

UNIVERSITY OF MASSACHUSETTS

VOTES

BOARD OF TRUSTEES

NOVEMBER 8, 2006

RESOLUTION FOR DENNIS G. AUSTIN

WHEREAS, Dennis G. Austin had served on the Board of Trustees since 2002, serving as Chair of the Committee on Academic and Student Affairs playing a leadership role in defining the University's mission as the Commonwealth's public university and had overseen important policy toward it becoming a top-ranked University; and

WHEREAS, Dennis had served as a member of the Committee on Athletics, the Trustee Governance Committee, the Vice Chair of the Development Committee, co chair of the President's Search Committee resulting in the appointment of Jack Wilson and, the Chancellor's Search Committee at UMASS Boston resulting in the appointment of Michael Collins; and

WHEREAS, Dennis continues to serve on the UMASS Building Authority where he has strongly supported their many programs, representing the Building Authority at many ground breakings with a strong record of attendance at Building Authority meetings; and

WHEREAS, Dennis is a graduate of the University of Massachusetts at Boston where he received a Bachelor of Arts degree; and

WHEREAS, Dennis has been involved in unparalleled growth and expansion which has marked the University during his tenure calling for educational statesmanship of the highest order; and

BE IT RESOLVED, that the Board of Trustees of the University of Massachusetts, in a meeting assembled this eighth day of November, two thousand and six does hereby express its sincere and abiding appreciation for his generosity and exceptional performance; and

BE IT FURTHER RESOLVED, that Dennis G. Austin will continue to provide the University with his friendly wisdom for many years to come.

RESOLUTION FOR WILLIAM F. KENNEDY

WHEREAS, William F. Kennedy had served on the Board of Trustees since 2002, serving as Chair and Vice Chair of the Governance Committee, Vice Chair of the Compensation Committee, a member of the Committee on Academic and Student Affairs and the Athletic Committee, the Public Safety Task Force, the President's Search Committee resulting in the appointment of Jack Wilson; and the Chancellor's Search Committee, UMASS Boston resulting in the appointment of Michael Collins; and,

WHEREAS, Bill continues to serve on the UMASS Building Authority and as a member of their Audit Committee pushed for more timely audits and participated in the selection of a new audit firm;

WHEREAS, Bill was a dedicated public servant of the Commonwealth of Massachusetts having served as chief of staff and chief legal counsel to the Speaker of the House of Representatives, chief of staff and chief legal counsel to the Chairman of the House Ways and Means Committee and served as an assistant clerk to the Supreme Judicial Court of Massachusetts for Suffolk County and as an attorney for the Executive Council of the Commonwealth of Massachusetts assisting in approving judicial nominations;

WHEREAS, Bill took a personal interest in the life of the University serving enthusiastically during the greatest period of change and growth in the University's history; and

BE IT RESOLVED, that the Board of Trustees of the University of Massachusetts, in a meeting assembled this eighth day of November, two thousand and six does hereby express its sincere and abiding appreciation for his loyal and devoted concern; and

BE IT FURTHER RESOLVED, that William F. Kennedy be commended for his valuable service to the Board of Trustees and to the mission of the University of Massachusetts.

RESOLUTION FOR JAMES J. KARAM

WHEREAS, James J. Karam had served on the Board of Trustees since 2002, serving as Chair of the Board from 2004-2006 leading the University as it grew and prospered in its reputation and quality of faculty and staff recruited; and

WHEREAS, Jim had served as a member of the Committee on Administration and Finance, the Development Committee, the Governance Committee and the Compensation Committee; he served as Vice Chair for the Committee on Administration, Finance and Audit, the Committee on Athletics, the Public Safety Task Force and the Investment sub Committee for the University of Massachusetts Foundation, a member of the Worcester City Campus Corporation and co Chair of the Athletic Task Force; and the President's Search Committee resulting in the appointment of Jack Wilson and,

WHEREAS, Jim continues to serve on the UMASS Building Authority championing the involvement of the Authority with the UMass Club; and

WHEREAS, Jim served as President and Chair of the Executive Committee of the UMASS Foundation attracting the highest caliber volunteers to lead and achieve the goals of the Foundation at the Board and Committee levels empowering the volunteers, who are experts in their respective fields; and

WHEREAS, Jim was active in the establishment of a fully integrated marketing plan and kept up discussions regarding the Commonwealth's return on its investment in the University system; and

WHEREAS, Jim is a graduate of the University of Massachusetts at Dartmouth where he received a Bachelor of Arts degree receiving the University of Massachusetts Entrepreneur of the Year Award and an Honorary Doctorate of Business Administration; and

WHEREAS, Jim with President Wilson and Senior Vice President Williams traveled to South Africa in 2006 to award an Honorary Degree to Nelson Mandela; and his wife, Graca Machel in a degree ceremony held at the Nelson Mandela Foundation as part of a UMASS academic delegation addressing South Africa's social challenges, including HIV/AIDS education, youth education and technology; and

WHEREAS, despite the heavy demands of his profession, he was unstinting in his efforts on behalf of the University; and

BE IT RESOLVED, that the Board of Trustees of the University of Massachusetts, in a meeting assembled this eighth day of November, two thousand and six does hereby extend to James J. Karam, on behalf of the people of Massachusetts, whose interest it serves, sincere and abiding appreciation for his commitment to the students and his generosity and exceptional performance; and

BE IT FURTHER RESOLVED, that the Board hereby expresses its thanks and admiration for James J. Karam's years of generous care in the knowledge that, because of him, the University is greater than it would have otherwise been.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: Academic and Student Affairs – November 7, 2006

ACTION ITEM #a,1: B. S. in Public Health, UMASS Amherst

DATE: BoT – November 8, 2006

DOC. & VOTE I.D. #: T06-064

VOTED: To approve the B.S. in Public Health Sciences at the University of Massachusetts Amherst as contained in Doc. T06-064.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: Administration and Finance – November 1, 2006

ACTION ITEM #b,1: FY2006 Financial Report

DATE: BoT – November 8, 2006

DOC. & VOTE I.D. #: T06-069, as amended

VOTED: To accept the following report:

The FY2006 University Financial Report, as contained in Doc. T06-069, as amended.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: Administration and Finance – November 1, 2006

ACTION ITEM #b,2: Line of Credit, UMASS Building Authority

DATE: BoT – November 8, 2006

DOC. & VOTE I.D. #: T06-070

VOTED:

RESOLUTION OF THE BOARD OF TRUSTEES OF THE UNIVERSITY OF MASSACHUSETTS APPROVING A CONTRACT WITH RESPECT TO A LINE OF CREDIT TO BE OBTAINED BY UNIVERSITY OF MASSACHUSETTS BUILDING AUTHORITY

WHEREAS, the University of Massachusetts Building Authority (the “Authority”) was created by Chapter 773 of the Acts of 1960 of The Commonwealth of Massachusetts (the “Commonwealth”) (said Chapter 773, as amended, being hereinafter called the “Enabling Act”) as a body politic and corporate and a public instrumentality of the Commonwealth;

WHEREAS, the Authority was created by the Enabling Act for the general purposes of aiding and contributing to the performance of the education and other purposes of the University of Massachusetts (the “University”) by providing dormitories, dining commons and other buildings and structures for the use of the University, its students, staff and their dependents and for lease to or use by an organization or association, in any form, of students or others the activities of which are a part of the activities at the University and subject to regulation by the Board of Trustees of the University (the “Trustees”), a research, foundation or other research organization the operation of which in conjunction with the University is approved by the Trustees or any other entity the activities of which are approved by the Trustees as furthering the purposes of the University;

WHEREAS, the Authority is authorized by the Enabling Act to issue its bonds and notes to finance projects (a) that fulfill one or more of the purposes set forth in the preceding paragraph, (b) that the Authority has been requested in writing by the authority of the Trustees to initiate and (c) the initiation of which by the Authority has been approved in writing by the Commissioner of Administration of the Commonwealth if at the applicable time such approval is required by law (projects meeting the foregoing criteria being called “Requested Projects”);

WHEREAS, the Authority plans to obtain a line of credit (the “Line of Credit”) from Bank of America, N.A. (the “Bank”), pursuant to which the Authority will issue its notes to obtain funds prior to the issuance by the Authority of its bonds therefor to be applied to the payment of any costs of one or more Requested Projects constituting “cost of a project” as such term is defined in the Enabling Act;

WHEREAS, the Bank requires as a condition of providing the Line of Credit to the Authority that all amounts payable by the Authority under the Line of Credit not paid from other sources be payable from all funds of the University permitted by law to be applied thereto;

WHEREAS, in the judgment of the Trustees it is in the best interests of the University, its students, staff and their dependents that the Authority obtain the Line of Credit;

NOW, THEREFORE,

1. The making of a contract (the “Contract”) among the Commonwealth, acting by and through the Trustees, the Trustees and the Authority (to or of which the Bank may be a party or a third party beneficiary) pursuant to the Enabling Act and all other applicable law and pertaining to the Line of Credit be and the same hereby is authorized, the Contract to contain such provisions relating to the Line of Credit and the Requested Projects as are permitted by the Enabling Act and other applicable law and approved by the signer of the Contract on behalf of the Commonwealth and the Trustees pursuant to the authority granted such signer below in this resolution and all applicable provisions of law, including without limitation provisions to the effect that all amounts payable by the Authority under the Contract not paid from other sources shall be payable from all funds of the University permitted by law to be applied thereto and that amounts so payable from such funds of the University, as certified by the Authority to the Trustees, shall be held in the unrestricted net assets of the University and applied to payments on the Line of Credit on a parity with certain other obligations payable from the unrestricted net assets of the University.
2. The President of the University and the Vice President for Management and Fiscal Affairs and Treasurer of the University, each acting alone, be and hereby are authorized, in the name and on behalf of the Commonwealth and the Trustees, to approve the provisions of the Contract (including the title thereof) and to sign, seal with the common seal of the University and the Trustees, acknowledge if deemed advisable and deliver the Contract, the execution of the Contract by the signer of the Contract on behalf of the Commonwealth and the Trustees to be conclusive evidence a. of the approval of such signer of the provisions of the Contract (including the title thereof) and b. that the Contract so executed is as authorized and approved by this resolution.

3. The President of the University and the Vice President for Management and Fiscal Affairs and Treasurer of the University, each acting alone, and each other officer of the University, acting alone, are hereby authorized to do such other things and to take such other actions as the officer or officers so acting shall, as conclusively evidenced by their doing any of the things or taking any of the actions hereby authorized, deem necessary or desirable to be done or taken to carry out the Contract or any Requested Project, including without limitation the execution, sealing and delivery of contracts (which are hereby authorized) on behalf of the Commonwealth or the Trustees (including without limitation contracts entered into by the Commonwealth, acting by and through the Trustees, with the Authority (to which the Trustees may but need not be a party) for state financial assistance in the form of a guaranty by the Commonwealth of bonds (in one or more series) or notes (in one or more series) of the Authority, all as provided in and subject to the Enabling Act), the execution of any such contract by the signer thereof on behalf of the Commonwealth and the Trustees conclusively to evidence that such contract is authorized by this resolution.

4. In addition to the authorizations granted by this resolution to the President of the University, the Vice President for Management and Fiscal Affairs and Treasurer of the University and each other officer of the University, and without limiting any such authorizations, the Trustees, pursuant to Chapter 75, Section 3A of the Massachusetts General Laws and every other authority thereunto the Trustees enabling, hereby delegate to the President of the University and the Vice President for Management and Fiscal Affairs and Treasurer of the University, each acting alone, and each other officer of the University, acting alone, the power to do all acts and things and exercise all powers each officer of the University is authorized by this resolution to do or exercise, such delegation being intended to be commensurate with the authorizations granted to each such officer by this resolution, and such delegation being in the judgment of the Trustees necessary or desirable.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: Administration and Finance – November 1, 2006

ACTION ITEM #b,3: Bellegarde Boathouse Facility and Land Transfer, UMASS Lowell

DATE: BoT – November 8, 2006

DOC. & VOTE I.D. #: T06-071

VOTED: To accept the proposal of the commissioner of capital asset management for the transfer of care, custody, management and control of so much of the property known as the Pawtucket Boulevard Node as contains the Bellegarde Boathouse, together with the land and appurtenances associated therewith, located on a certain portion of state-owned public park land in the city of Lowell pursuant to Chapter 238 of the Acts of 2006 and to delegate to the President and Chancellor of the Lowell campus the authority to take all actions necessary to effectuate the transfer of said property from the commissioner of capital asset management.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: Administration and Finance – November 1, 2006

ACTION ITEM #b,4: Fiscal Year 2008 State Budget Request Authorization

DATE: BoT – November 8, 2006

DOC. & VOTE I.D. #: T06-072

VOTED: To authorize the President to prepare and submit the University's Fiscal Year 2008 State Appropriation request consistent with the University's funding formula pursuant to Section 7 of Chapter 75 and Section 15B of Chapter 15A of the General Laws.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: **Audit – November 1, 2006**

ACTION ITEM #c,1-4: **Audit Reports**

DATE: **BoT – November 8, 2006**

DOC. & VOTE I.D. #: **T06-069, as amended, T06-061, T06-060, T06-059**

VOTED: To accept the following Audit reports:

1. The FY 2006 University Financial Report (Doc. T06-069, as amended)
2. Annual Audit Plan (Doc. T06-060)
3. Internal Audit Report, Disaster Recovery/Business Continuity Planning (Doc. T06-059)

And further,

To rescind the Audit Protocols as stated in Doc. T92-062 and to adopt the Internal Audit Charter as stated in Doc. T06-061.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: Science and Technology – November 7, 2006

AGENDA #e: Dr. Craig C. Mello Resolution

DATE: BoT – November 8, 2006

DOC. & VOTE I.D. #: T06-075

VOTED: Whereas: The Nobel Assembly at Karolinska Institutet awarded The Nobel Prize in Physiology or Medicine for 2006 to the University of Massachusetts Medical School's Craig C. Mello, PhD, and to his colleague Andrew Fire, PhD, of Stanford University, for their discoveries related to RNA interference; and

Whereas: Craig C. Mello, who holds the Blais University Chair in Molecular Medicine, is an extraordinary resource to the Medical School, to the University of Massachusetts System, to the Medical Profession, and to the world; and

Whereas: Professor Mello won or shared in the following awards: Brandeis University's Lewis S. Rosenstiel Award for Distinguished Work in Medical Research, the National Academy of Sciences Award in Molecular Biology, the Canadian government's Gairdner International Award and the Massry Prize, the prestigious Paul Ehrlich and Ludwig Darmstaedter Prize, and was named the inaugural recipient of The Dr. Paul Janssen Award for Biomedical Research by Johnson & Johnson; and

Whereas, the discovery that Dr. Mello and Dr. Fire brought forward has changed the way research is conducted in laboratories around the world and holds such promise for therapeutic applications with respect to so many diseases, including cancer, diabetes, Alzheimer's Disease and Parkinson's Disease;

We hereby congratulate Dr. Mello and extend our appreciation, our admiration, and our support to him for his extraordinary achievements and accomplishments that reflect so very well upon him, his students, his colleagues, the Medical School and the University.

Furthermore, we express our desire to everyone in the University to recognize the extraordinary demands that will now be placed upon Dr. Mello and the difficulty that he will face in balancing his research and scholarly work with those many demands, additionally, we urge the development of a system to review all requests for his time and to require that all University and other requests go through this system in the interest of protecting Dr. Mello's valuable time for his work, his family, and himself.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

OTH. BUSINESS #a: Department of Defense

DATE: BoT – November 8, 2006

DOC. & VOTE I.D. #: T06-053, as amended

VOTED: WHEREAS, current Department of Defense Regulations contain a provision making it mandatory that the Chairman of the Board, the President, the Secretary, and the designated Facility Security Officer meet the personnel clearance requirements established for a contractor's facility clearance; and

WHEREAS, said Department of Defense Regulations permit the exclusion from the personnel clearance requirements of certain members of the Board of Trustees and other officers, provided that this action is recorded in the minutes.

NOW, THEREFORE, BE IT DECLARED that the Chairman of the Board, the President, the Secretary and the designated Facility Security Officer at the present time do possess, or will be processed for, the required security clearance; and

BE IT RESOLVED that in the future, when any individual enters upon any duties as Chairman of the Board, the President, the Secretary or the designated Facility Security Officer, such individual shall immediately make application for the required security clearance; and

BE IT RESOLVED FURTHER that the following members of the Board of Trustees and other officers shall not have, and can be effectively excluded from access to all classified information in the possession of the corporation and do not occupy positions that would enable them to affect adversely policies or practices in the performance of classified contracts for the Department of Defense or the User Agencies of its Industrial Security Program:

<u>NAME</u>	<u>TITLE</u>
Alfred Albano	Trustee
John A. Armstrong	Trustee
Lawrence F. Boyle	Trustee
Jennifer Braceras	Trustee
Matthew Carlin	Trustee
Christine K. Cassel	Trustee
John A. DiBiaggio	Trustee
Tamara Endich	Trustee
Ruben J. King-Shaw, Jr.	Trustee
Aleksandar Kulenovic	Trustee
Richard J. Lawton	Trustee
Marisha Leiblum	Trustee
Kenneth A. MacAfee	Trustee
Robert J. Manning	Trustee
Heather Makrez	Trustee
Robert McCarthy	Trustee
William T. O'Shea	Trustee
Janet D. Pearl	Trustee
Alda Rego Weathers	Trustee
Robert K. Sheridan	Trustee
Karl E. White	Trustee

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: Governance Committee – October 16, 2006

AGENDA #a: Amendments to the By-Laws

DATE: BoT – November 8, 2006

DOC. & VOTE I.D. #: T91-100, as amended

VOTED: To approve the following amendments to the By-Laws of the Board of Trustees of the University of Massachusetts:

Article III, COMMITTEES OF THE BOARD is hereby amended as follows:

Section 1. Standing Committees

By striking seven and replacing it with eight and adding the Science, Technology and Research Committee.

Section 5. Responsibilities of Standing Committees

By striking (c), v. economic development, technology transfer, industry sponsorships and partnerships;

By adding:

(h) The *Science, Technology and Research Committee* shall have the responsibility of considering, reviewing and making recommendations to the full Board on matters concerning science, technology and research at the University including but not limited to:

i. Policies designed to strengthen the University's overall research and development enterprise:

ii. Policies in support of the strategic growth of the University as a high-quality, globally oriented, state-responsive public research university;

iii. Policies involving economic development, technology transfer, industry partnerships and sponsorships.

As research is clearly part of the academic enterprise overseen by the Committee on Academic and Student Affairs, the work of the Science, Technology and Research Committee will be performed in conjunction and consonant with the policies approved by the Committee on Academic and Student Affairs in areas of potential overlap.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: Governance Committee – October 16, 2006

AGENDA #b: Officers and Committee Chairs, 2006-2007

DATE: BoT - November 8, 2006

DOC. & VOTE I.D. #: Doc. T06-041, as amended

VOTED: To confirm and approve the Officers and Committee Chairs of the Board of Trustees set forth in Doc. T06-041, as amended all to serve until the next annual meeting of the Board.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: Academic and Student Affairs – November 7, 2006

EXEC. SESSION #a: Honorary Degrees, UMASS Amherst, Boston, Dartmouth and Lowell

DATE: BoT – November 8, 2006

DOC. & VOTE I.D. #: T06-065

VOTED: To award Honorary Degrees to those individuals agreed upon in Executive Session and to instruct the Chancellors to proceed with the necessary arrangements.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: Academic and Student Affairs – November 7, 2006

EXEC. SESSION #b: Appointments with Tenure, UMASS Boston, Dartmouth, Worcester

DATE: BoT – November 8, 2006

DOC. & VOTE I.D. #: T06-066

VOTED: To concur with the President in the appointment of Maxim Olshanii as associate professor with tenure in the Department of Physics at the University of Massachusetts Boston.

To concur with the President in the appointment of Anthony Garro as professor with tenure in the Department of Biology at the University of Massachusetts Dartmouth.

To concur with the President in the appointment of Ajay Kumar Wakhloo as professor with tenure in the Department of Radiology with joint appointments in Neurology and Neurosurgery at the University of Massachusetts Worcester.

UNIVERSITY OF MASSACHUSETTS BOARD OF TRUSTEES

COMMITTEE: Academic and Student Affairs – November 7, 2006

EXEC. SESSION #c: Awards of Tenure, UMASS Amherst, Worcester

DATE: BoT – November 8, 2006

DOC. & VOTE I.D. #: T06-067

VOTED: To concur with the President in the award of tenure to the following individuals in the following Departments:

Amherst Elizabeth Bertone-Johnson, Public Health
Jeffrey Cox, Music and Dance
Todd Emrick, Polymer Science and Engineering
Farshid Hajir, Mathematics and Statistics

Worcester Paul D. Kaufman, Molecular Medicine
Hardy Kornfeld, Medicine
David Paydarfar, Neurology and Physiology