**, from \$2,398,125 to \$3,098,125 for an increase in the amount of \$700,000. This project is part of JSU's ongoing effort to comply with ADA regulations as mandated by the Office of Civil Rights. This increase is necessary to cover additional work as requested by JSU. This work will include replacing and /or upgrading the existing elevators located in the Administration Tower and repairing foundation problems hindering access to the Old Industrial Arts Building. Funds are available from SB 3197, Laws of 2002; HB 246, Laws of 2007; and HB 1722, Laws of 2009. *Project Professional: Wayne Timmer Architect*
2. **UMMC** - Approved the request to increase the project budget for the **IHL 209-523, S013 Area Renovations**, from \$1,500,000 to \$1,947,239 for an increase in the amount of \$447,239. The escalation in project budget is required based on the Professional's latest Design Development. The current budget was an estimate of the project costs and has since been updated to reflect more accurate costs. This is the first budget increase request for this project by the university. Funds are available from patient revenue. *Project Professional: Simmons Associates*

**MINUTES OF THE BOARD OF TRUSTEES OF
STATE INSTITUTIONS OF HIGHER LEARNING
October 14-15, 2009**

3. **DSU** - Approved the exterior design for **IHL 202-133, New Residence Hall and Apartment Complex**. A copy of the rendering is included in the bound *October 14-15, 2009 Board Working File*.

**LEGAL COMMITTEE REPORT
Wednesday, October 14, 2009**

The Committee was brought to order at approximately 3:50 p.m. by Chairman Alan Perry, the following items were discussed/voted upon:

1. On motion by Ms. Whitten, seconded by Dr. Neely, and unanimously passed by those present, the Committee approved agenda items #1, #3 and #4.
2. By consensus, item #2 will be taken up on the executive session agenda and item #5 will be discussed during the regular meeting on Thursday.
3. Other Business: Dr. Mark Keenum, President of Mississippi State University, introduced Dr. Greg Bohach, Vice President for the Division of Agriculture, Forestry & Vet Medicine. Dr. Bohach will replace Dr. Melissa Mixon who served as the Interim Vice President.

Committee members attending the meeting were: Mr. Alan Perry (Chair), Dr. Bettye Neely, Mr. Bob Owens, Dr. Doug Rouse and Ms. Amy Whitten. Other Board members attending the meeting were: Mr. Ed Blakeslee, Dr. Stacy Davidson, Mr. Aubrey Patterson, Ms. Christy Pickering, Ms. Robin Robinson, Mr. Scott Ross and Mr. C. D. Smith.

**LEGAL AGENDA
Presented by Mr. Alan Perry, Chair
Thursday, October 15, 2009**

On motion by Mr. Perry, seconded by Mr. Owens, with Ms. Whitten absent and not voting, it was

RESOLVED, That the Board hereby approved agenda items #1, #3 and #4 as submitted on the following Legal Agenda. **AGENDA ITEM #2 WAS TAKEN UP IN EXECUTIVE SESSION LATER IN THE MEETING**. Agenda item #5 was approved on a separate motion by Mr. Perry, seconded by Mr. Blakeslee, with Ms. Whitten absent and not voting.

1. **UMMC** - Approved the request to renew its outside counsel contract with Butler, Snow, O'Mara, Stevens and Cannada, PLLC to provide legal services in the areas of general healthcare, corporate transactional employment, intellectual property, health-care matters and commercial matters for fiscal year 2009-2010. The hourly rate to be charged by attorneys is \$225 for intellectual property work, \$215 for healthcare work and \$215 for commercial work. The hourly rate for legal assistants will be \$85. The contract period is from October 20, 2009 through September 30, 2010 and the contract will not exceed \$200,000.00. Source of funding is state funds and hospital patient revenue. The Attorney General's Office has approved this request.

**MINUTES OF THE BOARD OF TRUSTEES OF
STATE INSTITUTIONS OF HIGHER LEARNING
October 14-15, 2009**

2. **UMMC** - Settlement of Tort Claim No. 1286. **(THIS ITEM WAS TAKEN UP DURING EXECUTIVE SESSION.)**
3. **USM** - Approved the request to renew a contract with the law firm of Adams and Reese, LLP for legal services in the matter of *Depree v. Saunders, et al.*, United States District Court, Southern District of Mississippi, Hattiesburg Division, Civil Action No. 2:07-CV-185-KS-MTP. The attorney hourly rate provided in this contract is \$175. The contract period is for FY 2010 and the contract will not exceed \$75,000. Source of funding is state funds. The Attorney General's Office has approved this request.
4. **USM** - Approved the request to renew a contract with the law firm of Bryan, Nelson, P.A. for legal services in the matter of *Krell, et ux. v. USM, et al.*, in the Circuit Court of Forrest County, Mississippi, Civil Action No. CI-97-0024. The attorney hourly rate provided in this contract is \$150. The contract period is from the date of execution to June 30, 2010 and the contract will not exceed \$50,000. Source of funding is state funds. The Attorney General's Office has approved this request.
5. **System** -Approved the proposed amendments to Board Policy 301.0806 University Foundation/Affiliated Entity Activities. **(See Exhibit 1.)**

ADMINISTRATION/POLICY AGENDA

Presented by Dr. Hank M. Bounds, Commissioner

On motion by Ms. Robinson, seconded by Dr. Rouse, with Ms. Whitten absent and not voting, it was

RESOLVED, That the Board hereby approved agenda item #1 as submitted on the following Administration/Policy Agenda.

1. **System** - Approved the Vision and Mission Statements for Mississippi State University as shown below:

Vision

Mississippi State University will be a leading public research university that is globally aware and involved, accessible and responsive to the many constituencies it serves, and fully integrated with the intellectual, social, and economic development of the state, while delivering excellent programs of teaching, research, and service.

Mission

Mississippi State University is a public, land-grant university whose mission is to provide access and opportunity to students from all sectors of the state's diverse population, as well as from other states and countries, and to offer excellent programs of teaching, research, and service.

Enhancing its historic strengths in agriculture, natural resources, engineering, mathematics, and natural and physical sciences, Mississippi State offers a comprehensive range of undergraduate and graduate programs; these include architecture, the fine arts, business, education, the humanities, the social and behavioral sciences, and veterinary medicine.

**MINUTES OF THE BOARD OF TRUSTEES OF
STATE INSTITUTIONS OF HIGHER LEARNING
October 14-15, 2009**

The university embraces its role as a major contributor to the economic development of the state through targeted research and the transfer of ideas and technology to the public, supported by faculty and staff relationships with industry, community organizations, and government entities.

Building on its land-grant tradition, Mississippi State strategically extends its resources and expertise throughout the entire state for the benefit of Mississippi's citizens, offering access for working and place-bound adult learners through its Meridian Campus, Extension, and distance learning programs.

Mississippi State is committed to its tradition of instilling among its students and alumni ideals of diversity, citizenship, leadership, and service.

INFORMATION AGENDA

Presented by Dr. Hank M. Bounds, Commissioner

ACADEMIC AFFAIRS

1. **System** - The Board received the annual report on Institutional Accreditation for the period July 1, 2008 through June 30, 2009. A copy of the report is included in the bound *October 14-15, 2009 Board Working File*.

REAL ESTATE

2. **System** - The Board received the Real Estate items that were approved by the Board staff subsequent to the September 16-17, 2009 Board meeting in accordance with Board Policy 904 Board Approval. **(See Exhibit 2.)**

LEGAL

3. **System** - The Board received a report of the payment of legal fees to outside counsel. **(See Exhibit 3.)**

ANNOUNCEMENTS

- ▶ President Scott Ross thanked Trustee Blakeslee, the Efficiencies Task Force and the dozens of other Board and institutional staff who worked on the 12 efficiency strategies.
- ▶ President Scott Ross announced that Dr. Claudia Limbert, President of Mississippi University for Women, is retiring at the end of June 2010. He thanked her for her leadership to the university and the state through such tough times.
- ▶ The Institutional Executive Officers commented on events occurring on their respective campuses.
- ▶ Trustee C.D. Smith reminded the Board of the *Ayers* Endowment Committee meeting to be held via teleconference on October 29, 2009.

**MINUTES OF THE BOARD OF TRUSTEES OF
STATE INSTITUTIONS OF HIGHER LEARNING
October 14-15, 2009**

EXECUTIVE SESSION

On motion by Dr. Rouse, with Ms. Whitten absent and not voting, the Board voted to close the meeting to determine whether or not it should declare an Executive Session. On motion by Mr. Perry, seconded by Ms. Robinson, with Ms. Whitten absent and not voting, the Board **voted to go into Executive Session** for the reasons reported to the public and stated in these minutes, as follows:

Discussion of a litigation matter at the University of Mississippi Medical Center,
Discussion of a prospective litigation matter at the University of Southern Mississippi,
Discussion of an investigation by a public body involving the Mississippi University for Women,
Discussion of a personnel matter at the Board Office, and
Discussion of a personnel matter at the Mississippi University for Women.

During Executive Session, the following matters were discussed and/or voted upon:

On motion by Mr. Owens, seconded by Ms. Robinson, with Ms. Whitten absent and not voting, the Board voted to approve the settlement of the Tort Claim #1286 styled as *Mangum vs. UMMC* as presented by counsel.

The Board discussed the prospective litigation matter at the University of Southern Mississippi. **No action was taken.**

The Board discussed the investigation by a public body involving the Mississippi University for Women. **No action was taken.**

The Board discussed a personnel matter at the Board Office. **No action was taken.**

The Board discussed a personnel matter at the Mississippi University for Women. **No action was taken.**

On motion by Dr. Rouse, seconded by Mr. Perry, with Ms. Whitten absent and not voting, the Board voted to return to Open Session.

OTHER BUSINESS

On motion by Ms. Robinson, seconded by Ms. Pickering, with Ms. Whitten absent and not voting, the Board approved agenda item #1 on the Academic Affairs agenda which requests that the doctor of philosophy degree awarded to Donald Stewart in 2006 be rescinded.

**MINUTES OF THE BOARD OF TRUSTEES OF
STATE INSTITUTIONS OF HIGHER LEARNING
October 14-15, 2009**

EFFICIENCIES TASK FORCE REPORT

Wednesday, October 14, 2009

The Efficiencies Task Force was brought to order at approximately 1:00 p.m. by Chairman Ed Blakeslee. The members discussed the Governor's announcement of further budget cuts then received presentations on each of the 12 efficiency strategies.

Task Force members attending the meeting were: Mr. Ed Blakeslee (Chair), Mr. Aubrey Patterson, Mr. Alan Perry, Ms. Christy Pickering and Ms. Amy Whitten. Other Board members attending the meeting were: Dr. Stacy Davidson, Dr. Bettye Neely, Mr. Bob Owens, Ms. Robin Robinson, Mr. Scott Ross, Dr. Doug Rouse and Mr. C.D. Smith.

ADJOURNMENT

There being no further business to come before the Board, on motion by Ms. Robinson, seconded by Mr. Patterson, with Ms. Whitten absent and not voting, the Board members voted to adjourn the meeting.



President, Board of Trustees of State Institutions of Higher Learning



Commissioner, Board of Trustees of State Institutions of Higher Learning

**MINUTES OF THE BOARD OF TRUSTEES OF
STATE INSTITUTIONS OF HIGHER LEARNING
October 14-15, 2009**

EXHIBITS

- Exhibit 1 Proposed amendments to Board Policy 301.0806 University Foundation/Affiliated Entity Activities for final reading.
- Exhibit 2 Real Estate items that were approved by the IHL Board staff subsequent to the September 16-17, 2009 Board meeting.
- Exhibit 3 Report of the payment of legal fees to outside counsel.

EXHIBIT 1

301.0806 UNIVERSITY FOUNDATION/AFFILIATED ENTITY ACTIVITIES

A. Purpose of Foundations and Similar University Affiliated Entities:

This policy shall apply to the relationship between Mississippi public universities (“universities”) and university development foundations, research foundations, athletics foundations, alumni associations and all other similar entities affiliated with any of the eight state universities (collectively referred to as the “Foundation/Affiliated Entities” or “Entities”).

The Board of Trustees (hereinafter “Board” or “IHL”) recognizes that such Entities have played and continue to play an important role in providing financial and other support for its institutions. This support has assisted the institutions in achieving a level of excellence not possible through state funding and tuition alone. While the Board of Trustees recognizes and appreciates the contributions made to higher education by such foundations and similar entities, the Board of Trustees reaffirms that the goal of the Entities is not to replace necessary support from the state.

The Board of Trustees also acknowledges that the independent nature of the Entities provides flexibility to state universities in fiscal management and responsiveness.

The primary purpose of the foundations and other entities affiliated with the state universities is to engage in raising and managing funds and/or other activities consistent with the mission and priorities of their respective affiliated institutions, as determined by the Institutional Executive Officer (the “IEO”) of each. Each Entity is expected to have a mission statement relevant to this purpose and to adopt policies, plans, and budgets designed to achieve that mission.

The Board fully recognizes the importance to the universities and to the Entities of preserving the confidentiality of information related to donors or potential donors. Providing appropriate confidential treatment for information related to donors who have voluntarily provided funds to support the state universities is in the best interests of this state and its citizens. Thus, it is the policy of the Board that its oversight of the relationship between the foundations and the universities shall be accomplished in a manner that will effectively and appropriately preserve and protect the confidentiality of such information to the fullest extent possible which is consistent with the duty of the universities and the IHL to assure that assets intended to benefit the state universities are appropriately and effectively managed and utilized.

B. Relationship Between Board And Affiliated Entities

As provided in Miss. Const. Art. 8, Section 213-A and Section 31-101-1 of the Miss. Code Ann. of 1972, as amended (the “Miss Code”), the Board of Trustees has governing authority over the eight state universities. Under such authority, the Board of Trustees has responsibility for ensuring that the public interest is served by any individual or organization that is established to support one of the eight state universities.

The Board recognizes that the Entities are not state agencies. The Entities have their own governing authorities. The Board recognizes that it does not have the power to exercise governing control over the Entities.

While the Board of Trustees does not have the power or authority to exercise governing control over the Entities, the Board has the full authority to establish the terms under which state universities will contract with private organizations. That is particularly necessary with respect to these Entities, since they, or some of them, will solicit and manage funds on behalf of and for the benefit of the state universities, and may use the name, logo, or other insignia identified with the state universities. The Board has the authority to require that any organization that manages funds for any state university, or whose name is associated with a state university under the governance of the Board, must adhere to ethical standards appropriate for such organizations and must properly manage, utilize and account for funds contributed to or for the benefit of the universities.

To ensure the independence of the affiliated Entities, no member or employee of the Board of Trustees of State Institutions of Higher Learning shall hold a voting position on an institutionally affiliated Entity board. The Board of Trustees may allow exceptions to this restriction if needed to comply with NCAA requirements or other proper purposes. Senior administrators of the institution should only participate on the Foundation/Affiliated Entity's board in an ex-officio capacity.

C. Affiliation Agreements Required

Each university must enter into a formal contractual affiliation agreement (the "Affiliation Agreement") with its development foundation(s), research foundation(s), athletics foundation(s), alumni association(s) and any other similar university affiliated Entity in a form submitted to and approved by this Board. The Affiliation Agreement shall be reviewed for approval by the Board of Trustees at least every five (5) years, or whenever the Affiliation Agreement is changed (other than changes for non-substantive, conforming or purely administrative matters).

Each university shall submit all existing or amended Affiliation Agreements to the Board for approval on or before June 30, 2010, in a form that the university believes will fully comply with the requirements of this policy as amended.

In order to appropriately conserve the resources of the universities and the IHL, and to expedite the Board's review of the proposed Affiliation Agreements within the time period set forth above, the IEO's of the universities are expected to direct the resources of their university to work in coordination with the other universities in developing and reviewing templates of proposed affiliation agreements to be used by all similar Entities and universities. Counsel for the Board will be directed to assist in that process. The universities are expected to use those templates insofar as practical, given the acknowledged differences between universities and the Entities, as the basis and pattern for preparing the proposed Affiliation Agreements which are required by this Policy.

D. General Requirements of Affiliation Agreements

The Affiliation Agreements for each Entity shall address and comply with the following general requirements and subjects:

1. Outlining the services and benefits the institution and the Entity are to provide to each other and the compensation or other requirements related thereto;

2. Describing the mechanisms by which the institution shall, through its IEO, keep the Entity apprised of the needs and priorities of the institution, and requiring that the Entity, in concert with donor intent or directives, if any, agree to consider and communicate to the university its ability and plans to fund university needs and priorities, as determined by the IEO;
3. Describing whether, and the terms under which, any institutional assets of the institution itself are to be managed by the Entity on behalf of the institution and providing for appropriate rights of inspection and auditing for such funds by the IHL and all appropriate state officials;
4. Delineation of the terms upon which the Entity is authorized to accept gifts, restricted and unrestricted, on behalf of or for the benefit of the institution;
5. Outlining the method under which all gifts, grants, endowments and other assets are accepted and accounted for by the Entity, the methods and procedures to be utilized in determining how the income related to those assets is to be computed and distributed to the universities, and the terms and conditions under which any portion of such assets or the income related thereto may be used for the operating or other expenses of the Entity;
6. Requiring that all gifts made to the university shall be accounted for and ownership maintained by that university, even though they may be managed by the Entity;
7. Requiring that the records of such Entity shall be maintained separately from the records of the respective affiliated institution;
8. Requiring maintenance of financial and accounting records in accordance with Generally Accepted Accounting Principles;
9. Requiring that the entity prepare annual financial statements of the condition of the entity (which shall include such detail as the Board may from time to time require), and requiring an annual audit of those statements by a Certified Public Accounting firm approved by the IHL.
10. Requiring the Entity to submit the annual audited financial statements to the IEO and the IHL by each December 1 [to allow compliance with Governmental Accounting Standards Board (GASB) 39] along with a list of Entity officers, directors, or trustees.;
11. Requiring that the Entity only accept or solicit gifts for the benefit of the university that are consistent with the university's mission, goals or objectives;
12. Requiring that the Entity manage all funds in its control in a fiscally sound and prudent manner;
13. Requiring that the Entity establish and maintain a conflict-of-interest policy that complies with all requirements of Miss. Code Ann. §79-11-269 (1972) as amended, entitled "Conflict of Interest Transaction";
14. Requiring that no form of additional compensation for an IEO or any IHL system office employee be underwritten or increased by the Entity without the prior approval of the Board; The request for approval shall come through the Commissioner to the IHL Board; As to other university employees, the Affiliation Agreement will provide that no form of additional compensation may be provided or paid by the Entity without the prior approval by the IEO; All such approvals by the IEO must be reported to the Board of Trustees at its next official meeting; This provision does not apply to transfers from the Entity to the supported university for items such as professorships, chairs, and other programmatic support that are paid directly to the university and included in its annual budget;
15. Requiring the Entity to submit to the IHL an annual report providing a detailed list of supplemental compensation provided to administrators, faculty, athletic staff, and other employees; provided however that the Affiliation Agreement may provide for appropriate

- exceptions for such compensation made by the institution out of funds routinely provided to the institution to be included in its budget; and,
16. Requiring compliance with all state and federal laws applicable to such organizations.
 17. Establishing appropriate maximum limits on the period of time for which the Entity shall enter into contracts for professional, advisory, or other personal services.

E. Affiliation Agreements Shall Require Notice Of Certain Events

In addition to the foregoing general requirements, the Affiliation Agreement shall contain provisions requiring that the IHL be notified of certain events or actions that may affect the operations, reputation, legal status, and assets of any entity or any university. The Affiliation Agreement shall require that the chief executive officer of the Entity and its other governing authorities will immediately notify the IEO and the IHL, in writing, if any of the following events (hereinafter "Reportable Events") occur:

1. The Entity has materially breached any of its contractual obligations under the Affiliation Agreement;
2. The Entity has materially failed to properly receive, apply, manage or disburse any funds or has materially failed to properly comply with any binding instructions from donors relating to those funds;
3. The Entity has engaged in any conduct that is prohibited or subject to sanction under state or federal law, including any and all requirements applicable to tax exempt organizations;
4. There has been a failure by the Entity or any of its officers and directors to comply with any conflict of interest requirements created by applicable state or federal law or by the governing documents or procedures of the Entity;
5. Any state or federal regulatory body begins any investigation of any matter that may have a significant financial or regulatory effect on the Entity or upon its status as a tax exempt organization; or
6. The Entity has contracted with or entered into any business or pecuniary relationship with any of its board members, other than a full time employee of the Entity, or any Entity controlled directly or indirectly by the board member, which would reasonably be expected to provide for payment or benefits to that person exceeding the value of \$50,000 in any calendar year; The previous sentence creates a duty for the Entity to report any such transaction but does not suggest or imply that all such transactions are either prohibited or permitted.

The Affiliation Agreement shall require that the chief executive officer of the Entity shall submit to the IEO of the supported university and the IHL a signed certification statement annually, before January 31 of each year, which affirmatively states that the Entity has examined its donor records and business transactions occurring during its fiscal year ending within the prior calendar year, and that to the best of its knowledge, there is no evidence that any Reportable Events occurred, other than those which have been duly reported to the IEO and the IHL as required above. The chief executive officer of each Entity shall re-affirm that, in the event he/she becomes aware of any such Reportable Events, the chief executive officer will immediately notify, in writing, the IEO of the university.

F. Affiliation Agreements Must Require Entity To Provide Certain Additional Information to IEO Upon Request

In addition to the foregoing general requirements, the Affiliation Agreement of each Entity will contain provisions requiring that the Entity furnish to the IEO of the corresponding university, or such person as the IEO may designate, any and all information relating to the operation or management of the Entity or any funds contributed to, received by, expended by, or managed by the Entity.

It is the policy of the Board that to the extent that information is inspected, reviewed or received by the IEO or his designees with respect to the identity of donors who have expressly stated they wish to remain anonymous, or with respect to any information relating to the identification, cultivation and solicitation of donors, or with respect to personal information relating to a donor or his/her family business, such information shall be treated as confidential by the IEO and any designee who may acquire such information. The IEO is expected to take appropriate safeguards to assure that such information is utilized or disseminated only in a manner that is appropriate under the circumstances.

The IEO shall promptly notify the Board and Commissioner of Higher Education if the Entity refuses or fails to produce any information requested by the IEO.

G. Affiliation Agreement Must Provide For Right Of Board To Require Information From Entity Or To Examine Records Of Entity

Ordinarily, the Board will not request information from any Entity and will allow the IEO to oversee the compliance by the Entity with the Affiliation Agreement and to determine that funds are being appropriately received, managed, and expended. In some circumstances, however, the Board may determine it to be necessary to secure additional information from the Entity or to review appropriate records of the Entity. The Entities hold funds that are intended to benefit the institutions of the state, and the Board has an interest in the proper administration of those funds. Thus, the Affiliation Agreement will provide that the Board may require the Entity to provide information or allow inspection of its records as required by the Board to determine that the Entity is in compliance with the Affiliation Agreement and that the funds held for the institution or for its benefit are appropriately utilized and protected. No such request for information will be made by individual Board members to any Entity or to any IEO.

As a matter of general policy, the Board will attempt, when appropriate, to resolve any issues or concerns about the activities of any Entity informally. Examples of such informal methods include responses by the Entities to requests from the auditors employed by the Board or a report from an accounting firm approved by the Board to review records related to the matters at issue. The decision of any Entity as to whether and how to comply with such informal requests is within the discretion of the governing authorities of the Entities. The Board anticipates that, normally, any questions related to the Entities can be resolved through such informal procedures.

The Affiliation Agreement shall provide, however, that the Board may determine by appropriate action, at a duly called meeting of the Board, that informal measures are or will be untimely, insufficient, or inappropriate to secure information necessary to allow the Board to determine that

the Entity is appropriately complying with the Affiliation Agreement and that funds intended to be used for the benefit of the institution are appropriately maintained and expended. The Affiliation Agreement will provide that, if the Board makes such a finding, the Entity will permit an audit, inspection or review of the financial and other records of the entity by persons selected by the Board, which persons shall have the power to determine the appropriate scope of the investigation and the records to be examined, and that the Entity will fully cooperate with any such inquiries.

As noted above, it is the policy of the Board that it will not unnecessarily disclose or disseminate any information relating to the Entities, and in particular, any information related to donors to the Entity. In some circumstances, however, such as those involving alleged misuse or misappropriation of funds, appropriately limited disclosure of information related to donors may be necessary in order to conduct the investigation and to recover the funds, or to allow prosecution with respect to any misappropriation of funds. Thus, the Affiliation Agreement must specifically recognize that the final determination as to the appropriate extent of any disclosure or other use of the information is in the discretion of the Board. Any decision to release any information that would identify any particular donor shall be made by the Board. No individual Board member or employee of the IHL will release such information without authorization from the Board.

H. Required Termination Provisions To Be Included In Affiliation Agreement

The Affiliation Agreement will provide that the Affiliation Agreement may be terminated by the IEO, with the prior approval of the IHL, for cause with no notice or without cause upon thirty days notice. Upon termination, (1) the Entity shall cease to use and shall not assign or delegate the authority to use the respective university's name or registered marks or logos to any person or entity without the written approval of the IEO, (2) the Entity shall remit any and all unrestricted funds held for the benefit of the university to such entity as designated in writing by the IEO on behalf of the university, (3) the Entity shall work in concert with its donors, to the extent practicable and allowed by law, to move any restricted funds held for the benefit of the university to such entity as designated in writing by the IEO on behalf of the university, (4) the Entity shall work in concert with persons or entities with which it had contractual relations to the extent practical and allowed by law, to assign any contracts to such entity as designated by the university IEO; and (5) the Entity shall work in concert with the university to provide the university or its designee with records and materials of the Entity as are necessary to continue the business and/or wind up the affairs of the Entity.

Because an Entity may hold assets intended to benefit the universities, the Affiliation Agreement will provide that the Entity will have no right to terminate the Affiliation Agreement without the consent of the IEO and the Board.

I. Restructuring Relationship In Event Of Irreconcilable Differences

The Board expects there to exist a cooperative relationship between the Entities and the universities. The Board is aware of situations in other states where foundations have attempted to use the leverage provided by control of funds contributed for the benefit of the universities to require the university to take action desired by the foundation. Exercise of such power would interfere with the power of the IEO's and, ultimately, the power of the Board. To provide for the eventuality in which it appears that the IEO and the Entity have irreconcilable differences that interfere with the Entity

-serving the purposes for which it is intended, the Affiliation Agreement must provide for some mechanism to allow a resumption of normal relationships to benefit the university. In such a case, it would be detrimental to the university to allow the Entity to simply terminate the relationship – since it may hold funds and other assets intended for the benefit of the university. Thus the Affiliation Agreement shall provide for a mechanism to deal with that possibility that will effectively accomplish the purpose of insuring that the Entity’s goals remain appropriately aligned with those of the university.

The Affiliation Agreement must therefore provide for such a mechanism. The universities are expected to finalize the relationship with the Entities to accomplish the purpose on or before December 31, 2010.

Any university, after consultation with an affiliated Entity, may propose, on or before December 31, 2009, to include an appropriate plan to accomplish this purpose in the Affiliation Agreement for that Entity.

For example, a university may choose to propose a mechanism to allow the Entity to restructure its governing board. As an illustration of such a mechanism, such a plan might provide as follows:

In the event that the IEO notifies the IHL that the relationship between the IEO and the Entity’s governing authorities is detrimental to the well being of the university, then IHL shall attempt to reconcile the parties. However, if the IHL determines that it is in the best interests of the university to substitute new governing authorities of the Entity, and unless the matters are resolved, the IHL Board may direct, in its sole discretion, that at the expiration of a 90 days notice period, the terms of office of the then existing board of directors of the affiliated Entity (or the persons serving that role in governance of the Entity, regardless of title) shall be deemed to have expired. Those persons shall be replaced by a nine member board selected by the following persons: 1) one member appointed by the mayor of the municipality in which the subject university is located or to which it is nearest, 2) one member appointed by the subject university's IEO, 3) one member appointed by the subject university's chief academic officer, 4) one member appointed by the president of the board of supervisors of the county in which the subject university is located, 5) one member appointed by the governor, 6) one member appointed by the Commissioner of Higher Education, 7) such other person, as the Affiliation Agreement may provide, who is affiliated with another Entity associated with the affected university; 8) one member appointed by the current president of the subject university's student body, and 9) one member appointed by the most recent past president of the subject university's student body.

However, each university and Entity may choose to agree upon some different arrangement which would accomplish the same end. Because of the differences in the various Entities, the types and amounts of assets held by the Entities, the debt obligations of some Entities, ongoing contractual obligations, and other similar factors, the Board will address such proposals on an individual basis to determine their effectiveness, feasibility and practicality. Any such proposal must be submitted with all of the information necessary to fully evaluate the proposal. The exact language of all documents required to implement such a proposal shall be included in the submission to the Board.

Any such proposals will be considered by the Board and acted upon before March 31, 2010. Failure to submit sufficient information to allow a full understanding as to the effectiveness and practicality of such a plan will prevent the Board from considering the proposal. In the absence of approval by the Board of some other alternative provisions to accomplish such purpose by March 31, 2010, or any extension granted by the Board, it is expected that each university will enter into a contract with all related Entities under terms similar to those in the illustration set out above.

If the Entity is a university research foundation formed pursuant to Miss. Code Ann. Section 37-147-15 (1972), as amended, the new board of directors shall be appointed by the subject university's IEO, in accordance with applicable state law.

EXHIBIT 2

SYSTEM: Real Estate items approved subsequent to the September 16-17, 2009 Board meeting submission deadline.

1. **DSU - GS 102-223, Re-Roof Union Building**

Staff Approval: In accordance with Board Policy §904 (A) Board Approval, Board staff **approved Change Order #1** in the amount of \$18,993 with an additional forty five (45) days to the contract of Crawford Plumbing, Inc.

Staff Approval Date: September 14, 2009

Change Order Justification: This change order was necessary to install an additional roof drain to the existing area of the concrete deck and waterproof and seal the exterior masonry wall adjacent to the kitchen roof area. Approval was requested by the Bureau of Building, Ground and Real Property Management.

Total Project Change Orders and Amount: One (1) change order for a total of \$18,993.

Project Initiation Date: August 21, 2008

Project Professional: Burris/Wagnon Architects, P.A.

General Contractor: Crawford Roofing Inc.

Contract Award Date April 1, 2009

Project Budget: \$465,000.

Funding Source(s): HB 1641, Laws of 2008.

2. **DSU - GS 102-233, Ward Hall Pre-Plan**

Staff Approval: In accordance with Board Policy §904 (A) Board Approval, Board staff **approved the initiation of a project** to preplan the renovation and adaptive re-use of Ward Hall. Board staff also **approved the appointment** of Burris/Wagnon as project professionals.

Justification of Staff Approval: The project budget was not \$250,000 or more thus did not require Board approval to initiate the project.

Staff Approval Date: September 4, 2009

Project Professional: Burris/Wagnon

General Contractor: N/A

Contract Award Date: Contract has not been awarded

Project Budget: \$100,000

Funding Source(s): HB 1722, Laws of 2009

3. **DSU - GS 102-225, Water Tower Repairs**

Staff Approval:

Approval #1: In accordance with Board Policy §904 (A) Board Approval, Board staff **approved the request for a waiver of the approval of Design Development documents.**

Approval #2: In accordance with Board Policy §904 (A) Board Approval, Board staff **approved an increase in the project budget** from \$100,000 to \$110,000 for an increase in the amount of \$10,000. Board staff also approved the request to advertise for the receipt of bids. Approval was requested from the Bureau of Building, Grounds and Real Property Management.

Staff Approval Date: (#1) September 1, 2009; (#2) September 4, 2009

Project Initiation: August 21, 2008

Project Professional: W. L. Burle Engineers, P.A.

General Contractor: N/A

Contract Award Date: Contract has not been awarded

Project Budget: \$110,000.

Funding Source(s): IHL Discretionary Funds: HB 246, Laws of 2007; and HB 2010, Laws of 2004.

4. **MSU - GS 113-117, Wise Center Storm Repairs**

Staff Approval: In accordance with Board Policy §904 (A) Board Approval, Board staff **approved the Design Development documents** as submitted by Pryor & Morrow Architects, project professional. Approval was requested from the Bureau of Building, Grounds and Real Property Management.

Staff Approval Date: September 1, 2009

Project Initiation: October 20, 2006

Project Professional: Pryor & Morrow Architects

General Contractor: N/A; University has not awarded contract yet

Contract Award Date: Contract has not been awarded

Project Budget: \$6,790,000

Funding Source(s): HB1634, Laws of 2006; HB 1641, Laws of 2008; HB 1722, Laws of 2009; and Mississippi University College of Veterinary Medicine.

5. **MUW - GS 104-149, Poindexter Hall Renovation (Demolition Package)**

Staff Approval: In accordance with Board Policy §904 (A) Board Approval, Board staff approved **Change Order #1 for a credit** in the amount of \$5,046.

Staff Approval Date: September 14, 2009

Change Order Justification: The credit is given after the change order was resubmitted due to negotiations that were made with the contractor to remove plaster and gypsum board from walls, to remove Magnolia trees and to test retained hardwood floors and to remove concealed asbestos found in mastic. Approval was requested from the Bureau of Building, Grounds and Real Property Management.

Total Project Change Orders and Amount: One (1) change order for a credit in the amount of \$5,046

Project Initiation Date: August 21, 2008

Project Professional: Pryor and Morrow

General Contractor: Burks-Mordecal Builders

Contract Award Date: May 19, 2009

Project Budget: \$6,930,000

Funding Source(s): SB 2010, Laws of 2003-3rd Extraordinary Session.

6. **MUW - GS 104-167, Cromwell Electrical & Mechanical**

Staff Approval:

Approval #1: In accordance with Board Policy §904 (A) Board Approval, Board staff **approved the request for a waiver of Design Development documents.** Approval was requested from the Bureau of Building, Grounds and Real Property Management.

Approval #2: In accordance with Board Policy §904 (A) Board Approval, Board staff **approved the Contract Documents** as submitted by Atherton Consulting Engineers. Board staff also **approved the request to advertise for the receipt of bids.** Approval was requested from the

Bureau of Building, Grounds and Real Property Management.

Staff Approval Date: (#1) September 2, 2009; (#2) September 16, 2009

Project Initiation: January 18, 2008

Project Professional: Atherton Consulting Engineers

General Contractor: N/A

Contract Award Date: Contract has not been awarded

Project Budget: \$250,000

Funding Source(s): HB 1634, Laws of 2006; and HB 246, Laws of 2007.

7. **UM - GS 107-284, Faser Hall Third Floor**

Staff Approval:

Approval #1: In accordance with Board Policy §904 (A) Board Approval, Board staff **approved Change Order #7** in the amount of \$2,115.

Approval #2: In accordance with Board Policy §904 (A) Board Approval, Board staff **approved Change Order #8** in the amount of \$12,450 with an additional fourteen (14) days to the contract of CIG Contractors, Inc.

Staff Approval Date: September 4, 2009

Change Order Justification: **Change Order #7** was necessary to reconnect drains on active sinks, for costs associated with fire proofing floor penetrations on the 4th floor, to install a temporary duct for phase two offices on the 3rd floor and to delete mechanical changes and original scope of work, per architects. **Change Order #8** is necessary to replace the chill water coils in the penthouse air chiller. Approval was requested by the Bureau of Building, Grounds and Real Property Management.

Total Project Change Orders and Amount: **Eight (8)** total change orders for a total amount of **\$196,190.35**

Project Initiation Date: August 21, 2008

Project Professional: Cooke, Douglass Farr Lemons, LTD

General Contractor: CIG Contractors, Inc.

Contract Award Date: November 17, 2005

Project Budget: \$3,600,000

Funding Source(s): SB 2010, Laws of 2004.

8. **UM - IHL 207-258, New Law School**

Staff Approval: In accordance with Board Policy §904 (A) Board Approval, Board staff **approved Change Order #2** in the amount of \$63,764.05, with an additional five (5) days to the contract of W.G. Yates and Sons Construction Co.

Staff Approval Date: September 4, 2009

Change Order Justification: This change order was necessary for added costs to labor, materials and equipment necessary and for miscellaneous modifications to the sidewalk, parking lot and electrical requirements.

Total Project Change Orders and Amount: **Two (2)** total change orders for a total amount of **\$200,258.86**.

Project Initiation Date: April 21, 2005

Project Professional: Eley and Associates

General Contractor: W.G. Yates and Sons Construction Company

Contract Award Date: November 17, 2005

Project Budget: \$50,000,000

Funding Source(s): HB 246, Laws of 2007 and university self-generated sources.

9. **UM - IHL 207-279, Old Chemistry Interiors**

Staff Approval: In accordance with Board Policy §904 (A) Board Approval, Board staff **approved** **Change Order #2** in the amount of \$31,005.60.

Staff Approval Date: September 4, 2009

Change Order Justification: This change order was necessary for added costs to labor, materials and equipment necessary for modifications to the sewer system.

Total Change Orders and Amount: **Two (2)** total change orders for a total amount of **\$20,672.64**. Change Order #1 was a credit in the amount of \$10,332.96 so the total amount is lower than the total shown for change order #2.

Project Initiation Date: May 18, 2006

Project Professional: **McCarty Company**

General Contractor: **Panola Construction Company**

Contract Award Date: February 18, 2009

Project Budget: \$4,500,000

Funding Source(s): University self-generated sources.

10. **UM - IHL 207-322, Johnson Commons West-ID Center Renovations**

Staff Approval: In accordance with Board Policy §904 (A) Board Approval, Board staff **approved** **Change Order #1** in the amount of \$8,902.30.

Staff Approval Date: September 4, 2009

Change Order Justification: This change order is necessary to add sheetrock, moldings, and furring channel and for the abatement of unforeseen asbestos.

Total Change Orders and Amounts: **One (1)** total change orders for a total amount of **\$8,902.30**

Project Initiation Date: April 16, 2009

Project Professional: **University Facilities Planning**

General Contractor: **D. Carroll Construction, LLC**

Contract Award Date: June 24, 2009

Project Budget: \$400,000

Funding Source(s): University self-generated sources.

11. **UM - IHL 207-294, Residential Colleges**

Staff Approval: In accordance with Board Policy §904 (A) Board Approval, Board staff **approved** **Change Order #14** in the amount of \$34,885.

Staff Approval Date: September 4, 2009

Change Order Justification: This change order was necessary for miscellaneous modifications.

Total Change Orders and Amounts: **Fourteen (14)** total change orders for a total amount of **\$1,991,300**

Project Initiation Date: January 18, 2007

Project Professional: **Cooke Douglass Farr Lemons, LTD and Eley & Associates**

General Contractor: **Harrell Construction Group, LLC**

Contract Award Date: February 28, 2008

Project Budget: \$46,500,000

Funding Source(s): University of Mississippi EBC funds

12. **UM - IHL 207-321, North Residential College, Bid Package A**
Staff Approval: In accordance with Board Policy §904 (A) Board Approval, Board staff **approved an award of contract** to M&N Excavators, Inc., the lower of three (3) bidders, for a base bid amount of \$784,650. This contract is Bid Package A for Prime Site Development only.
Staff Approval Date: September 4, 2009
Project Initiation: March 19, 2009
Project Professional: **Cooke Douglass Farr Lemons, LTD**
General Contractor: **M&N Excavators, Inc.**
Contract Award Date: September 4, 2009
Project Budget: \$25,000,000
Funding Source(s): University of Mississippi EBC and private gifts.

13. **UM - IHL 207-321, North Residential College, Bid Package D**
Staff Approval: In accordance with Board Policy §904 (A) Board Approval, Board staff **approved an award of contract** to Drywall Systems Plus, Inc. the lower of three (3) bidders for a base bid amount of \$1,289,900 plus deductive Alternate 2 (\$4,3500) and add Alternate #3 (\$23,000) for a total bid package of \$1,309,400. This contract is Bid Package D for Steel and Superstructure only.
Staff Approval Date: September 4, 2009
Project Initiation: March 19, 2009
Project Professional: **Cooke Douglass Farr Lemons, LTD**
General Contractor: **Drywall Systems Plus, Inc.**
Contract Award Date: September 4, 2009
Project Budget: \$25,000,000
Funding Source(s): University of Mississippi EBC and private gifts.

14. **UM - IHL 207-321, North Residential College, Bid Package G**
Staff Approval: In accordance with Board Policy §904 (A) Board Approval, Board staff **approved an award of contract** to Clinton Interiors, Inc., the lower of three (3) bidders for a base bid amount of \$3,615,000 with add Alternate 2 (\$218,000) and deduct Alternate 3 (\$86,000) for a total bid package of \$3,747,000. This contract is Bid Package G for drywall only.
Staff Approval Date: September 4, 2009
Project Initiation: March 19, 2009
Project Professional: **Cooke Douglass Farr Lemons, LTD**
General Contractor: **Clinton Interiors, Inc.**
Contract Award Date: September 4, 2009
Project Budget: \$25,000,000
Funding Source(s): University of Mississippi EBC and private gifts.

15. **UM - IHL 207-306, Center for Manufacturing Excellence**
Staff Approval: In accordance with Board Policy §904 (A) Board Approval, Board staff **approved Change Order #2** in the amount of \$108,873.07.
Staff Approval Date: September 4, 2009
Change Order Justification: This change order was necessary for costs associated with moving utilities for a chilled water line.
Total Project Change Orders and Amount: **Two (2) total change orders for a total amount of \$187,259.57**

Project Initiation Date: January 18, 2007
Project Professional: Cooke Douglass Farr Lemons, LTD
General Contractor: Panola Construction Company
Contract Award Date: February 18, 2009
Project Budget: \$17,700,000
Funding Source(s): Mississippi Development Authority

16. **UMMC - IHL 209-510 Guyton Contract III Renovations**
Staff Approval: In accordance with Board Policy §904 (A) Board Approval, Board staff **approved the request to advertise for the receipt of bids.**
Staff Approval Date: September 2, 2009
Project Initiation: June 17, 2008
Project Professional: Simmons Associates and Eley & Associates, A Joint Venture
General Contractor: N/A
Contract Award Date: Contract has not been awarded
Project Budget: \$16,500,000
Funding Source(s): Medical Center Education Building Corporation and interest income.
17. **UMMC - IHL 209-524, Guyton Chiller #14 – 2009**
Staff Approval: In accordance with Board Policy §904 (A) Board Approval, Board staff **approved the Contract Documents** as submitted by Simmons Associates and Eley & Associates, A Joint Venture, project professionals. The Board staff also **approved the request to advertise for the receipt of bids.** The total project budget is \$2,400,000.
Staff Approval Date: September 4, 2009
Project Initiation: August 20, 2009
Project Professional: Simmons Associates and Eley & Associates, A Joint Venture
General Contractor: N/A
Contract Award Date: Contract has not been awarded
Project Budget: \$2,400,000
Funding Source(s): Federal Grant C76Hf09196.
18. **USM - IHL 208-288, Post Office Build-Out - Cochran Center**
Staff Approval: In accordance with Board Policy §904 (A) Board Approval, Board staff **approved an award of contract** to Hanco Corporation, the lower of eight (8) bidders, in the amount of \$1,130,000. This bid amount includes deductive Alternate #1 (\$41,600) and deductive Alternate #2 (\$19,600).
Staff Approval Date: September 2, 2009
Project Initiation: February 19, 2009
Project Professional: Albert & Associates
General Contractor: Hanco Corporation
Contract Award Date: September 2, 2009
Project Budget: \$1,500,000
Funding Source(s): Post Office Reserve Fund (\$840,000) and Vending Service Revenue (\$660,000).

EXHIBIT 3

Legal fees approved for payment to outside counsel in relation to litigation and other matters:

Payment of legal fees for professional services rendered by Phelps Dunbar (statement dated 7/30/09) from the funds of Mississippi State University. (This statement represents services and expenses in connection with *Charlie F. Wade vs. MS Cooperative Extension*.)

TOTAL DUE \$481.25

Payment of legal fees for professional services rendered by David Ware & Associates (statements dated 8/5/09 and 8/15/09) from the funds of Mississippi State University. (Each statement in the amount of \$2,500.00 represents services and expenses in connection with labor certifications.)

TOTAL DUE \$5,000.00

Payment of legal fees for professional services rendered by Baker, Donelson, Bearman, Caldwell & Berkowitz (statement dated 7/29/09) from the funds of the University of Mississippi Medical Center. (This statement represents services and expenses in connection with *MS Commission on Environmental Quality vs. UMMC*.)

TOTAL DUE \$64,612.96

Payment of legal fees for professional services rendered by Butler, Snow, O'Mara & Cannada (statements dated 7/17/09 and 7/23/09) from the funds of the University of Mississippi Medical Center. (These statements represent services and expenses in connection with General Rep. of the Medical School and Facility Practice Plans - \$5,310.50 and General Advice-UMMC-North Clinic - \$6,315.50.)

TOTAL DUE \$11,626.00

Payment of legal fees for professional services rendered by Ogletree, Deakins, Nash, Smoak & Stewart (statement dated 8/7/09) from the funds of the University of Mississippi Medical Center. (This statement represents services and expenses in connection with the *Sterling* case.)

TOTAL DUE \$1,806.04

Payment of legal fees for professional services rendered by Page, Mannino, Peresich & McDermott (statements dated 7/28/09) from the funds of the University of Mississippi Medical Center. (These statements represent services and expenses in connection with cases styled *Rhoden* - \$6,929.30, *McGarry* - \$5,577.39, *Flowers* - \$16,881.33, *Thornton* - \$322.40, General Legal Services - \$285.00 and *Jaralah* - \$2,520.00.)

TOTAL DUE \$32,515.42

Payment of legal fees for professional services rendered by Adams & Reese (statement dated 8/12/09) from the funds of the University of Southern Mississippi. (This statement represents services and expenses in connection with personnel issues.)

TOTAL DUE \$474.50

Payment of legal fees for professional services rendered by Butler, Snow, O'Mara, Stevens & Cannada (statements dated 5/13/09 and 6/15/09) from the funds of the University of Mississippi Medical Center. (These statements represent services and expenses in connection with the following patents: "Gut Prosthetic Patent" - \$5,132.50 and "Gut Prosthetic Patent" - \$5,349.50.)

TOTAL DUE **\$10,482.00**

Payment of legal fees for professional services rendered by Stites & Harbison (statements dated 6/29/09, 6/29/09, 6/29/09, 6/29/09, 7/23/09, 7/23/09, 7/23/09, 7/23/09, 7/23/09 and 7/23/09) from the funds of the University of Mississippi Medical Center. (These statements represent services and expenses in connection with the following patents: "1Raucher/US/Thermally Targeted Delivery of Medicaments" - \$700.00; "Raucher/Inhibition of Cancer Metastasis by Cell Penetrating Peptides" - \$186.06; "Raucher/US/Thermally Targeted Delivery of Medicaments Including Doxorubicin" - \$135.88; "Cholesterol Treatment of S. Aureus Keratitis" - \$4,928.10; "Raucher Inhibition of Cancer Metastasis by Cell Penetrating Peptides" - \$911.50; "Raucher/US/ Targeted Delivery of Therapeutic Peptides by Thermally Responsive Polymer" - \$437.00; "Raucher/European/Thermally Targeted Delivery of Medicaments Including Doxorubicin" - \$213.71; "Raucher/European/Thermally Targeted Delivery of Medicaments Including Doxorubicin" - \$475.50; "Method of Diagnosing & Monitoring Malignant Breast Carcinomas/Patent Application" - \$740.00 and "Cholesterol Treatment of S. Aureus Keratitis" - \$323.10.)

TOTAL DUE **\$9,050.85**