The Board of Governors for Truman State University met on Saturday, September 15, 2007, on the University campus in Kirksville, Missouri. The meeting was held in the Conference Room of the Student Union, and the open session of the meeting was called to order shortly after 8:30 a.m. by the Chair of the Board of Governors, Randa Rawlins.

A quorum was present with all seven voting members in attendance: Cheryl J. Cozette, Wilma Maddox, Matthew W. Potter, Randa Rawlins, Kenneth L. Read, John W. Siscel, III and Mark S. Wasinger.

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.

On June 13, 2007, Governor Matt Blunt appointed Kenneth L. Read to replace Sarah Burkemper on the Truman State University Board of Governors for a term ending January 1, 2013. On August 29, 2007, the appointment of Mr. Read was confirmed by the Missouri Senate.

On September 7, 2007, Governor Matt Blunt appointed John W. Siscel, III to replace Thomas R. Jayne on the Truman State University Board of Governors for a term ending January 1, 2012. The appointment by the Governor was effective immediately since the Senate was not in session. The appointment of Dr. Siscel will need to receive the advice and consent of the Senate within thirty days after the Senate has convened in regular session.

Call to Order
Ms. Rawlins opened the meeting by extending a welcome to all in attendance. Ms. Rawlins then welcomed John W. Siscel, III as a new member of the Board of Governors.

Election of Secretary
Mr. Wasinger moved the adoption of the following resolution:

BE IT RESOLVED that Cheryl J. Cozette be nominated and elected to take the place of Thomas R. Jayne as Secretary of 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.

Minutes for the Open Sessions of Meetings on June 15-16, 2007 and August 20, 2007
Ms. Maddox moved the adoption of the following resolution:

BE IT RESOLVED that the minutes for the open sessions of the meetings on June 15-16, 2007 and August 20, 2007 be approved.

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.

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 providing an enrollment report which included a current summary of the University’s enrollment numbers, a profile of the 2007 Freshman Class, a report on the Access Missouri Scholarship that was a part of Senate Bill 389, and a summary of the marketing/recruiting plans for the coming year. President Dixon also provided an update on the searches for the positions of Associate Vice President for Enrollment Management and Provost and Vice President for Academic Affairs. President Dixon summarized a new healthcare professionals initiative that Truman hopes to be
participating in as part of the “Preparing to Care for Missouri’s Citizens” statewide initiative designed to significantly increase the number of healthcare professionals in Missouri. If approved, Truman will see an increase in the number of nurses and communication disorders professionals graduated by its programs. President Dixon noted the completion of the Parents Council project to provide a new sound system, new flooring, and newly recovered and refinished seating in Baldwin Auditorium. A ribbon-cutting for the completed project will be held in conjunction with Family Day and the Parents Council’s next regularly scheduled meeting on campus. President Dixon ended her remarks by noting that on September 8, 2007, the football field was “lit up” for the first night game at Stokes Stadium since September 30, 1995, as a result of the new athletics fee approved by the students and the Board in April.

Academic Affairs Report
The Provost and Vice President for Academic Affairs, Garry Gordon, provided a report on several items of current interest, including an update on the implementation of academic reorganization.

Student Affairs Report
The Dean of Student Affairs, Lou Ann Gilchrist, provided a report on the Truman Leadership Scholar Program. Dr. Gilchrist was joined by Neil Gilchrist, Professor of Business Administration, and two graduates of the Truman Leadership Scholar Program: Patricia Garrett, a current graduate student, and Hope Slaby, a newly hired admission counselor at Truman. Dr. Gilchrist noted that Ms. Kiddoo was also a graduate of the Truman Leadership Scholar Program.

Advancement Report
The Vice President for University Advancement, Mark Gambaiana, provided an update on advancement activities.

Athletics Report
The Athletic Director, Jerry Wollmering, provided an annual report on Athletics.

Financial Report
The Controller, Judy Mullins, reviewed financial reports of the University, which included a review as of June 30, 2007 of education and general revenues and expenditures and auxiliary system revenues and expenditures. Ms. Mullins also provided a review as of June 30, 2007 of the Truman State University Foundation revenues and expenditures.

Audit Committee Charter
Ms. Maddox moved the adoption of the following resolution:

BE IT RESOLVED that Chapter 9 of the Code of Polices of the Board of Governors is hereby amended by the addition of one new section to be known as section 9.075, entitled Audit Committee Charter, to read as follows:

9.075 AUDIT COMMITTEE CHARTER

DELEGATION OF AUTHORITY. Pursuant to Article IV of the Bylaws of the Board of Governors, the Board hereby creates a standing committee of the Board of Governors to be known as the Audit Committee and delegates such authority to the Audit Committee as is set forth herein below and directs that such delegation of powers be recorded among the actions of the Board.

ORGANIZATION. The Audit Committee of the Board of Governors shall be a standing committee consisting of at least three members, with at least two members from the Board of Governors. An outside member may be selected by the Board Chair to provide financial expertise for the committee. The Audit Committee members and committee
chair shall be appointed by the Chair of the Board of Governors and shall be subject to reappointment or replacement at the discretion of the Board Chair.

RESERVATION OF AUTHORITY. Pursuant to section 9.070 of the Board of Governors Code of Policies, the Board reserves to itself the authority to select an independent accountant to perform the annual audit of financial records. Further, the Board of Governors reserves the authority to adopt policies for the University pertaining to the audit function.

PURPOSE. The Audit Committee will assist the Board in matters relating to the audit function by serving as a working contact point between the full Board of Governors and the University auditors retained by the Board; by serving as a direct channel of communication between the Board and the independent auditor; and by serving as an informed voice on the Board by communicating the audit perspective when related issues are brought before the Board.

DUTIES. The Audit Committee will receive reports and recommendations directly from the independent auditors. The Audit Committee will offer recommendations to the Board regarding approval of the engagement of the independent auditor and related fees for the performance of the annual financial statement audit and federal compliance audits.

The University administration may contract for non-audit services from an independent accountant without prior approval of the Audit Committee or the Board of Governors, provided, however that the cost of such services may not exceed $5,000 in any fiscal year and provided further that any such contract for services must be reported to the Audit Committee at the next following Audit Committee meeting. Contracts for services costing more than $5,000 in any fiscal year must be approved by the Audit Committee.

The Audit Committee shall review the annual financial report, including the administration’s discussion and analysis, financial statements, footnotes, statistics and disclosures.

The Audit Committee shall review the independent audit results and discuss significant issues of internal control and compliance with the independent auditor and the University administration. The Audit Committee shall monitor the University administration's progress in addressing audit recommendations and shall report its findings to the full Board of Governors.

The Audit Committee is authorized to request supplemental reviews or other audit procedures by the independent auditor or other advisors and budgeted funds shall be made available for this purpose.

The Audit Committee should review the provisions of this policy and recommend changes as needed.

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.
Audit Committee Appointments
Ms. Rawlins then announced the appointments to the Board of Governors Audit Committee. Ms. Rawlins appointed Dr. Cozette to serve as Chair, Ms. Maddox to serve as a member, and Sarah Burkemper to serve as an outside member.

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

Contracts for Construction/Technology Projects Report
The Board reviewed a report on construction/technology projects totaling $25,000 to $50,000 which had been approved since the last meeting of the Board. Construction projects approved since the last meeting included a Condenser Water Piping Installation Project in Centennial Hall at a project budget of $40,828. There were no technology projects approved since the last meeting of the Board.

Local Capital Budgets for Fiscal Year 2008
Mr. Wasinger moved the adoption of the following resolution:

BE IT RESOLVED that the proposed “Local State Funds Capital Budget – FY 2008” and the proposed “Auxiliary Funds Capital Budget – FY 2008” be approved and that copies of the budgets be attached to the minutes as exhibits.

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, and the Secretary designated a copy of the documents as Exhibit A.

Increase in Project Budget for Stadium/Track Lighting Project
Ms. Maddox moved the adoption of the following resolution:

WHEREAS, a ballot-by-mail/fax was utilized in regard to a proposed increase in Project Budget for the Stadium/Track Lighting Project as previously approved at the June 15-16, 2007 Board of Governors meeting; and

WHEREAS, the Board has utilized ballots-by-mail/fax in the past to address items of business which needed action before the next scheduled meeting;

NOW, THEREFORE, BE IT RESOLVED that the following action, as approved by a majority vote of the Board per a ballot-by-mail/fax on July 17, 2007, be ratified and confirmed:

BE IT RESOLVED that the budgeted amount for the Stadium/Track Lighting Project, as previously approved at the June 15-16, 2007 Board meeting, be increased from $300,000 to $350,000.

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.

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. Read moved the adoption of the following resolution:
BE IT RESOLVED that the next regular meeting of the Board of Governors be scheduled for Friday, October 26, 2007, on the University campus in Kirksville beginning at 1:30 p.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, December 1, 2007;
Saturday, February 2, 2008;
Saturday, April 5, 2008;
Friday and Saturday, June 13-14, 2007; and
August/September 2008 (to be determined).

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

Auxiliary Facilities Update and Discussion of Additional Bonding
President Dixon was joined by David R. Rector and Lou Ann Gilchrist, co-chairs of the auxiliary facilities initiative, who provided an overview and update on the auxiliary facilities initiative and shared possible funding scenarios in regard to additional bonding that will be presented to the Board for approval at the December meeting. Following the adjournment of the open session, the Board then participated in a tour of Dobson and Missouri Halls.

Agenda Items for Closed Session
Ms. Maddox 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”; and

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. Potter and carried by a unanimous vote of 7 to 0. Ms. Rawlins then declared the motion to be duly adopted.
The closed session of the meeting began shortly after 12:15 p.m.

I hereby certify that the foregoing minutes were approved by the Board of Governors on the 26th day of October, 2007.

Randa Rawlins
Chair of the Board of Governors

Cheryl J. Cozette
Secretary of the Board of Governors
<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>State Maintenance and Repair Funds</td>
<td></td>
</tr>
<tr>
<td>Towne Visitors Center/Museum Project</td>
<td>$700,000</td>
</tr>
<tr>
<td>Pershing Building Project</td>
<td>$400,000</td>
</tr>
<tr>
<td>Project Contingency</td>
<td>$400,000</td>
</tr>
<tr>
<td>State Maintenance and Repair Subtotal</td>
<td>$1,500,000</td>
</tr>
<tr>
<td>FY 2007 Carryover</td>
<td></td>
</tr>
<tr>
<td>Parking Lots</td>
<td>$200,000</td>
</tr>
<tr>
<td>Land Acquisition &amp; Site Development</td>
<td>$200,000</td>
</tr>
<tr>
<td>Baldwin Hall</td>
<td>$300,000</td>
</tr>
<tr>
<td>Towne Visitors Center/Museum Project</td>
<td>$400,000</td>
</tr>
<tr>
<td>Project Contingency &amp; Planetarium Equipment</td>
<td>$640,000</td>
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<tr>
<td>Carry-over Subtotal</td>
<td>$1,740,000</td>
</tr>
<tr>
<td>Grand Total Education and General Budget</td>
<td>$3,240,000</td>
</tr>
</tbody>
</table>

Notes: If actual funds available are less or priority project costs increase above the projected funds, some work would be deferred. Any balance or additions to the funds available would provide for project contingencies for existing projects. If funds are available beyond those required for existing projects, future priority roof replacements would be identified and approval from the Board of Governors will be obtained following established procedures. Withholdings of state funds may reduce the total available for the FY 2008 Local State Funds Capital Budget.
### Table 2

**Auxiliary Funds Capital Budget – FY 2008**

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>For funding related to the design and construction of the projects for the Auxiliary Facilities Initiative including Student Union Building</td>
<td>$1,960,000</td>
</tr>
<tr>
<td>Total Budgeted</td>
<td>$1,960,000</td>
</tr>
</tbody>
</table>

**Barnes**

Notes: The total includes $100,000 from Barnes and Noble which must be spent in the SUB Bookstore space. Any additional fund balance would be applied to funding the Auxiliary Facilities Initiative.