The Board of Governors for Truman State University met on Saturday, December 1, 2007, on the University campus in Kirksville, Missouri. The meeting was held in the Alumni Room of the Student Union, and the open session of the meeting was called to order shortly after 7:30 a.m. by the Chair of the Board of Governors, Randa Rawlins.

A quorum was present with all seven voting members participating in the meeting: Cheryl J. Cozette, Matthew W. Potter, Randa Rawlins, Kenneth L. Read, John W. Siscel, III and Mark S. Wasinger participated in person, and Wilma Maddox participated by conference call.

Also participating in the meeting were all three of the non-voting members: Emily S. Kiddoo, the student representative, participated in person, and Matthew C. Barnes and Peter T. Ewell, the two out-of-state members, participated by conference call.

Call to Order
Ms. Rawlins opened the meeting by extending a welcome to all in attendance.

Minutes for the Open Session of Meeting on October 26, 2007
Dr. Cozette moved the adoption of the following resolution:

BE IT RESOLVED that the minutes for the open session of the meeting on October 26, 2007, be approved.

The motion was seconded by Mr. Read and carried by a unanimous vote of 7 to 0. Ms. Rawlins then declared the motion to be duly adopted.

President's Report
The President of the University, Barbara Dixon, provided a report on several items of current interest. President Dixon began her remarks by noting that the University and the Kirksville Area Chamber of Commerce have been working together to sponsor a Missouri gubernatorial debate for the fall of 2008. In addition, President Dixon noted that two community breakfasts had been held since the last meeting of the Board, and that she and the University of Missouri Interim President Gordon H. Lamb are hosting a community luncheon on December 7 in Kirksville to discuss Missouri’s investment in higher education in the new fiscal year and to highlight the “Prepare to Care” initiative (a collaborative plan to increase the supply of healthcare providers statewide). President Dixon provided a legislative update, noting that work continues on the funding formula and that Faculty Senate has been working on ways that the University might be able to post faculty credentials and students ratings as per the requirements of Senate Bill 389. President Dixon noted that Mike McClaskey, a 1985 graduate of Truman and one of the newest members of the Truman State University Foundation Board of Directors, has agreed to be the Winter 2007 Commencement speaker. President Dixon ended her remarks by introducing Regina Morin, the new Associate Vice President for Enrollment Management, who will begin her service at the University on January 17.

Financial Report
The Controller, Judy Mullins, reviewed financial reports of the University, which included a review as of October 31, 2007 of education and general revenues and expenditures and auxiliary system revenues and expenditures. Ms. Mullins also provided a review as of October 31, 2007 of the Truman State University Foundation revenues and expenditures.

Construction Project Report
The Board reviewed a status report on construction projects previously approved by the Board.

Phil Richter, a representative of UMB Bank, n.a., joined the meeting by conference call at approximately 7:50 a.m.
Resolution to Proceed with the Construction of Improvements to the Housing System of Truman State University

Mr. Wasinger moved the adoption of the following resolution:

WHEREAS, Truman State University (the "University") owns and operates a housing system which includes the student union (the "System"); and

WHEREAS, over the past several years, the University has undertaken a multi-phase effort to improve the System (the "Improvements"), pursuant to which Phase I has been completed and the funds for Phase II are all committed and the projects underway; and

WHEREAS, it is necessary to proceed with Phase III of the Improvements by acquiring, constructing, reconstructing, improving, furnishing and equipping residence halls and related facilities, including without limitation Dobson Hall and Ryle Hall (the "Project"); and

WHEREAS, the University has previously selected UMB Bank, Inc., as financial advisor with respect to the financings of the Improvements and Gilmore & Bell, P.C., as bond counsel for such financings;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF GOVERNORS OF TRUMAN STATE UNIVERSITY, AS FOLLOWS:

Section 1. The University intends to proceed with Phase III of the Improvements including the design, bidding and financing of the Project. The Project will be financed by the Issuance of the University's Housing System Revenue Bonds in a current estimated amount of $22,980,000 (the "Bonds"), which amount is subject to change and final approval by the Board of Governors.

Section 2. The University has made certain capital expenditures in connection with the Project prior to the date of this Resolution and expects to make additional capital expenditures for the Project in the future, all or a portion of such expenditures to be reimbursed to the University from the proceeds of the Bonds in the maximum amount of $22,980,000.

Section 3. The Controller and the other officers and representatives of the University, the financial advisor and bond counsel are hereby authorized and directed to take such other action as may be necessary to facilitate the Project and the issuance of the Bonds.

Section 4. This Resolution shall be in full force and effect from and after its passage by the Board of Governors.

The motion was seconded by Ms. Maddox and carried by a unanimous vote of 7 to 0. Ms. Rawlins then declared the motion to be duly adopted.

Phil Richter exited the meeting by conference call at approximately 8:45 a.m.
Amendments to Chapters 1, 2, 3 and 4 of the Code of Policies of the Board of Governors
Dr. Siscel moved the adoption of the following resolution:

BE IT RESOLVED that several sections of Chapters 1, 2, 3 and 4 of the Code of Policies be amended by making the changes as identified and shown in the text below. The language to be deleted is shown in [brackets] and the new language to be added is shown in **bold**.

Chapter 1. **Section 1.080. Implementation of Policies.** Unless noted to the contrary in a particular provision, the President of the University has both the duty and authority to implement the policies in the Code. For that purpose, [he or she] **the President** may prepare and approve policies, procedures, guidelines, rules, schedules, and other documents to implement the policies, and [he or she] may delegate authority for the implementation of various policies to one or more employees either by name or title.

Chapter 2. **Section 2.030. [Long-Range] University Strategic Plan.** The value of proper planning is recognized by the Board of Governors. The current [long-range] **University Strategic Plan** providing guidance for the future of the University is entitled **Affirming the Promise: A Bridge to a Third Decade of Excellence in the Liberal Arts FY 2008-2010** and was approved by the Board of Governors on June 15, 2007. This strategic plan was based upon and supersedes two master plans previously approved by the **Board of Governors** – **Affirming the Promise: An Agenda for Excellence in the 21st Century 1997-2007**, [which was] approved by the Board on June 7, 1997, [this plan was updated] and its update **Affirming the Promise: Fostering a Nationally Recognized Community of Learners FY 2003-2007**, [which was] approved by the Board on October 11, 2002. Copies of these plans are available for review on Truman’s webpage.

Chapter 3. **Section 3.030. Relationship of Board and President.** The relationship of the Board of Governors and the President of the University is mutually cooperative and supportive as suggested by guidelines of the Association of Governing Boards of Universities and Colleges. The Board reflects its will in the formation of University policy and plans rather than engaging in administration. The Board strives to relate to members of the University community in a manner which maintains rather than erodes the authority of the President of the University. The same responsibility rests with the President of the University in [his or her] support of Board policy.

Chapter 3. **Section 3.040. Meetings of the Board.** The Board of Governors [normally] **generally** holds [four] **five** regular meetings in each fiscal year with the meetings being held in the months of September, **October**, December, [March] **February** and **April** [June]. The annual meeting for the election of officers is the regular meeting in December. **Additional planning meetings or retreats are also** [also are] held, [in the fall and spring, normally in October or November and in May]. The dates for such meetings are tentatively scheduled by the Board a year in advance, and the actual times and places of the meetings are scheduled by the Board approximately three months in advance. The times and places of regular meetings are subject to change by the Board in accordance with the Bylaws. Special meetings also may be called as provided in the Bylaws.

1. Purpose
Members of the Board of Governors of Truman State University (hereafter "Board") serve the public trust and are expected to exercise their duties and responsibilities solely in the interest of the public, the University and the Board and not in the member's own personal or financial interest.

2. Policy
(a) The Constitution of Missouri, Article VII, Section 6 and Missouri Revised Statutes Sections 105.452 and 105.454 apply to the governing boards of higher education institutions. These sections should be reviewed by members of the Board.

(b) No member of the Board shall vote on, attempt to influence the vote of other members of the Board or attempt to influence the decision of the University with regard to any matter under consideration by the Board or by the University in which the action will result in a material financial gain or personal gain for the Board member or his immediate family.

(c) No member of the Board shall act or refrain from acting, in connection with his or her duties and responsibilities as a member of the Board, by reason of the payment, offer to pay, promise to pay, or receipt of anything of actual pecuniary value by the Board member or his immediate family.

(d) No member of the Board shall use in any manner whatsoever or disclose to others confidential information obtained in connection with his or her duties and responsibilities as a member of the Board with intent to result in material financial gain or personal gain for the Board member or his immediate family.

(e) The Board requires each member annually:
   (i) to review this policy
   (ii) to review the referenced constitutional and statutory references; and
   (iii) to disclose any possible personal, familial or business relationships that reasonably could give rise to a conflict involving the University.

3. Definitions
(a) Business relationship-serving as an officer, director, employee, partner or trustee, or owning more than ten percent of the outstanding stock or interest in a business entity.

(b) Conflict of Interest-Any situation in which a Board member's judgement or conduct in the performance of the member's official duties for the University would be influenced by the Board member's familial, personal, or business relationship with a third party, or any situation that would be deemed a conflict of interest under the laws of the United States or the laws of the State of Missouri. A familial relationship that is not within the fourth degree of consanguinity or affinity will not be considered the basis of a conflict of interest.

(c) Immediate family-Your spouse and the children, parents and siblings of you or your spouse.

4. Procedure
(a) (i) If a member of the Board reasonably believes that he or she or another Board member has a conflict of interest, a potential conflict of interest or reasonably believes that the general public might perceive that a conflict of interest exists with regard to any matter that is under consideration by the Board, he or she shall report such conflict of interest, potential conflict of interest or perceived conflict of interest
to the Chair of the Board at the earliest opportunity and, if possible, prior to any
discussion, deliberation or vote by the Board on that matter.

(ii) Unless the member of the Board voluntarily agrees to abstain from all such
discussions and voting on the matter, the Chair of the Board shall determine
whether an actual or perceived conflict of interest exists and, if so, shall request that
such member of the Board refrain from all such discussions and voting on the
matter. If requested by the Chair of the Board, the member shall be absent from all
discussions, recommendations, determinations, decisions and voting on the matter.

(iii) If the Chair of the Board is the Board member whose financial or personal
interest is at issue, the Vice-Chair of the Board shall determine whether an actual or
perceived conflict of interest exists and, if so, shall request that the Chair of the
Board refrain from all such discussions and voting on the matter and determine
whether the Chair should be absent during discussions, recommendations,
determinations, decisions and voting on the matter.

(iv) In all cases the Board is the final authority on conflict of interest issues. Any
Board member who has been requested by either the Chair of the Board or the Vice
Chair of the Board to recluse himself or herself from discussions, recommendations,
determinations, decisions and voting on a matter has the right to appeal this decision
to the Board as a whole. In such a case, all Board members shall vote on the issue
and a majority of the board shall be the final arbiter of whether said Board member
shall abstain. The Board member whose financial or personal interest is the subject
of any vote shall not be eligible to vote thereon.

(b) Each member of the Board shall complete and shall submit annually to the
Secretary of the Board on or before February 1 of each year, the "Truman State
University Conflict of Interest Disclosure Form", for the purpose of disclosing to the
Board and to the public the Board member's financial interests. Each member of
the Board shall file with the Secretary of the Board a copy of the required filing
which they make with the State of Missouri Ethics Commission entitled "Personal
Financial Disclosure Statement".

(c) Truman State University
Conflict of Interest Disclosure Form

Time period covered: January 1, __________ to December 31, __________

Name: __________________________________________

Name(s) of any business in which you or your spouse are associated and nature of
business

________________________________________

________________________________________
Chapter 4. Section 4.010. Chair of the Board. Sections 172.090 and 172.150 of the statutes provide that the Chair of the Board shall be chosen by the Board from the members thereof and that [he or she] the Chair shall preside at the meetings of the Board. Additional provisions concerning the selection and duties of the Chair of the Board are set forth in the Bylaws of the Board.

Chapter 4. Section 4.050. President of the University. The President of the University is appointed by the Board of Governors as provided in the Bylaws, and [he or she] performs the duties described in the Bylaws and all other duties reasonably necessary for proper functioning of the office of a university president. The President [He or she] is the chief executive and academic officer of the University and serves as the principal spokesperson for the University. Pursuant to the Bylaws, the President has direct charge of, and is directly responsible for, the operation of the University.

For that purpose, the President is authorized to act on behalf of the University in all matters, except those specifically reserved for decisions of the Board either in the Bylaws or the Code of Policies. In addition, the President has both the authority and the duty to administer and implement the Bylaws and the policies of the Board and to provide full and complete reports to the Board about such administration.

The motion was seconded by Mr. Potter and carried by a unanimous vote of 7 to 0. Ms. Rawlins then declared the motion to be duly adopted.

Contracted Services
Ms. Maddox moved the adoption of the following resolution:

BE IT RESOLVED that the President of the University, or her designee, is hereby authorized to execute contracts with Harry Hill and Rodney Gray to work as legislative consultants for the year beginning December 11, 2007, at a cost not to exceed $22,500 for each legislative consultant contract; and

BE IT FURTHER RESOLVED that in addition to the terms and conditions of the contracts, that the President of the University, or her designee, is hereby authorized to
provide Mr. Hill and Mr. Gray with reimbursement of approved expenses for the year beginning December 11, 2007, as per the University’s Business Travel Expense Policy.

The motion was seconded by Mr. Potter and carried by a unanimous vote of 7 to 0. Ms. Rawlins then declared the motion to be duly adopted.

**Housing Charges**

Dr. Sisler moved the adoption of the following resolution:

BE IT RESOLVED that the following major categories of housing charges be approved, effective with the 2008 Fall Semester:

1) Room and board rates for students living in the University’s residence halls with the regular food plan:

### RYLE/CENTENNIAL

<table>
<thead>
<tr>
<th>Size of Room</th>
<th>Charge for Academic Year</th>
</tr>
</thead>
<tbody>
<tr>
<td>Two Occupant Rooms</td>
<td>$6,290 per student</td>
</tr>
<tr>
<td>Three or Four Occupant Rooms</td>
<td>$5,910 per student</td>
</tr>
<tr>
<td>Super Single Rooms</td>
<td>$7,410 per student</td>
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<tr>
<td>Deluxe Double Rooms</td>
<td>$6,760 per student</td>
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### MISSOURI

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<th>Size of Room</th>
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<tr>
<td>Two Occupant Rooms</td>
<td>$6,490 per student</td>
</tr>
<tr>
<td>Single Occupant Rooms</td>
<td>$7,280 per student</td>
</tr>
<tr>
<td>Super Single Rooms</td>
<td>$7,690 per student</td>
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<tr>
<td>Deluxe Double Rooms</td>
<td>$6,990 per student</td>
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</tbody>
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### BLANTON/NASON/BREWER

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<tr>
<th>Size of Room</th>
<th>Charge for Academic Year</th>
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<tbody>
<tr>
<td>Two Occupant Rooms</td>
<td>$6,790 per student</td>
</tr>
<tr>
<td>Three or Four Occupant Rooms</td>
<td>$6,400 per student</td>
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<td>Single Occupant Rooms</td>
<td>$7,590 per student</td>
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<td>Super Single Rooms</td>
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<td>Deluxe Double Rooms</td>
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### DOBSON/GRIM

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<tr>
<td>Two Occupant Rooms</td>
<td>$6,050 per student</td>
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<tr>
<td>Three or Four Occupant Rooms</td>
<td>$5,700 per student</td>
</tr>
<tr>
<td>Single Occupant Rooms</td>
<td>$6,760 per student</td>
</tr>
</tbody>
</table>
2) West Campus Suites, including regular meal plan:

**Charge for Academic Year**

Four Occupant Suites  
$7,590 per student

3) Fair Apartments:

**Charge for Academic Year**

Two Occupant Apartments, with meals  
$6,320 per student
ADA—Single Room, no meals  
$5,360 per student

4) Room rates (without meals) for students living in the University’s apartments:

**Unmarried Student Apartments**  
 **Charge for Academic Year**

Randolph Street Apartments  
One Bedroom Units  
Two Occupants  
$3,480 per student
Two Bedroom Units  
Four Occupants  
$3,350 per student

Campbell Apartments  
One Bedroom Units  
Two Occupants  
$3,780 per student
Two Bedroom Units  
Three Occupants  
$3,690 per student

Family Apartments in  
Campbell Apartments  
(when available)  
 **Charge for Academic Year**

One Bedroom Apartments  
$5,920 per family
Two Bedroom Apartments  
$6,730 per family

BE IT FURTHER RESOLVED that the other residence hall fees and room and board charges including short-term rates not listed in this resolution be established by the President of the University, based on the above fees and charges, in accordance with Sections 11.010 and 11.020 of the Code of Policies.

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

**Student Orientation Fee**

Dr. Siscel moved the adoption of the following resolution:

BE IT RESOLVED that the fee for student orientation be set at $305 for first-time, degree-seeking students.
The motion was seconded by Mr. Wasinger and carried by a unanimous vote of 7 to 0. Ms. Rawlins then declared the motion to be duly adopted.

**Election of Officers for 2008 Calendar Year**

Ms. Maddox reported that the nominating committee selected Mark S. Wasinger for the office of chair, Cheryl J. Cozette for the office of vice chair, and Matthew W. Potter for the office of secretary. Dr. Siscel moved the adoption of the nominations. The motion was seconded by Mr. Read and carried by a unanimous vote of 7 to 0. Ms. Rawlins then declared the motion to be duly adopted, and the following persons were duly elected as officers of the Board of Governors, taking office for a term of one year and commencing at the first regular meeting of the 2008 calendar year:

Chair: Mark S. Wasinger  
Vice Chair: Cheryl J. Cozette  
Secretary: Matthew W. Potter

**Report from Art & Science Group LLC**

David W. Strauss, Principal, and Susan Basalla May, Managing Associate, with Art & Science Group LLC shared their findings from the Pricing and Positioning Study.

Doctors Cozette and Siscel left the meeting at approximately 11:00 a.m. due to other commitments. The absences of both members were recorded as excused.

**Agenda Items for Future Meetings**

President Dixon reviewed the agenda items currently scheduled for the next regular meeting of the Board of Governors.

**Dates for Future Meetings**

Mr. Wasinger moved the adoption of the following resolution:

BE IT RESOLVED that the next regular meeting of the Board of Governors be scheduled for Saturday, February 2, 2008, on the University campus in Kirksville beginning at 8:30 a.m., with the understanding that the Chair may alter the starting time and/or place for the meeting by giving due notice of such change; and

BE IT FURTHER RESOLVED that other regular meetings of the Board during the next year be tentatively scheduled for the following dates:

Saturday, April 5, 2008;  
Friday and Saturday, June 13-14, 2008;  
August/September 2008 (to be determined);  
Friday, October 3, 2008; and  
Saturday, December 6, 2008.

The motion was seconded by Mr. Read and carried by a vote of 5 to 0. Ms. Rawlins then declared the motion to be duly adopted.

**Agenda Items for Closed Session**

Mr. Potter moved the adoption of the following resolution:
BE IT RESOLVED that this meeting be continued in closed session, with closed records and closed votes as permitted by law, for consideration of the following items as authorized by Section 610.021, Revised Statutes of Missouri:

1) Approval of minutes for the closed session of the last meeting under Subsection 14 of the statute for “Records which are protected from disclosure by law”;

2) Individual personnel actions under Subsection 3 of the statute for “Hiring, firing, disciplining or promoting of particular employees by a public governmental body when personal information about the employee is discussed or recorded”; and

3) Confidential communications with the General Counsel.

BE IT FURTHER RESOLVED that if any business not covered by the stated reasons for the closed session is raised during the closed session, then this meeting shall be reopened to the public and an announcement about a resumption of the open session shall be made in the hallway outside of the meeting room.

The motion was seconded by Mr. Wasinger and carried by a vote of 5 to 0. Ms. Rawlins then declared the motion to be duly adopted.

The closed session of the meeting began shortly after 11:30 a.m.

Cheryl J. Cozette
Secretary of the Board of Governors

I hereby certify that the foregoing minutes were approved by the Board of Governors on the 2nd day of February, 2008.

Mark S. Wasinger
Chair of the Board of Governors