The Board of Governors for Truman State University conducted a conference call meeting on Wednesday, January 14, 2009. The conference call meeting was held in the conference room of the President’s Office located in McClain Hall 200 on the University campus in Kirksville, Missouri. The open session of the meeting was called to order shortly after 4:00 p.m. by the Chair of the Board of Governors, Mark S. Wasinger.

A quorum was present with all seven voting members in attendance: Cheryl J. Cozette, Mike Greenwell, Karen Haber, Matthew W. Potter, Kenneth L. Read, John W. Siscel, III, and Mark S. Wasinger.

Also in attendance for the meeting were two of the three non-voting members: Cody Sumter, the student representative, and John Hilton, an out-of-state member. Mr. Wasinger noted that Peter T. Ewell, the other out-of-state member, was absent from the meeting due to another commitment. The absence of Dr. Ewell was recorded as excused.

Call to Order
Mr. Wasinger opened the meeting by extending a welcome to all in attendance.

Architectural Services for Roofing, Masonry, and Miscellaneous Building Repairs Project
Dr. Siscel moved the adoption of the following resolution:

BE IT RESOLVED that Trivers Associates, which has submitted a proposal to provide professional services for the Roofing, Masonry, and Miscellaneous Building Repairs Project, with the fees and work for such services to be within the guidelines of the proposal, be approved as the project architects; and

BE IT FURTHER RESOLVED that the President of the University, or his designee, be authorized to execute a contract with the firm for the project; and

BE IT FURTHER RESOLVED that a copy of the proposal be attached to and made a part of the minutes for this meeting.

The motion was seconded by Mr. Greenwell and carried by a unanimous vote of 7 to 0. Mr. Wasinger then declared the motion to be duly adopted, and the Secretary designated a copy of the document as Exhibit A.

Equipment Purchase
Dr. Siscel moved the adoption of the following resolution:

BE IT RESOLVED that the purchase of the following item of equipment be approved:

<table>
<thead>
<tr>
<th>Item</th>
<th>Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td>Eppendorf Mastercycler RealPlex 4S System</td>
<td>$38,000</td>
</tr>
</tbody>
</table>

The motion was seconded by Dr. Cozette and carried by a unanimous vote of 7 to 0. Mr. Wasinger then declared the motion to be duly adopted.

There being no further business, Dr. Siscel moved that the meeting be adjourned. The motion was seconded by Mr. Greenwell and carried by a unanimous vote of 7 to 0. Mr. Wasinger then declared the motion to be duly adopted, and the meeting adjourned shortly after 4:10 p.m.
I hereby certify that the foregoing minutes were approved by the Board of Governors on the 7th day of February, 2009.

Cheryl J. Cozette
Chair of the Board of Governors
December 18, 2008

Mark Schultz
Campus Architect
Truman State University
100 East Normal, Office #MC201
Kirkville, MO 63501

RE: Proposal and Agreement between Trivers Associates “Trivers” and Truman State University (“Owner”) for Professional Design Services in connection with Roof Replacement, Stone Restoration and Window Rehabilitation on campus (“Project”).

Dear Mark:

We are pleased to offer this Proposal and Agreement for the Roof Replacement, Stone Restoration and Window Rehabilitation at Truman State University. We hope this proposal will address problems that are occurring on these buildings.

PROJECT DESCRIPTION

Truman State University (TSU) has included as part of this scope the following roof replacements:

- Power Plant
- Brewer Annex
- Greenwood School (Off campus and owned by TSU)

TSU has also included in the project scope the following stone restoration:

- Student Recreation Center (Stone coping repair/replacement)
- Stone steps at north entrance gate

In addition, in the project scope includes the following window rehabilitation:

- Greenwood School windows

Roof consulting services will be provided by RMT Inc.-Roofing and Waterproofing Consultants as a sub-consultant to Trivers Associates.

SCOPE OF SERVICES

1. General:
   Address building deficiencies identified in the buildings listed above. The major items include review of building water infiltration issues associated with the building roof systems and existing windows. In addition, repair and/or replacement of the stone steps at the campus entrance gate will be part of this project.

2. Information Gathering:
   A. Attend an initial meeting at TSU with key stakeholders from the University to define major items, establish schedules, and determine priorities.
   B. Review reports and other relevant documentation the Owner may have.
   C. Perform on-site visual evaluations to assess items discussed with the Owner.
   D. Advise Owner of any required testing to help determine the cause of an issue if it cannot be determined through visual evaluations.
   E. Witness testing and review findings of testing agency. It is assumed one site visit will be required for this item.
3. The following information was forwarded from Truman State University:
   A. Power Plant – Removal of ballasted EPDM roof and insulation to metal and concrete deck. Asbestos abatement needs to be addressed in the removal of the roof. New roof system (TBD) and insulation to be installed. Abatement to be completed through TSU.
   B. Brewer Annex – Removal of asphalt shingles, single-ply roof and insulation to T&G deck. New asphalt roof system, single-ply roof system (TBD) and insulation to be installed.
   C. Greenwood School – Removal of “transite” roof and insulation to deck. Asbestos abatement needs to be addressed in the removal of the roof. New roof system (TBD) and insulation to be installed. Abatement to be completed through TSU.
   D. Student Recreation Center – Removal of stone coping, re-flashing and reinstall existing stone coping. New stone coping will be installed as needed.
   E. Stone Steps at North entrance gate – Cut stone steps and replace with new stone and caulking system.
   F. Greenwood School – Remove paint and caulk to existing wood windows finish. Re-paint and caulk for new finish.

4. Analysis, Recommendations, and Documentation:
   A. Prepare a report documenting our findings and recommendations.
   B. Acquire approval from Owner for recommendations in the report.
   C. Provide detailed drawings and specifications addressing the approved recommendations.

ASSUMPTIONS

1. Drawings of the existing buildings which accurately represent the existing conditions, will be provided to Trivers and RMT, Inc. if they exist. Copies and/or scans of existing drawings will be considered reimbursable costs.
2. Prior studies or reviews will be provided as background information.
3. AutoCad files suitable for use as backgrounds for building and site will be provided to Trivers and RMT Inc., if they exist.
4. Trivers and RMT Inc.’s standard format for reports will be used.

EXCLUSIONS FROM SCOPE OF SERVICES

Trivers’ Scope of Services does not include the following:

- Design of details beyond written narrative (as described in “Compensation” below)
- Landscape Architecture
- Geotechnical Engineering
- Structural Engineering
- Interior Design
- Mechanical Engineering
- Plumbing and Fire Protection Engineering
- Civil Engineering
- Zoning changes and conditional zoning approvals
- Environmental Engineering and Assessment Reports
- Elevator consultant
- USGBC LEED® certification and documentation
- Furniture and Art Selection and specification
- Video Animation
- Specialty Lighting consultation (other than electrical engineering lighting design)
- Acoustical Engineering
- Signage and way finding consultation

**SCHEDULE**

Trivers will provide the services described in the Scope of Services of this Agreement as expeditiously as is consistent with reasonable skill and care and the orderly progress of the work.

**COMPENSATION**

Architect shall be compensated for the services hereunder as a percentage of construction cost of 7.5% plus reimbursable costs as set forth in Appendix A, attached to and made a part of this Agreement. Construction cost is anticipated by Truman State University to be in the range of $800,000.00 to $1,000,000.00.

**GENERAL PROVISIONS**

This Proposal and Agreement for Professional Services includes Appendix B – General Provisions, attached to and made a part of this Agreement.

If this proposal meets with your approval, please indicate your agreement to the foregoing by signing below and returning one copy to me, which will serve as our Agreement and Authorization to Proceed. We look forward to working with you on this exciting project.

Submitted for:

Trivers Associates, Inc.

Accepted and Agreed by Owner:

Truman State University

Joe Brinkmann, AIA, LEED® AP
Vice President, Director of Projects

By: ____________________________

Title: __________________________

Date: __________________________

Cc: Joe Ruma, AIA
    Paul Berry, AIA
    Andy Trivers, AIA