

TRUMAN STATE UNIVERSITY  
Kirksville 63501

OFFICIAL MINUTES  
OF THE  
BOARD OF GOVERNORS

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OPEN SESSION  
OF MEETING ON  
OCTOBER 18, 2019

The Board of Governors for Truman State University met on Friday, October 18, 2019, on the University campus in Kirksville, Missouri. The meeting was held in the Conference Room of the Student Union Building. The open session of the meeting was called to order shortly after 1:00 p.m. by the Chair of the Board of Governors, Laura A. Crandall.

Participating in the meeting were six voting members: Sarah Burkemper, Cheryl J. Cozette, Laura A. Crandall, Jennifer Kopp Dameron, Nancy Gingrich and K. Brooks Miller, Jr. Board member Jim O'Donnell was unable to participate. His absence was recorded as excused.

Also participating in the meeting were all three non-voting members: David Lee Bonner and Mike McClaskey, the two out-of-state members, and Tiffany Middlemas, student representative.

Call to Order

Governor Crandall, Chair of the Board, called the meeting to order shortly after 1:00 p.m. and welcomed all in attendance.

Minutes for Open Session of Meeting on August 3, 2019

Governor Burkemper moved the adoption of the following resolution:

BE IT RESOLVED that the minutes for the open session of the meeting on August 3, 2019, be approved.

The motion was seconded by Governor Dameron and carried by a unanimous vote of 6 to 0. Governor Crandall declared the motion to be duly adopted.

Recognition of Former Governor Mike LaBeth

Former Governor Mike LaBeth was recognized for his service on the Board of Governors from January 2013 through June 2019. A resolution of appreciation was approved by the Board at their June 15<sup>th</sup> meeting. A framed copy of the resolution was presented to Governor LaBeth.

President's Report

Dr. Susan L. Thomas, University President, provided a report on several items of current interest. President Thomas shared a selected engagements report detailing her activities since her last report to the Board. Within that report, she highlighted a number of items including her participation in a meeting with Missouri Governor Mike Parson and the Council on Public Higher Education (COPHE) leadership and a reception where Governor Parson awarded Missouri Public Safety Medals to a total of 18 first responders and 6 civilians for heroic and live-saving actions in 2018, including Tyler Preston, Gabriel Gowen, and Jordan Lambay, three Truman students nominated by the Kirksville Police Department. Dr. Thomas reported that the Missouri Department of Conservation has awarded Truman a \$10,000 Tree Resource Improvement and Maintenance (TRIM) Grant, a grant given to several government entities and nonprofit groups for the care of publicly owned trees. She also provided an update on the work of SME, the firm selected to assist the University with branding and marketing, and shared a new university alma mater and fight song that the University will begin using in addition to the

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current alma mater and fight song. Finally, President Thomas congratulated Governor Crandall and her husband, Erin, on their tenth wedding anniversary.

Advancement/Foundation Board Report

Dr. Ernie Hughes, Vice President for University Advancement, provided a report on Advancement and the Foundation Board.

Revision to Alumni Association Bylaws

Governor Dameron moved the adoption of the following resolution:

BE IT RESOLVED that the amended Bylaws of the Truman State University Alumni Association are hereby approved with the additional change of deleting the word "business" on Page 2, Article III, Section 2. Changes to the Bylaws are shown on Exhibit A by deleting the language where the text has been ~~struck through~~, by adding new language shown which has been underlined, and by moving text which has been ~~double struck through~~ to the location of text which has been double underlined. In all other respects, the Bylaws remain unchanged and in effect.

The motion was seconded by Governor Cozette and carried by a unanimous vote of 6 to 0. Governor Crandall declared the motion to be duly adopted. The Secretary designated a copy of the document as Exhibit A.

Annual Staff Council Report

Kara Jo Levery, Chair of Staff Council and Career Ready Coach in the University Career Center, provided the annual report from Staff Council.

Enrollment Management Report

Dr. Tyana Lange, Vice President for Enrollment Management and Marketing, provided an enrollment management report.

Finance and Auditing Committee Report

Governor Burkemper, Chair of the Finance and Auditing Committee, provided a report on the committee meeting held on October 15.

Audit Report

Representatives of RubinBrown LLP accounting firm reviewed a draft of the annual audit of the University.

Financial Report

Governor Burkemper presented the Financial Report which includes a review as of August 31, 2019, of education and general revenues and expenditures and auxiliary systems revenues and expenditures and a review as of August 31, 2019, of the Truman State University Foundation revenues and expenditures.

Resolution Amending Chapter 11 of the Code of Policies of the Board of Governors Pertaining to Faculty and Staff Discount for Enrollment Fees

Governor Burkemper moved the adoption of the following resolution:

BE IT RESOLVED that Section 11.090 of Chapter 11 of the Code of Policies, titled Faculty and Staff Discount for Enrollment Fees is hereby amended to clarify the application of the discount. Changes to Section 11.090 are shown in the text below by deleting the language shown in **[brackets and bold type]** and by adding new language shown in **bold underlined italics**. In all other respects, Section 11.090 remains unchanged and in effect.

11.090. Faculty and Staff Discount for Enrollment Fees. Current officers and full-time employees of the University hired prior to September 1, 2012 are accorded a 75 percent reduction in enrollment fees for **[regular on-campus]** classes for academic credit at the University. The same reduction is accorded to spouses and children of such officers or full-time employees. The same reduction is also accorded to former full-time employees and to their spouses and children, if such former full-time employee:

- (1) is disabled and has been granted a written leave of absence from the University due to such disability, or
- (2) has retired from the University and been granted emeritus status, or
- (3) has retired from the University with a minimum of fifteen (15) years of service to the University, or
- (4) has completed at least ten years full time-employment service with the University and who was employed by the University on a full-time basis at the time of his or her death.

For all new full-time employees hired after September 1, 2012, the following additional rules shall apply:

- (1) New full-time employees must be employed by the University for one year before they will be accorded a 75 percent reduction in enrollment fees for **[regular on-campus]** classes for academic credit at the University.
- (2) This same waiting period shall apply to spouses and children of such new full-time employees. The amount of the fee reduction for **[regular on-campus]** classes for

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academic credit at the University for spouses and children of new full-time employees shall be 75 percent.

Definitions:

--For the purpose of this policy, the term "officers" means the members of the Board of Governors and the other persons designated as officers in the bylaws of the Board of Governors, who are in office at the beginning of the applicable classes.

--The term "full-time employees" means the persons who were employed by the University prior to September 1, 2012 on a full-time basis, and who continue in such employment at the beginning of the applicable classes. Former full time employees who resume full time employment with the University subsequent to September 1, 2012 are considered "new full time employees" under this policy.

--The term "new full-time employees" means the persons who began employment with the University subsequent to September 1, 2012 on a full-time basis and who continues in such employment at the beginning of the applicable classes.

--The term "spouses" means the persons legally married to qualified officers or employees at the beginning of the applicable classes.

--The term "children" means: (1) natural or legally adopted children under the age of twenty-five (25) at the beginning of applicable classes, or (2) step-children who are legal dependents for income tax purposes and under the age of twenty-five (25) at the beginning of the applicable classes.

--The reduction in enrollment fees is not available for other relatives of such officers and employees even though such relative may live with, be supported by, or be the legal ward of such officers or employees.

--The reduction in enrollment fees applies only to in-state enrollment fees for regularly scheduled [on-campus] classes. **The reduction in enrollment fees does not apply to courses where enrollment fees are established or received by institutions other than Truman State University. The reduction in enrollment fees also** [and] does not apply to other charges, such as out-of-state tuition, course overload charges, **program fees**, supplemental class fees, **dual enrollment fees**, residence hall charges, travel costs, summer camp fees, workshop fees, academy fees, or off-campus course fees.

The motion was seconded by Governor Cozette and carried by a unanimous vote of 6 to 0. Governor Crandall declared the motion to be duly adopted.

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Academic and Student Affairs Committee Report

Governor Dameron, Chair of the Academic and Student Affairs Committee, provided a report on the committee meeting held on October 10.

Budget and Capital Projects Committee Report

Governor Miller, Chair of the Budget and Capital Projects Committee, provided a report on the committee meeting held on October 15.

Construction Projects Report

Governor Miller provided an update on construction projects which had been approved by the Board at previous meetings.

Contracts for Construction Projects and Equipment Purchases

Governor Miller reported that one construction project totaling \$25,000 to \$100,000 had been approved since the last meeting of the Board.

<u>Project Name</u>	<u>Cost</u>
Asphalt Paving Project	\$60,831

Construction Project – Replacement Storage Building Project

Governor Miller moved the adoption of the following resolution:

BE IT RESOLVED that the description and budgeted amount for the following construction project be approved:

<u>Project Name</u>	<u>Project Budget</u>
Replacement Storage Building Project	\$389,000

BE IT FURTHER RESOLVED that the President of the University, or her designee, be authorized to accept the lowest and best bid for the project; and

BE IT FURTHER RESOLVED that a copy of the description of the project, as reviewed at the meeting, be attached to the minutes as an exhibit.

The motion was seconded by Governor Dameron and carried by a unanimous vote of 6 to 0. Governor Crandall declared the motion to be duly adopted. The Secretary designated a copy of the document as Exhibit B.

Construction Project – Greenwood Site Development Project

Governor Miller moved the adoption of the following resolution:

BE IT RESOLVED that the description and budgeted amount for the following construction project be approved:

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<u>Project Name</u>	<u>Project Budget</u>
Greenwood Site Development Project	\$953,000

BE IT FURTHER RESOLVED that the President of the University, or her designee, be authorized to accept the lowest and best bid for the project; and

BE IT FURTHER RESOLVED that a copy of the description of the project, as reviewed at the meeting, be attached to the minutes as an exhibit.

The motion was seconded by Governor Burkemper and carried by a unanimous vote of 6 to 0. Governor Crandall declared the motion to be duly adopted. The Secretary designated a copy of the document as Exhibit C.

Environmental Consulting Services – Abatement Design and Project Oversight for Greenwood Center  
Governor Miller moved the adoption of the following resolution:

BE IT RESOLVED that the proposal from Farmer Environmental Services, LLC to provide environmental consulting services for the Greenwood Center, with the fees and work for such project to be within the guidelines of the proposal, be approved; and

BE IT FURTHER RESOLVED that the President of the University, or her 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 Governor Burkemper and carried by a unanimous vote of 6 to 0. Governor Crandall declared the motion to be duly adopted. The Secretary designated a copy of the document as Exhibit D.

Policy Review Committee

Governor announced the appointment of a Policy Review Committee to review the Board of Governors Honorary Degrees policy for possible revision. The members of the committee include:

David Lee Bonner  
Cheryl J. Cozette  
Laura A. Crandall, ex officio  
Jennifer Kopp Dameron  
K. Brooks Miller, Jr.

Agenda Items for Future Meetings

The Board reviewed a list of projected agenda items for the regular meetings during the next year.

Dates for Future Meetings

Governor Burkemper moved the adoption of the following resolution:

BE IT RESOLVED that the next regular meeting of the Board of Governors be scheduled for Saturday, December 7, 2019, on the University campus in Kirksville, Missouri, beginning at 1:00 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, February 8, 2020;  
Saturday, April 4, 2020;  
Saturday, June 13, 2020;  
Saturday, August 1, 2020; and  
Friday, October 23, 2020.

The motion was seconded by Governor Cozette and carried by a unanimous vote of 6 to 0. Governor Crandall declared the motion to be duly adopted.

Agenda Items for Future Meetings

Governor Gingrich 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";
3. Confidential communications with the General Counsel; and
4. Purchase or sale of real estate under Subsection 2 of the statute for "Leasing, purchase or sale of real estate by a public governmental body where public knowledge of the transaction might adversely affect the legal consideration therefore; and

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

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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.

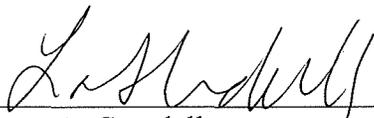
The motion was seconded by Governor Miller and carried by a unanimous vote of 6 to 0. Governor Crandall declared the motion to be duly adopted.

The closed session of the meeting began shortly after 3:00 p.m.



K. Brooks Miller, Jr.  
Secretary of the Board of Governors

I hereby certify that the foregoing minutes were approved by the Board of Governors on the 7<sup>th</sup> day of December, 2019.



Laura A. Crandall  
Chair of the Board of Governors

# BYLAWS

TRUMAN STATE UNIVERSITY NATIONAL ALUMNI ASSOCIATION

## ARTICLE I. GENERAL PROVISIONS.

### Section 1. Name of Corporation.

The corporate name of the Alumni Association is the "Truman State University National Alumni Association," as provided in the corporate documents on file with the Missouri Secretary of State. ~~This association was formerly known as NMSU National Alumni Association and remains the same except for the change of the name.~~ The corporation is herein called the "Alumni Association."

### Section 2. Purpose of Alumni Association.

The purpose of the Alumni Association, as set forth in the articles of incorporation and certified by the Secretary of State of the State of Missouri on September 29, 1992, is to promote the interest and welfare of Truman State University students and alumni; provide opportunities for Truman State University alumni to become acquainted through alumni activities; encourage social and professional camaraderie among alumni; and stimulate opportunities for alumni to support the University in areas of public relations, student recruitment, fund-raising, and career networking.

### Section 3. Corporate Status.

The Alumni Association is a not for profit corporation, organized and existing under the provisions of the Missouri Nonprofit Corporation Act, Chapter 355 of the Missouri statutes. ~~ARTICLE II. RELATIONSHIP WITH UNIVERSITY. Pursuant to the requirement~~ Revised Statutes. Generally, the corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Service for alumni associations to qualify for tax exempt status Code. Specifically, the corporation is operated as educational organizations a public charity under Section 501(c)(3), the Alumni Association is organized for the purpose of promoting the welfare Sections 509(a)(1) and 170(b)(1)(A)(iv) for the benefit of Truman State University-It, a public university in the State of Missouri.

### Section 4. Relationship with University.

The Alumni Association is subject to the control of the Truman State University Board of Governors as to its policies and funds, and it is to be operated as an integral part of the University.

## ~~ARTICLE III. MEMBERS.~~ II. MEMBERSHIP.

### Section 1. Members.

All persons who are graduates of Truman State University shall be members of the Alumni Association. Graduates are those who have received degrees or diplomas from the University under its current or former names since its establishment by Joseph Baldwin in 1867. Also, those persons previously designated by the University as life members of the former Alumni Association and those persons who are dues-paying members of ~~regional~~ Alumni Chapters shall be members, whether or not they are graduates of the University, and the ~~manager~~ director of alumni activities engagement for the University

(or a comparable administrator named by the president of the University) shall be a member. In addition, the Board of Directors of the Alumni Association or the president of the University may designate individual supporters of the University as honorary members of the Alumni Association, and they shall enjoy the same privileges and benefits as other members.

## Section 2. Membership Fees.

There is no annual membership fee to be a member of the Alumni Association.

## Section 3. ~~Voting Rights.~~ Member Representation.

~~Each member present at a meeting of members shall be entitled to one vote on each matter submitted to a vote of~~ have representation through the members. ~~Alumni Association Board of Directors.~~

# ARTICLE IV. ~~BUSINESS~~ III. MEETINGS OF MEMBERS.

## Section 1. Annual Meetings. ~~The~~

~~An annual business~~ meeting of members shall be held in conjunction with the Homecoming event on the University campus in each year. The annual meeting shall be held in or near the city of Kirksville, Missouri, at a time and place to be selected and announced each year by the Board of Directors.

## Section 2. Special ~~Business~~ Meetings.

Special ~~business~~ meetings of the members may be called by the Alumni Association president or the Board of Directors.

## Section 3. Place of ~~Business~~ Meetings.

~~Business~~ Meetings of the members shall be held in or near the city of Kirksville, Missouri, except that the Board of Directors may by resolution designate any place within or without the state of Missouri which is reasonably accessible to the members as the place of meeting for any special ~~business~~ meeting of members.

## Section 4. Notice of ~~Business~~ Meetings.

Written, ~~electronic or printed~~ notice stating the place, date, and hour of the annual ~~business~~ meeting and, in case of a special ~~business~~ meeting, the purpose(s) for which the meeting is called, shall be delivered to each member not less than seven days nor more than ninety days before the date of the meeting, ~~either electronically, personally or by mail,~~ Notice shall be delivered by or at the direction of the Alumni Association president, the secretary, or the officers or persons or Board of Directors calling the meeting, to each member entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited ~~by one or more of the following means: email, postal mail, in the United States mail addressed to the member at his or her address as it appears on the records of the Alumni Association, with postage thereon prepaid or as e-mailed to the address on record. The notice may be included in person, social media, newsletters, magazines, electronic communications or other publications mailed, or e-mailed to the members~~ University website so long as the notice is reasonably obvious to readers who scan the material for announcements and notices.

(or a comparable administrator named by the president of the University) shall be a member. In addition, the Board of Directors of the Alumni Association or the president of the University may designate individual supporters of the University as honorary members of the Alumni Association, and they shall enjoy the same privileges and benefits as other members.

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~~Section 5. Quorum.~~

~~At business meetings of members, a quorum shall consist of fifteen members of the Alumni Association. If a quorum is not present at any meeting of members, a majority of the members present may adjourn the meeting from time to time without further notice.~~

~~Section 6. Proxies.~~

~~There shall be representation or voting by proxy at business meetings.~~

~~Section 7. Majority Vote.~~

~~The vote of a majority of the votes entitled to be cast by the members present at a business meeting at which a quorum is present shall be necessary for the adoption of any matter voted upon by the members.~~

## ARTICLE ~~V~~IV. BOARD OF DIRECTORS.

~~Section 1. General Powers.~~Purpose of the Board of Directors.

~~The purpose of the Board of Directors is to manage the business and affairs of the Alumni Association shall be managed by the board of directors,~~ subject to the restrictions set forth in these bylaws.

~~Section 2. Number of~~Voting Directors.

~~The number of directors on the board with voting rights shall be not less than fifteen, depending upon the number of regional alumni chapters in good standing at the time of the annual meeting of members in the preceding fiscal year.~~15. All of the directors, except one, shall be elected as provided in this Article, herein called the elected directors. ~~The other director~~Board of Directors shall be composed of the managerfollowing:

(i) Appointed Director Representing the University

The director of alumni activities engagement for the University or a comparable administrator shall be appointed by the president of the University, herein called the appointed director. ~~The number of~~

(ii) Elected Directors Representing Alumni Chapters

Each Chapter in good standing at the time of the annual meeting of members in the preceding fiscal year shall be represented by at least 1 director.

(iii) Elected Directors Representing Members At Large

At least 5 directors shall be determined by the following table: Number of chapters at time of annual meeting: Number of at-large members who do not represent a Chapter.

(iv) Additional Elected Directors

Additional directors in next fiscal year: 9 may be elected by a majority vote of the current Board of Directors as additional representatives of Alumni Chapters or less 15 10 16 11 17 12 18 And some members At-Large. These directors may be elected in order to meet the minimum as set forth, etc., etc. in these bylaws and may also be in excess of the required minimum to proportionately represent active members of the Alumni Association. The Board from time to time will evaluate the need for additional directors.

### Section 3. Election of the Directors.

~~The elected directors shall be elected for two year terms.~~ New directors shall be elected by a majority vote of the current Board of Directors at the regular meeting of the Board in the spring of each year. If the election of such directors is not held at such meeting, such election shall be held as soon thereafter as convenient for the Board. A list of nominees for the available positions, ~~for which the holders' terms will expire at the end of the~~ to be filled beginning the next fiscal year, shall be submitted by the Executive Committee as hereafter provided in Article ~~VIII-V.~~

### Section 4. Term of Office.

#### (i) Election

Directors shall be elected for ~~two~~ 2-year terms and shall take office on ~~July 1~~ the first day of the fiscal year following their election at the Board of Directors meeting. Elected directors may serve up to three consecutive terms. Directors shall continue in office until their successors are elected and assume office. ~~Directors.~~ An extension of term may be granted to a director, if approved by two-thirds vote of the Board, in order to complete a term as an elected officer of the Alumni Association, as specified in Article V. Directors may be re-elected after an absence from the Board of one term (two 2 years).

#### (ii) Removal

~~The Board can choose not to re-elect additional directors.~~ Directors may also be removed by a two-thirds vote of the members at the annual meeting. ~~Board of Directors.~~

~~Directors shall continue in office until their successors are elected and assume office.~~

### Section 5. Qualifications.

Directors must be members of the Alumni Association to be eligible for election. ~~At least one Directors representing Alumni Chapters must be a member of each of the executive boards of the regional alumni chapters, which were in good standing at the time of the last annual meeting, shall be directors. These directors shall and attend the executive board meetings of their regional alumni chapter.~~ the Chapter Executive Boards they represent, be an active member of the regional alumni Chapter, and serve as a liaison between the Truman State University-Alumni Association Board of Directors and the regional alumni chapter. ~~At least five directors shall be at large members who live in communities not served by regional alumni chapters. One director shall be the manager of alumni activities for the University, or a comparable administrator named by the president of the University. The remaining directors may be either members of regional alumni chapters or at large members. Additional directors may be elected by a majority vote of the current board of directors, as additional representatives of the regional alumni chapters or members at large.~~ their Alumni Chapter.

### Section 6. Non-Voting ~~Members.~~ Directors.

The vice president for university advancement or the ~~manager~~ director of alumni relations engagement shall appoint non-voting ~~members~~ directors to the Board of Directors. Non-voting ~~members~~ directors include, but are not limited to, ~~alumni ambassadors and a~~ immediate past president of the Board of Directors, and a currently enrolled student representative of the student alumni council.

### Section 7. Vacancies.

Any vacancy occurring in the Board of Directors due to death, resignation, removal, disqualification, or other reason shall be filled through a nomination ~~by~~ of the executive committee Nominating Committee,

as provided in Article V, and ~~be approved~~with approval by a majority vote of the current Board of Directors. The person elected shall take office immediately and serve for the unexpired term of his or her predecessor in office.

### Section 8. Regular Meetings.

Regular meetings of the Board of Directors shall be held at least ~~two~~2 times during each fiscal year. One of these meetings shall be held in conjunction with the Homecoming event on the University campus each year at a time and place to be selected and announced by the Board. The other meetings shall be held at the times and places established, from time to time, by resolution of the Board. Although no legal notice of regular meetings need be given other than the resolution setting the time and place, the secretary will be expected to send written ~~or e-mail reminders~~notice to the other directors.

### Section 9. Special Meetings.

#### (i) Calling Special Meetings

Special meetings of the Board of Directors may be called by the president or any ~~four~~4 members of the Board. The person or persons calling a special meeting of the Board shall establish the time and place for holding any such special meeting of the Board called by them, provided, however, that special meetings shall be held in or near Kirksville, ~~Kansas City, St. Louis, Columbia, or Jefferson City,~~ unless all the members of the Board consent to a different location. ~~Section 10.~~

#### (ii) Notice of Special Meetings.

Written, ~~(print or electronic (e-mail), or printed)~~ notice of special meetings stating the place, ~~day~~date, and hour of the ~~meeting~~annual meeting and, in case of a special meeting, the purpose(s) for which the meeting is called, shall be delivered not less than 10 days before the meeting at the direction of the president, ~~the secretary,~~ or the Board members calling the ~~meetings~~meeting. The notice shall state the purpose or purposes for which the meeting is called. Any notice of meeting ~~sent by mail or e-mail~~ shall be deemed delivered when deposited in the United States mail, with postage thereon prepaid, ~~addressed or when emailed~~ to the Board member at his or her mailing address or email address as it appears on the records of the Alumni Association ~~or when e-mailed to the members at the recorded address.~~

### Section ~~11~~10. Meetings by Telecommunication.

Members of the Board of Directors, or any committee designated by the Board of Directors, may participate in the meeting of the Board or committee by means of conference telephone or similar communications equipment whereby all persons participating in the meeting can ~~hear or~~ communicate electronically with each other, and participation in a meeting in such manner shall constitute presence in person at the meeting.

### Section ~~12~~11. Waiver of Notice.

Any member of the Board of Directors may waive notice of any meeting. The attendance of a Board member at a meeting shall constitute a waiver of notice for such meeting, except where a Board member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section ~~13~~12. Quorum.

A majority of the voting directors then in office shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, ~~but~~. If less than a majority is present at a meeting, a majority of the voting directors present may adjourn the meeting from time to time without further notice.

Section ~~14~~13. Manner of Acting.

(i) At a Meeting.

The ~~act~~affirmative vote of the ~~a~~ majority of the voting directors present at a meeting, at which a quorum is present, shall be the act of the Board of Directors. ~~The board of directors also~~The secretary shall record all approved actions in the minutes of the meetings of the Board.

(ii) Without Meeting.

Action required on issues that arise between regularly scheduled meetings may ~~act by~~ take place without a meeting, provided that each director is allowed sufficient time to review the issues. The affirmative vote, in the form of written consents, of all the a majority of voting directors then in office setting forth shall be the action takenact of the Board of Directors. The secretary shall file the consents with the minutes of the meetings of the Board.

Section ~~15~~14. Voting.

Voting may be done in person, by mail, by email, or electronically (e-mail)by telecommunication on matters subject to a vote of the Board of Directors.

Section ~~16~~15. Gratuitous Service.

Directors shall not receive any compensation for their services, but may receive limited reimbursement for their travel and other related expenses incurred on behalf of the Alumni Association, provided, however, that no expenses shall be reimbursed except as authorized under a policy developed by the Board of Directors and approved by the Truman State University Board of Governors.

Section ~~17~~16. Residuary Powers.

The Board of Directors shall have the powers and duties necessary or appropriate for the administration of the affairs of the Alumni Association, subject to the provisions of the statutes and these bylaws.

## ARTICLE ~~VI~~V. OFFICERS.

### Section 1. Officers.

The officers of the Alumni Association shall be a president, vice president, and secretary. The president and the vice president shall be elected by the Board of Directors and must be Board members to be eligible for office. ~~The manager of alumni activities for the University, or a comparable administrator named by the president of the University, shall serve as secretary. Such other officers, as may be deemed necessary, may be elected or appointed by the board.~~ Section 2. Election and Term of Office. ~~Nominations for president and vice president shall be accepted from the board of directors. The president and the vice president shall be elected biannually by the board of directors at the regular meeting in the spring of each year and shall take office at the beginning of the next fiscal year on July 1. If the election of such officers is not held at such meeting, such election shall be held as soon thereafter~~

~~as convenient~~Such other officers, as may be deemed necessary, may be elected or appointed by the Board, and may include but is not limited to, the immediate past president of the Alumni Association.

(i) President.

~~Each of the two elected officers shall hold office until his or her successor shall have been duly elected and accepted such position, or until he or she shall have died, resigned, or been removed in the manner hereafter provided. A director shall not serve more than two consecutive terms as president or vice president.~~  
~~Section 3. Removal.~~ Any officer or agent elected or appointed by the board of directors may be removed by a two-thirds vote of the directors then in office, whenever in their judgment the best interests of the Alumni Association would be served thereby, provided, however, such removal shall be without prejudice to the contract rights, if any, of the person so removed.  
~~Section 4. Vacancies.~~ A vacancy in either of the two elective offices because of death, resignation, removal, disqualification or other reason may be filled through a nomination by the board of directors and be approved by a majority vote of the current board of directors. The person appointed shall take office immediately and serve for the unexpired term of his or her predecessor in office.  
~~Section 5. President.~~ The president shall be the principal officer of the Alumni Association and shall in general supervise and control all of the business and affairs of the Alumni Association. He or she shall, when present, preside at all meetings of the members and of the Board of Directors. He or she may sign any contracts or other instruments, which the Board has properly authorized to be executed, and if required, which the president of the University or the Truman State University Board of Governors has approved. In general, he or she shall perform all duties incident to the office of president and such other duties as may be prescribed by the Board from time to time.  
~~Section 6.~~

(ii) Vice President.

In the absence of the president, or in the event of the president's death, inability or refusal to act, the vice president shall perform the duties of the president, and when so acting, shall have all the powers of, and be subject to all the restrictions upon, the president. The vice president shall serve as the liaison between the executive committee and all other committees. The vice president shall perform such other duties as from time to time may be assigned to him or her by the president or by the Board.  
~~Section 7.~~

(iii) Secretary.

The director of engagement for the University, or a comparable administrator named by the president of the University, shall serve as secretary. The secretary shall furnish minutes for all meetings of the members and of the Board of Directors to the other directors within a reasonable time after each meeting and shall keep and preserve the minutes for all meetings of the members and the Board in one or more books provided for that purpose; see that all notices are duly given in accordance with the provision of these bylaws or as required by law; be custodian of the corporate records of the Alumni Association; and prepare and cause to be delivered annual reports in compliance with the provisions of the statutes of the State of Missouri. In general, he or she shall perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to him or her by the president or by the Board.

Section 2. Election and Term of Office.

Nominations for president and vice president shall be accepted from the Board of Directors. The president and the vice president shall be elected biennially by a majority vote of the Board of Directors at the regular meeting in the spring of each year and shall take office at the beginning of the next fiscal

year. If the election of such officers is not held at such meeting, such election shall be held as soon thereafter as convenient for the Board. Each of the two elected officers shall hold office until his or her successor shall have been duly elected and accepted such position, or until he or she shall have died, resigned, or been removed in the manner hereafter provided. A director shall not serve more than two consecutive terms as president or vice president.

### Section 3. Removal.

Any officer or agent elected or appointed by the Board of Directors may be removed by a two-thirds vote of the voting directors then in office, whenever in their judgment the best interests of the Alumni Association would be served thereby, provided, however, such removal shall be without prejudice to the contract rights, if any, of the person so removed.

### Section 4. Vacancies.

A vacancy in either of the two elected offices because of death, resignation, removal, disqualification or other reason may be filled through a nomination by the Board of Directors and be approved by a majority vote of the current Board. The person approved shall take office immediately and serve for the unexpired term of his or her predecessor in office.

## ARTICLE VII.VI. BOARD OF DIRECTORS ORDER OF BUSINESS

### –Section 1. Agenda for Meetings.

The order of business for regular or special meetings of the members and the Board of Directors shall be established by the president, subject to change by action of the Board. Directors shall submit agenda items to the president for consideration at least 30 days prior to a meeting. A written (print or electronic) agenda for each meeting shall be ~~mailed or e-mailed~~ provided to the directors at least ~~seven~~ 7 days before each meeting.

### Section 2. Parliamentary Procedure.

The procedure for meetings will be Robert's Rules of Order, except as modified by these bylaws. On questions of parliamentary procedure, a ruling by the president shall prevail, subject to an appeal to the voting members of the particular meeting.

## ARTICLE VIII.VII. COMMITTEES.

### Section 1. Appointment of Committees.

The Board of Directors may create such regular or special committees as it deems appropriate. Each director shall serve on at least one committee, and the members and chairpersons of the committees shall be appointed by the president with the advice and consent of the Board. The vice president shall be an ex officio member of all committees. The work of committees shall take place between regular meetings of the Board and will be reported at Board meetings.

### Section 2. Committee Leadership.

The president shall appoint a chairperson and a vice chairperson for each committee, unless otherwise designated in these bylaws. The chairperson is responsible for organizing committee meetings, priorities, and workplans; reporting committee progress to the Board; and carrying out other duties as

assigned by the Board of Directors. The vice chairperson is the successor to the chairperson- and will run committee meetings and report to the Board in the absence of the chairperson.

### Section 3. Term of Office.

Each chairperson and vice chairperson of a committee shall serve a one-year term as appointed by the president. Committee members may be reassigned ~~every two years by~~ at the discretion of the president with the advice and consent of the Executive Committee.

### Section 4. Executive Committee.

The officers shall constitute the Executive Committee. The president shall be the chairperson of such committee. The vice president shall be the vice chairperson of the committee. Additional Executive Committee members may be added by vote of the Board of Directors and may include both voting and non-voting directors. The Executive Committee shall solicit suggestions for nominees from the ~~regional~~ Alumni Chapters and the members at-large for individuals to fill vacant positions on the Board of Directors. The Executive Committee shall make recommendations to the Board ~~of directors for new chapters. The executive committee shall nominate a young alumna/us to be awarded the young alumni of the year at homecoming, subject to the approval of the vice president for university advancement for new Alumni Chapters and Clubs.~~ The Executive Committee shall have such powers and duties as may be vested in it from time to time by resolution of the Board.

## ~~ARTICLE IX. REGIONAL~~VIII. ALUMNI CHAPTERS.

### Section 1. Chapter Purpose and Operation.

~~Alumni Association~~ The University's regional alumni Chapters exist to foster and further the Alumni Association purpose as outlined in Article 1. Chapters shall be subsidiary units of the Alumni Association, and ~~the chapters~~ shall be organized and operated in accordance with the policies ~~(see definition of alumni chapters in the Alumni Resource Book)~~ adopted by the Board of Directors and approved by the Board of Governors. ~~Regional alumni~~

### Section 2. Membership.

All persons who are graduates of Truman State University or have an interest in the University are eligible for membership in an Alumni Chapter. Chapters shall charge membership fees, as determined annually by the Board of Directors, to support the operation of the Chapter.

### Section 3. Chapter Officers.

Each Alumni Chapter shall have a president, vice president, secretary, treasurer, and representative to the Alumni Association Board of Directors, herein called the required officers. Such other officers, as may be deemed necessary, may be added by consent of the current officers. The officers shall constitute the Chapter Executive Board. Officers must be members of the Chapter they serve.

#### (i) President.

The president shall be the principal officer of the Chapter and shall in general supervise and control all of the business and affairs of the Chapter. He or she shall, when present, preside at all Chapter meetings. The president shall be the Chapter's primary contact with the Office of Advancement. In general, he or she shall perform all duties incident to the office of president and such other duties as may be

prescribed from time to time by the Chapter Executive Board or the Alumni Association Board of Directors.

(ii) Vice President.

In the absence of the president, or in the event of the president's death, inability or refusal to act, the vice president shall perform the duties of the president, and when so acting, shall have all the powers of, and be subject to all the restrictions upon, the president. The vice president shall perform such other duties as from time to time may be assigned to him or her by the president, the Chapter Executive Board, or the Alumni Association Board of Directors.

(iii) Secretary.

The secretary keeps minutes for all meetings and shall submit those minutes to the entire Chapter Executive Board and to the Office of Advancement. The secretary shall perform such other duties as from time to time may be assigned to him or her by the president, the Chapter Executive Board, or the Alumni Association Board of Directors.

(iv) Treasurer.

The treasurer will process all membership fee receipts and forward membership information to the Office of Advancement. Additionally, he or she will prepare a yearly budget for the chapter and coordinate the influx of funds for each chapter event. The treasurer will present all expenditures for approval by no fewer than 3 Chapter Executive Board officers, to be recorded in meeting minutes, and submit required financial reports to the Office of Advancement. The treasurer shall perform such other duties as from time to time may be assigned to him or her by the president, the Chapter Executive Board, or the Alumni Association Board of Directors.

(v) Representative to the Alumni Association Board of Directors

The Alumni Association Board of Directors Representative must satisfy the qualifications and duties specified in Article IV. A Chapter officer identified above may concurrently serve as Representative, or the Representative may be a Chapter officer in its own right.

Section 4. Formation.

Members of the Association residing in a given geographic location, having a particular affinity, or sharing a specific set of goals that reinforce the purpose of the Alumni Association may form a Chapter. Prospective Chapters must submit to the Office of Advancement for approval by the Alumni Association Board of Directors the following:

- proof of a viable population to sustain Chapter operation by way of a petition or other tool deemed appropriate by the Board of Directors;
- a roster of individuals committed to serve on the Chapter Executive Board, including but not limited to the required officers;
- and a proposed calendar of at least 2 events approved by the Office of Advancement for the next fiscal year.

With verification that the Office of Advancement can support a new Alumni Chapter, Chapters will be established if approved by a two-thirds vote of the Board of Directors. Upon approval, the Chapters shall commence operation the first day of the fiscal year that immediately follows.

### Section 5. Good Standing.

A Chapter shall be in good standing, with all the benefits and rights granted to a Chapter, when meeting all of these annual requirements in the prior fiscal year:

- maintain a full roster of required officers;
- hold at least 2 Chapter Executive Board meetings with minutes submitted to the Office of Advancement;
- host at least 2 events approved by the Office of Advancement, providing a list of attendees for each event;
- submit timely financial statements to the Office of Advancement;

The Board from time to time will evaluate the need for additional requirements to ensure Chapters meet the purpose of the Alumni Association set forth in these bylaws and operate within the meaning of Section 501(c)(3) of the Internal Revenue Code.

### Section 6. –Probationary Status.

A Chapter that fails to meet the requirements for good standing in the prior fiscal year or is not in compliance with the bylaws of the Alumni Association shall be in probationary status. During that time, all dues-paying members may be notified of the Chapter's standing. If at any time the Chapter Executive Board is unable to perform the duties necessary to supervise and control all business and affairs of the Chapter, the Board of Directors will serve as executors on behalf of the Chapter. Chapters in probationary status for 2 consecutive fiscal years shall be dissolved according to the procedure contained in these bylaws.

### Section 7. Dissolution.

A Chapter will be dissolved if it is in probationary status for 2 consecutive fiscal years or if a vote of the current dues-paying members expresses desire to dissolve, at which point:

- The Alumni Association Board of Directors will vote to consent to the dissolution of the Chapter.
- Following Board of Directors approval, the Chapter Executive Board shall notify all current dues-paying members and must expend the Chapter treasury and close affiliate bank accounts by the end of the fiscal year.
- If the Chapter has established an endowed scholarship fund with the Truman State University Foundation, the scholarship funds shall continue to be administered as established. If the fund is not yet fully endowed, the full balance of the fund shall be awarded outright as an annual scholarship and dispersal shall be determined in consultation with the Foundation.
- The Chapter will be considered dissolved when the above are complete, and the Chapter's representation to the Board of Directors shall be removed at the end of the coinciding fiscal year. A dissolved Chapter may choose to function henceforth as a Club.

If at any time the Chapter Executive Board is unable to perform the duties necessary to supervise and control all business and affairs of the Chapter, the Board of Directors will serve as executors on behalf of the Chapter.

## ARTICLE ~~X~~ REGIONAL IX. ALUMNI CLUBS ~~The University's regional alumni~~

### Section 1. Club Purpose and Operation.

Alumni Clubs exist to foster and further the Alumni Association purpose as outlined in Article 1. Clubs shall be subsidiary units of the Alumni Association. ~~The clubs and~~ shall be organized and operated in accordance with the policies ~~(see definition of alumni clubs in the Alumni Resource Book)~~ adopted by the Board of Directors and approved by the Board of Governors. Clubs receive a basic level of support from the Office of Advancement.

### Section 2. Membership.

All persons who are graduates of Truman State University or have an interest in the University are eligible for membership in an Alumni Chapter. There shall be no membership fees associated with Alumni Clubs.

### Section 3. Ambassador.

Each Alumni Club shall have an ambassador who shall be the Club's primary contact with the Office of Advancement and with Club members. The Ambassador or another member of the club may also serve as an At-Large member on the Alumni Association Board of Directors if nominated and elected.

### Section 4. Formation.

Members of the Association residing in a given geographic location, having a particular affinity, or sharing a specific set of goals that reinforces the purpose of the Alumni Association may form a Club. Prospective Clubs must submit to the Office of Advancement for approval by the Alumni Association Board of Directors the following:

- proof of a viable population to sustain Chapter operation by way of a petition or other tool deemed appropriate by the Board of Directors;
- an individual committed to serve as the Ambassador;
- and at least 1 proposed event approved by the Office of Advancement for the next fiscal year.

With verification that the Office of Advancement can support a new Alumni Club, Clubs will be established by a two-thirds majority vote of the Board. Upon approval, the Club shall commence operation the first day of the fiscal year that immediately follows.

### Section 5. ~~regional alumni clubs. Existing clubs may~~ Active Status.

A Club shall be considered active, with all the benefits and rights granted to a Club, when meeting all of these annual requirements in the prior fiscal year:

- maintain an Ambassador;
- host at least 1 event approved by the Office of Advancement, providing a list of attendees for each event.

The Board from time to time will evaluate the need for additional requirements to ensure Clubs meet the purpose of the Alumni Association set forth in these bylaws and operate within the meaning of Section 501(c)(3) of the Internal Revenue Code.

## Section 6. Dissolution.

A Club that fails to meet the requirements for active status in the prior fiscal year shall be considered inactive. A Club will be dissolved if it is inactive for 2 consecutive fiscal years.

## ARTICLE X. FISCAL MATTERS.

### Section 1. Alumni Association Finances.

The Alumni Association does not maintain a central treasury. The Office of Advancement may allocate funding for Alumni Association business, to be dispensed according to criteria and procedures jointly agreed upon by the Board of Directors and the Office of Advancement. The Office of Advancement prepares an annual budget, and that budget is approved by the Foundation Board.

### Section 2. Alumni Chapter Finances.

Alumni Chapters collect membership dues and must maintain a treasury in compliance with Internal Revenue Code section 501(c)(3) regulations. Each expenditure must be approved by the treasurer plus to additional officers and documented accordingly in meeting minutes of the Chapter Executive Board. Chapters must annually submit to the Office of Advancement an abbreviated financial statement with supporting bank statements for review. Chapters may also request chapter status at a regular business meeting of the board of directors if they meet the requirements for active chapter status set forth by the board of directors. financial support from the Office of Advancement through criteria and procedures jointly agreed upon by the Board of Directors and the Office of Advancement. In the event a Chapter is unable to conduct business as specified in Article XIII, the Board of Directors will serve as executors to satisfy any financial requirements for the Chapter.

### Section 3. Alumni Club Finances.

Alumni Clubs do not maintain a treasury. Clubs may request financial support from the Office of Advancement through criteria and procedures jointly agreed upon by the Board of Directors and the Office of Advancement.

~~ARTICLE XI. FISCAL MATTERS. Annual budgets for the Alumni Association are prepared by the Office of Advancement and approved by the~~

~~Foundation Board. ARTICLE XII. BOOKS, RECORDS AND ANNUAL AUDITS.~~

~~The Truman Alumni Association shall keep and maintain complete and accurate books and records of account and minutes of the proceedings of its members, Board of Directors, and committees having any of the authority of the Board of Directors. The Alumni Association also shall keep at its principal office a record giving the names and addresses of the members entitled to vote. All books and records of the association Alumni Association may be inspected by any member, or his or her agent or attorney, for any proper purpose at any reasonable time.~~

## ARTICLE ~~XIII~~XII. FISCAL YEAR.

The fiscal year of the corporation shall begin on the 1st day of July and end on the 30th day of June in each year.

## ARTICLE ~~XIV~~XIII. INDEMNIFICATION AND INSURANCE.

### Section 1. Indemnification.

The ~~Truman~~ Alumni Association shall indemnify any ~~person~~ member of the Board of Directors who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, other than an action by or in the right of the Alumni Association, by reason of the fact that he or she is or was a director, ~~officer,~~ ~~employee or agent~~ of the Alumni Association, against expenses, including attorneys' fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Alumni Association, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful.

### Section 2. Insurance.

The Board of Directors may elect for the ~~Truman~~ Alumni Association to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Alumni Association, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Alumni Association would have the power to indemnify him or her against such liability.

## ARTICLE ~~XV~~XIV. WAIVER OF NOTICE.

Unless otherwise provided by law, whenever any notice is required to be given to any director or member of the Alumni Association under the provisions of these bylaws, the articles of incorporation, or the applicable statutes, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

## ARTICLE ~~XVI~~XV. REPEAL OR AMENDMENT OF BYLAWS.

These bylaws may be altered, amended, or repealed and new bylaws adopted, by a majority vote of the directors then in office and present at any regular meeting of the Board of Directors, or at any special meeting of the Board called for such purpose, at which a quorum is present, provided, however, that proper notice of such action to change the bylaws shall be given in writing not less than seven ~~nor more than thirty~~ days before such meeting and shall set forth such proposed alteration, amendment, or new bylaws, provided further, that any alteration, amendment, repeal, or new bylaws approved by the Board

of Directors shall not become effective unless ratified by the Truman State University Board of Governors.

**ITEM J.3**

**Construction Project – Replacement Storage Building Project**

*KBM*

**DESCRIPTION AND BACKGROUND**

On January 24, 2019, a storage building located in the Dulaney/Baldwin complex was destroyed by fire. The 60 foot by 140 foot facility was deemed by the University's property insurer as a complete loss. The claim process for building and content losses has been extensive. The equipment replacements, the demolition of the remaining structure, and the building replacement all required bid processes and evaluations from the insurance adjustor.

In order to receive full financial consideration for the damaged storage facility, the building will need to be replaced. The project was advertised in two general circulation newspapers, and the project was posted on the University Procurement website. Bids were solicited from ten firms, and three proposals were received from two construction companies.

The lowest bid, chosen by the insurance adjustor, was received from Sparks Constructors, Inc., Kirksville, MO in the amount of \$372,000. After the insurance adjustor applied certain discounts, the proposed replacement insurance proceeds were established at \$339,000. Costs in excess of the insurance claim proceeds will be funded by University Plant Funds. The new building will be constructed on University land east of Stokes Stadium on Florence Street. It will be utilized by the grounds crew, which is responsible for mowing and snow removal. This location will be more convenient and efficient for this group which is currently based at the Dulaney/Baldwin complex at the perimeter of campus. This following budget covers the proposed project cost and a small contingency.

**RECOMMENDED ACTION**

BE IT RESOLVED that the description and budgeted amount for the following construction project be approved:

<u>Project Name</u>	<u>Project Budget</u>
Replacement Storage Building Project	\$389,000

BE IT FURTHER RESOLVED that the President of the University, or her designee, be authorized to accept the lowest and best bid for the project; and

BE IT FURTHER RESOLVED that a copy of the description of the project, as reviewed at the meeting, be attached to the minutes as an exhibit.

Moved by \_\_\_\_\_  
 Seconded by \_\_\_\_\_  
 Vote: Aye \_\_\_\_\_  
 Nay \_\_\_\_\_

KBM

ITEM J.4  
Construction Project – Greenwood Site Development Project

DESCRIPTION AND BACKGROUND

Included in the approved FY2020 state budget is \$1.15 million toward the renovation of the Greenwood Center located at the northwest corner of East Normal Street and South Halliburton Street. Involved in this phase are structural improvements, site development such as new water, sewer and storm water lines, and exterior components including sidewalks and the parking lot. Specifications for the project were developed and it was advertised in two general circulation newspapers. Four contractors did a site visit and bids were received from three construction companies. The low bid was received from Sparks Constructors, Kirksville, Missouri. Funding is provided by the state appropriation and the total project budget including design fees, advertising, and construction is \$953,000.

RECOMMENDED ACTION

BE IT RESOLVED that the description and budgeted amount for the following construction project be approved:

<u>Project Name</u>	<u>Project Budget</u>
Greenwood Site Development Project	\$953,000

BE IT FURTHER RESOLVED that the President of the University, or her designee, be authorized to accept the lowest and best bid for the project; and

BE IT FURTHER RESOLVED that a copy of the description of the project, as reviewed at the meeting, be attached to the minutes as an exhibit.

Moved by \_\_\_\_\_  
 Seconded by \_\_\_\_\_  
 Vote: Aye \_\_\_\_\_  
 Nay \_\_\_\_\_



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August 12, 2019

Mark Schultz  
Campus Planner  
Truman State University  
100 E. Normal Avenue  
Kirksville, MO 63501

*HBM*

Re: Future Truman State Autism Center Design  
and Project Management

Dear Mr. Schultz:

Farmer Environmental Services, LLC, is pleased to submit a proposal for proposal for the environmental consulting services for the upcoming asbestos abatement to be performed at the future Autism Center. Farmer Environmental Services performed an asbestos inspection in 2016 and will provide a design based off those findings. The following outlines our fees and scope of work for the asbestos abatement consulting.

Asbestos Abatement Estimate: \$75,000 (contractor only)

Asbestos Abatement Design (lump sum fee) **\$10,500**

Includes:

- Site visit to verify/evaluate location and quantity of transite debris
- Technical Specifications and assistance editing Front Ends
- Signed, sealed design drawings by MDNR Licensed Engineer and Asbestos Abatement Designer
- Attendance at all necessary meetings
- Review of Contractor Pay Requests and approval
- Answer Contractor questions and coordinate those with Truman State

Asbestos Abatement Project Oversight and Air Sampling Professional **\$16,000**

- Time and Material
- MDNR Licensed Air Sampling Professional and Project Oversight Duties
- PCM Air Sample Analysis
- Answer Contractor questions and coordinate those with Truman State
- Project Closeout Report
- Does *not* include Lodging – that will be billed as a direct reimbursement.



**Farmer  
Environmental  
Services, LLC**

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Thank you for the opportunity to submit a proposal for our services. If accepted, please authorize below and e-mail this proposal to Wynter Farmer at [wynter@farmerenv.com](mailto:wynter@farmerenv.com).

Signature of Authorization: \_\_\_\_\_

Date of Authorization: \_\_\_\_\_

If there are any questions, or additional information is needed, please contact us at 618-656-6988.

Respectfully Submitted,  
Wynter Farmer  
Farmer Environmental Services, LLC  
*(electronic submittal)*