

UNIVERSITY OF MISSOURI
Columbia . Kansas City . Rolla . St. Louis



BOARD OF CURATORS

Minutes of the Board of Curators Meeting
September 20-21, 2018
Columbia, Missouri

BOARD OF CURATORS MEETING – PUBLIC SESSION

A meeting of the University of Missouri Board of Curators was convened in public session at 8:05 A.M., on Thursday, September 20, 2018, in Multipurpose Room 401 A&D of the Student Union on the University of Missouri-Kansas City campus, Kansas City, Missouri, pursuant to public notice given of said meeting. Curator David L. Steelman, Chair of the Board of Curators, presided over the meeting.

Present

The Honorable Julia G. Brncic
The Honorable Darryl M. Chatman
The Honorable Jamie L. Farmer
The Honorable Maurice B. Graham
The Honorable Jeffrey L. Layman
The Honorable John R. Phillips
The Honorable Phillip H. Snowden
The Honorable David L. Steelman
The Honorable Jon T. Sundvold

Also Present

Dr. Mun Y. Choi, President
Mr. Stephen J. Owens, General Counsel
Ms. Cindy Harmon, Secretary of the Board of Curators
Mr. Avery Welker, Student Representative to the Board of Curators
Dr. C. Mauli Agrawal, Chancellor, University of Missouri – Kansas City
Dr. Alexander Cartwright, Chancellor for University of Missouri-Columbia
Ms. Marsha Fischer, Interim Associate Vice President for Human Resources
Dr. Mark McIntosh, Vice President for Research and Economic Development
Mr. Ryan D. Rapp, Vice President for Finance
Ms. Christine Holt, Chief of Staff, UM System

Media representatives

General Business

The oath of office was administered for Avery J. Welker, Student Representative to the Board of Curators.

Health Affairs Committee

Mr. Ron Ashworth joined the meeting as a member of the Health Affairs Committee.

The only committee business for this public session was to approve a closed meeting.

The public session meeting of the Health Affairs Committee recessed at 8:09 AM on Thursday, September 20, 2018.

General Business

Resolution for Executive Session of the Board of Curators Meeting

It was moved by Curator Layman and seconded by Curator Graham, that there shall be an executive session with a closed record and closed vote of the Board of Curators meeting September 20-21, 2018 for consideration of:

- **Section 610.021(1), RSMo**, relating to matters identified in that provision, which include legal actions, causes of action or litigation, and confidential or privileged communications with counsel; and
- **Section 610.021(2), RSMo**, relating to matters identified in that provision, which include leasing, purchase, or sale of real estate; and
- **Section 610.021(3), RSMo**, relating to matters identified in that provision, which include hiring, firing, disciplining, or promoting of particular employees; and
- **Section 610.021(12), RSMo**, relating to matters identified in that provision, which include sealed bids and related documents and sealed proposals and related documents or documents related to a negotiated contract; and
- **Section 610.021 (13), RSMo**, relating to matters identified in that provision, which include individually identifiable personnel records, performance ratings, or records pertaining to employees or applicants for employment.

Roll call vote of the Board:

Curator Brncic was absent for vote.
Curator Chatman was absent for vote.
Curator Farmer voted yes.
Curator Graham voted yes.
Curator Layman voted yes.
Curator Phillips voted yes.
Curator Snowden voted yes.
Curator Steelman voted yes.
Curator Sundvold voted yes.

The motion carried.

The public session of the Board of Curators meeting recessed at 8:12 AM on Thursday, September 20, 2018.

Board of Curators Meeting – Executive Session

A meeting of the University of Missouri Board of Curators was convened in executive session at 8:20 A.M., on Thursday, September 20, 2018, in Room 402 of the Student Union on the University of Missouri-Kansas City campus, Kansas City, Missouri, pursuant to public notice given of said meeting. Curator David L. Steelman, Chair of the Board of Curators, presided over the meeting.

Present

The Honorable Julia G. Brncic
The Honorable Darryl M. Chatman
The Honorable Jamie L. Farmer
The Honorable Maurice B. Graham
The Honorable Jeffrey L. Layman
The Honorable John R. Phillips
The Honorable Phillip H. Snowden
The Honorable David L. Steelman
The Honorable Jon T. Sundvold

Also Present

Dr. Mun Y. Choi, President
Mr. Stephen J. Owens, General Counsel
Ms. Cindy Harmon, Secretary of the Board of Curators
Mr. Avery Welker, Student Representative to the Board of Curators

Health Affairs Committee – Executive Session

Mr. Ron Ashworth and Ms. Teresa Maledy joined the meeting as members of the Health Affairs Committee.

Others who joined the meeting included Chancellor Cartwright, Chancellor Agrawal, Mr. Jonathon Curtright, Vice President Rapp, Mr. Robert Hess, Dean Delafontaine, Mr. Mike Blair, Dr. Ted Choma, Provost Ramchand and Christine Holt.

Report on personnel, contract items and legal advice – presented by Mr. Robert Hess and Mr. Curtright

No action taken by the Board.

Mr. Jonathon Curtright, Mr. Robert Hess, Mr. Blair, Dr Choma and Dean Delafontaine excused themselves from the meeting.

General Business

Report on contract matters – presented by Vice President Rapp

No action taken by the Board.

The executive session of the Board of Curators meeting recessed at 9:32 AM on Thursday, September 20, 2018.

RECONVENED PUBLIC SESSION

A meeting of the University of Missouri Board of Curators was reconvened in public session at 9:45 A.M., on Thursday, September 20, 2018, in the Multipurpose Room 401 A&D of the Student Union on the University of Missouri – Kansas City campus, Kansas City, Missouri, pursuant to public notice given of said meeting. Curator David L. Steelman, Chair of the Board of Curators, presided over the meeting.

Present

The Honorable Julia G. Brncic
The Honorable Darryl M. Chatman
The Honorable Jamie L. Farmer
The Honorable Maurice B. Graham
The Honorable Jeffrey L. Layman
The Honorable John R. Phillips
The Honorable Phillip H. Snowden

The Honorable David L. Steelman
The Honorable Jon T. Sundvold

Also Present

Dr. Mun Y. Choi, President
Mr. Stephen J. Owens, General Counsel
Ms. Cindy Harmon, Secretary of the Board of Curators
Mr. Avery Welker, Student Representative to the Board of Curators
Dr. C. Mauli Agrawal, Chancellor, University of Missouri – Kansas City
Dr. Gary K. Allen, Vice President for Information Technology
Dr. Alexander Cartwright, Chancellor for University of Missouri-Columbia
Mr. Jonathan Curtright, Chief Executive Officer, MU Health
Ms. Kamrhan Farwell, Chief Marketing and Communications Officer
Ms. Marsha Fischer, Chief Human Resources Officer
Dr. Thomas F. George, Chancellor for University of Missouri-St. Louis
Dr. Steven W. Graham, Senior Associate Vice President for Academic Affairs
Dr. Chris Maples, Interim Chancellor for Missouri University of Science and Technology
Dr. Mark McIntosh, Vice President for Research and Economic Development
Dr. Kevin G. McDonald, Chief Diversity Officer
Ms. Michelle M. Piranio, Interim Chief Audit Executive
Mr. Ryan D. Rapp, Vice President for Finance
Dr. Marshall Stewart, Vice Chancellor, Extension and Engagement
Ms. Christine Holt, Chief of Staff, UM System
Mr. Christian Basi, Director of Media Relations
Media representatives

Health Affairs Committee

Mr. Ron Ashworth and Ms. Teresa Maledy joined the meeting as members of the Health Affairs Committee.

MU Health Care Annual Report – presented by Mr. Jonathan Curtright (slides on file for this information item)

Amendment, Collected Rules and Regulations 440.040, University Physicians Medical Practice Plan – presented by Dr. Ted Choma (slides and information on file)

It was moved by Curator Sundvold and seconded by Curator Phillips, that Section 440.040 of the Collected Rules and Regulations, University Physicians Medical Practice Plan, be amended as described in the supporting documents for this action item, subject to

technical corrections by General Counsel regarding references for the University of Missouri – Columbia and the University of Missouri System.

**Collected Rules and Regulations
Medical and Dental Schools and Services
Chapter 440: UMC Medical Services**

440.040 University Physicians Medical Practice Plan

Amended February 27, 1976 & Bd. Min. 12-14-79 & 3-17-87; Amended
Bd. Min. 9-28-17; Amended Bd. Min. 9-20-18.

A. Definitions

1. **University Physician Medical Practice Plan** -- These rules and regulations shall be known and referred to as the "University Physicians Medical Practice Plan."
2. **Plan** -- The word "Plan" as used in these regulations shall be construed to mean the Plan herein created for the rendering of professional services to patients, consultation or any other services related to their professional skills rendered to others than the University by members of the Faculty of the School of Medicine of the University of Missouri, providing for the use of any fees or compensation received for such services and providing for additional compensation for those Faculty members who become participants in the Plan.
3. **Plan Income** -- The words "Plan Income" shall be construed to mean all income received by the University by assignment which are derived from patient care activities from sources identified in Section 440.040.D.
4. **MU Health Care** -- The words "MU Health Care" or "MUHC" as used herein shall refer to the facilities owned, operated or that are affiliates of MU Health Care and the School of Medicine, University of Missouri. This includes the University of Missouri and University of Missouri System.

5. **Participant** -- The word "Participant" as used in these regulations shall be construed to mean all Faculty of the School of Medicine who are members of the MUHC Medical Staff who as part of their faculty responsibilities generate income from professional activities documented by a signed contract for patient care related services which is assigned to the University pursuant to the Plan.
6. **Department** -- The words "Department" or "Departments" shall refer to those departments of the School of Medicine for whom departmental accounts have been recommended by the University Physicians Management Committee and approved by the Dean and in which one or more Faculty members shall have qualified as participants in the Plan.
7. **Departmental Account** -- The words "Departmental Account" or "Departmental Accounts" shall refer to those departmental accountability records maintained in the University Physicians Administration Office in support of the percentage portion of the Plan income credited to the department as determined by the Plan.
8. **UNIVERSITY PHYSICIANS** -- The words "University Physicians" shall mean the operating name of the University Physicians Medical Practice Plan.
9. **Section/Division** -- The words "Section/Division" or "Sections/Divisions" shall refer to those sections/divisions of departments of the School of Medicine which have a separate account as provided in Section 440.040 G.3.
10. **Section/Division Chief** -- The words "Section/Division Chief" shall refer to the head of a section/division within a department qualified under the Plan.
11. **Section/Division Account** -- The words "Section/Division Account" or "Section/Division Accounts" shall refer to those sectional accountability records maintained in the University

Physicians Administration Office in support of the portion of the Plan income credited to the section as determined by the Plan.

12. **Dean** -- The word "dean" shall refer to the Dean of the School of Medicine, University of Missouri.
13. **Chancellor** -- The word "Chancellor" shall refer to the Chancellor of the University of Missouri.
14. **President** -- The word "President" shall refer to the President of the University of Missouri System.
15. **Chief of Staff** -- The words "Chief of Staff" shall refer to the Chief of Staff, MU Health Care.
16. **School of Medicine** -- The words "School of Medicine" shall refer to the School of Medicine, University of Missouri.
17. **University** -- The word "University" shall refer to The Curators of the University of Missouri and University of Missouri System.
18. **Hospital** -- The word "Hospital" shall refer to the facilities owned, operated or are affiliates of MU Health Care.
19. **Department Chair** -- The words "Department Chair" or "Department Chair" shall refer to the head of a department in which one or more Faculty members shall have qualified as participants in the Plan.
20. **Chief Executive Officer of MU Health Care** -- The words "Chief Executive Officer of MU Health Care" shall refer to the Chief Executive Officer of MU Health Care.
21. **University Physicians Management Committee** -- The words "University Physicians Management Committee" shall refer to the committee established by the Plan. As an exception to the general regulation providing for the appointment of University committees, there is hereby created a committee to be known as the University Physicians Management Committee.

22. **Executive Director of University Physicians** -- The words "Executive Director of University Physicians" shall refer to the Executive Director of University Physicians.
23. **Base Salary Contract** -- The words "Base Salary Contract" shall refer to the regular employment contract approved by the University of Missouri.
24. **Participant Body** -- The words "Participant Body" shall refer to the total collective participants in the Plan.
25. **Deduction Rate** -- The words "Deduction Rate" or "Deduction Rates" shall refer to the percentage(s) accounted and budgeted annually for the costs of operation of the Plan.
26. **Group** -- The word "Group" shall refer to participants within a department and/or section/division who pool their Plan income.

B. **Purposes of the Plan** -- Faculty members of the School of Medicine of the University of Missouri may be engaged in one or more of the following employment duties: teaching, research and patient care. Patient care is an integral part of the educational mission of the school for it provides to the instructor and the medical student the clinical experience essential to medical education. In the course of rendering patient care services, faculty members may generate income described in this Plan as plan income.

This plan has been created to provide a means for establishing salary compensation for employment services rendered by plan participants to their employer, the University of Missouri an educational organization. All payments to plan participants made pursuant to the provisions of this plan are salary payments by the employer to the participants as employees and subject to the rules and regulations of the University of Missouri governing the approval and payment of salaries. All plan income referred to in Section 440.040 D. shall be irrevocably assigned to the employer by the plan participants as agents (employees) of the employer; no plan participant shall have

any right, title or interest in any such plan income; and the employer shall have the unrestricted right to such income and complete control over its disposition. Provisions in this plan for accounting for plan income and expenses and for recommendations from plan participants are not intended to and shall not be construed to confer on plan participants any right, title or interest in plan income, any right control the disposition of plan income and expenses, or any right to determine salaries. In addition, the plan is created to implement the following purposes:

1. To provide a system by which the faculty is enabled to achieve fulfillment of their commitment to high quality patient care.
2. To recognize that high quality patient care is related to faculty participation in teaching and research and also that high quality clinical teaching is dependent upon the faculty being engaged in active medical practice, thereby assuring an adequate supply of clinical material for educational purposes.
3. To establish incentive mechanisms for faculty compensation which enhance the attainment of the Health Sciences Center goals of patient care, teaching and research.
4. To assure a University Physicians Medical Practice Plan which will be competitive with income plans of other academic medical centers in the United States.
5. To assist with the retention of qualified faculty by contributing to their total compensation.
6. To establish and maintain a set of policies for the management of professional income which is sufficiently flexible to respond to the needs of all participating individuals, sections and departmental differences.
7. To provide a mechanism to support programs that benefit the School of Medicine.

8. To establish a methodology of professional income generation, distribution and utilization.

C. **Participants** -- All Faculty of the School of Medicine who are members of the University Hospital Medical Staff who as part of their faculty responsibilities generate income from professional activities for patient care related services which is assigned to the University pursuant to the Plan shall be participants in the Plan.

1. For each participant, a written Agreement shall be executed annually and filed in the Business Office of University Physicians. Each Agreement shall contain a statement that the participant will abide by all provisions of the Plan.

D. **Plan Income** -- Within the framework of the Plan, Plan income means:

All income derived from patient care and other income derived from patient care provided by a participant in the performance of regularly assigned duties for the University as determined by the appropriate person having supervisory authority of the participant. For participants who are full time employees (0.75 FTE or greater), such participants may not engage in income-generating patient care activities outside of their regularly assigned duties for the University unless such outside activity complies with applicable law and University policy and has been approved by the Dean and Department chair.

1. As unique instances of patient care occur, the University Physicians Management Committee will recommend whether income derived from these instances constitute Plan income.
2. Income of participants not related to patient care shall not be Plan income.
3. Section 490.020 of the Collected Rules and Regulations of the University establishes the terms and conditions of coverage for

Medical, Professional, and Patient General Liability for University employees and should be separately reviewed to determine whether and to what extent coverage exists for activities done outside of regularly assigned duties for the University.

E. Distribution of Plan Income

1. **Costs of Operations** -- The costs of operations of the Plan will be funded by applying an approved deduction rate (percent) to Plan Income. The costs of operation of the Plan may include expenditures for the following items and activities:

- Billing and Collections Costs
- Professional Liability Insurance
- Support personnel, services and facilities
- Administrative costs
- Retirement
- Other items that are deemed necessary in the operation of the Plan

Annually and as requested by the University Physicians Management Committee, the Executive Director of the University Physicians will report to the University Physicians Management Committee the expenditures to date for the costs of operation of the Plan. A final accounting report will be issued after the close of the accounting period.

An annual budget will be submitted for the costs of operation of the Plan. Based on the budget that is submitted the University Physicians Committee shall recommend a deduction rate to be proposed for the period covered by the budget. The proposed deduction rate and budget for the next fiscal year must be approved by the Dean.

Further, for certain types of Plan income, such as contract income and certain other types of "lump sum" income, requiring

a minimum of administrative and business office expense, it may be appropriate to establish a special deduction rate(s) to cover operating costs.

In exceptional circumstances, it may be necessary to alter the deduction rate during the fiscal year. Such an alteration will be recommended by the University Physicians Management Committee and approved by the Dean.

Separate accounts will be established for each category of expenditures authorized in this Section 440.040 E.1. Expenditures from these accounts will be in accordance with standard University standards.

From time to time good accounting practice and effective fiscal management may well indicate a need to revise, expand, contract or otherwise modify the accounting system relative to the Plan. Nothing in this Plan shall be interpreted as preventing such accounting revision, expansion, modification or contraction so long as they adhere to generally accepted accounting principles and University policy.

2. **Dean's Office Account** -- A Dean's office account shall be maintained. The account shall be credited with 6 percent of the Plan income. Any expenditures or transfers from this account must conform to standard University budgeting policy.

The Dean's Office account is established to support research and development costs, capital improvements, new members of the faculty, renovation, the Health Sciences Library and for such other purposes that are of general benefit to the School of Medicine.

3. **Departmental Accounts** -- A departmental and or Sectional/Divisional account shall be maintained for each department and/or section/division. The departmental accounts shall be credited with 10 percent of the departmental Plan

income.

Annually on the date established by the Dean, the department is to submit a comprehensive budget to include the distribution of the department's share of Plan income. This annual budget must be approved by the Chair of the Department and the Dean.

Expenditure from these accounts shall be in accordance with standard University policy.

Voluntary contributions to the Dean's Office account may be made annually from each departmental and/or sectional/divisional account. The University Physicians Administration Office shall supply the Dean and the University Physicians Management Committee with a periodic statement of account for each departmental and/or sectional/divisional account. A periodic statement of account shall be furnished to each Department Chair or Section/Division Head for their own departmental or sectional/divisional account.

F. Distribution of Net Plan Income

1. **For purpose of this section, the following definition applies:** The words "Net Plan Income" shall be construed to be plan income (Section 440.040 A.3) less the distribution of plan income as outlined in Section 440.040 E. Net Plan Income will be those funds available to meet base salary contract commitments as outlined in Section 440.040 F.2, and incentive income as outlined in Section 440.040 G.

2. **Salary Contract -- Base Salary** -- A participant's base salary may be budgeted from plan income and/or from funds derived outside the Plan Recommendation of the individual faculty member's base salary contract from all sources including Plan income shall be made by the appropriate Departmental Chair and approved by the Dean to the appointing authority with this

determination becoming a part of the recommended School of Medicine budget. That portion of the faculty member's base salary which is budgeted from Plan income shall preferably reflect the extent of their efforts in patient care. The salary contract will be negotiated in the same manner as other School of Medicine faculty contracts.

The portion of base salary budgeted from plan income is payable only to the extent of departmental net plan income. If Departmental net plan income is not sufficient to meet budgeted base salary, then the individual Department Trust funds or the School of Medicine funds will meet the remainder of the obligation.

Under normal circumstances the portion of the individual's base salary budgeted from Plan income will be derived through only one Section/Division or Department. Under the special circumstances of interdisciplinary programs individuals with joint appointments may derive salary measured by Plan income from more than one Section/Division or Department with the approval of the participant, the Section/Division Chief or Chiefs, the Department Chair, University Physicians Management Committee and the Dean.

The faculty contract year for the purposes of the Plan will be the faculty contract year of the University of Missouri. Faculty members who commence employment subsequent to the beginning of the faculty contract year may be a participant for the remainder of the year.

3. **Payment of Base Salary** -- A departmental or divisional/sectional base salary pool shall be established for each department or division/section in which net plan income will be pooled and from which base salaries as outlined above (Section 440.040 F.2) will be paid.

G. Distribution of Incentive Income

1. For purposes of this section, the following definition applies: The words "Incentive Income" will refer to net plan income less the costs of base salary contract commitments as outlined in Section 440.040 F.

2. Individual Participant

- a. In addition to base salary (440.040 F. above) a participant may receive available incentive income as incentive salary. A participant can receive incentive salary only if the participant generated net revenue sufficient to meet their portion of base salary as described in Section 440.040 F.2. Individual participants may allow reductions of incentive salary for support of their Department or Section/Division. This amount will be determined by negotiations between the individual and their Department Chair with approval of the Dean. Such arrangements and the allocation of such incentive salary shall be determined prior to the commencement of the salary contract year and agreed to in writing by the participant and approved by the Chief of the Section/Division, the Department Chair and the Dean.

3. Group Participants

- a. In some circumstances it may be appropriate for participants within a department and/or section/division to practice as a group and pool their incentive income. Such arrangements and the allocation of such incentive salary among the participants in the department or section/division shall be determined prior to the commencement of the salary contract year and agreed to in writing by each participant and approved by the chief

of the section/division, the Department Chair and the Dean.

- b. Annually on the date established by the Dean the appropriate Departments will submit proposals to practice as departmental or sectional/divisional groups to pool their Plan income under Section 440.040 G.3.a.

4. **Participant's Account** -- An account shall be established for each Participant which shall be credited with the participant's portion of the Plan income as determined by the University Physicians Medical Practice Plan base salary contract and the incentive income distribution schedule. All expenditures or transfers from this account will conform with the participant's plan contract provisions relating to the participant's share of any incentive income.

H. **Administration of the Plan**

1. **University Physicians Management Committee** -- The membership of the University Physicians Management Committee will include all Department Chairs or approved alternates, six members from the participants at large or their elected alternate. The Dean of the School of Medicine, the Executive Director of University Physicians, the Chief of Staff of University Hospital and Clinics and the Executive Director of University Hospital and Clinics shall be ex-officio members without vote. The Department Chair will appoint the individuals to serve as their alternate. The members at large and their alternates will be elected by the participant body for three year terms but may not serve for more than two consecutive terms. In the first year of the Plan, the six members at large and their alternates will be elected for staggered terms; two members and two alternates for three years, two members and two

alternates for two years, and two members and two alternates for one year. Thereafter an annual election will be held for the purpose of electing two members at large and their alternates to serve three year terms.

The Committee shall organize by electing from the membership of the Plan a Chair and a Secretary. The term of office for the Chair and the Secretary will be two years. The Secretary shall function as the Vice Chair. In the first year of the Plan the Chair will be elected for a two year term and the Secretary for a one year term. Thereafter, annually the Committee will elect either a Chair or the Secretary to serve a two year term.

In the event the Chair or Secretary is unable to complete the term of office and more than six months of the term remains, a special election will be held to elect a replacement to complete the term of office.

The Committee shall meet at least quarterly. Additional Committee meetings may be called by the Chair of the Committee or at the request of a majority of the members of the Committee.

2. Functions of the University Physicians Management Committee

- a. To establish an Executive Committee consisting of the Chair of the Plan and seven members of the University Physicians Management Committee. The seven members of the Committee shall be selected in the following manner. Four members shall first be elected by the University Physicians Management Committee from its voting membership. These members shall be elected to a two year term of office and may not serve more than two consecutive terms. In the first year of the Plan the four members will be elected for staggered terms; two

members for one year and two members for two years. Thereafter an annual election will be held for the purpose of electing two members for the Committee. After the election of these members the Chair of the Plan shall appoint an additional three members from the voting membership of the University Physicians Management Committee to the Executive Committee. The Chair shall appoint three members annually at the date of the election of the other Committee members. There shall be no restrictions on the number of terms an appointee of the Chair may serve.

The Executive Committee is to review and recommend items for the agenda of the University Physicians Management Committee and to review other items as deemed necessary by the Chair or the University Physicians Management Committee.

- b. To review the functioning of the Plan to assure it is meeting the objective of the Plan.
- c. To annually review the operating costs of the Plan and the appropriateness of individual expenditures. It shall make any appropriate recommendations for changes in the operation of the Plan to the University.
- d. To recommend the hiring and be responsible for the administrative direction of the Executive Director of University Physicians in accordance with University Policy and Personnel guidelines.
- e. To develop and recommend such detailed policies and procedures as necessary to assure the effective implementation and operation of the Plan to the University.
- f. To make recommendations for revision of the Plan to the Participants.

- g. To recommend the budget for the costs of operation of the Plan including the amount of the Deduction Rate or Rates to the University.
 - h. To initiate and approve professional fees schedules of the participants with the advice of the Clinical Department Chair.
 - i. To discharge such other duties necessary to the efficient operation of the Plan and Committee.
3. **Participant Body** -- The participant body will consist of all Plan participants, each with one vote, and will meet for the following reasons:
- a. To elect the University Physicians Management Committee members at large and their alternates.
 - b. To vote on recommended revisions of the Plan.
 - c. For business as called by the Chair of the Committee.
 - d. As petitioned by 20% of the voting body to consider issues and develop recommendations for the Committee.
 - e. To consider business referred by 2/3 vote of the Committee. The Participant Body shall meet annually, as provided below, and at such other times as appropriate. Written notices giving the date, hour and place of all meetings shall be given to all participants in the Plan by the Committee Chair at least 15 days prior to the meeting date. The Committee Chair will preside and in their absence the Vice-Chair. Fifty percent (50%) of the Plan Participants shall constitute a quorum and a majority vote of those present and voting shall be required to conduct business, except voting to approve recommendations for revisions of the Plan shall follow Section 440.040 I. of the

document.

4. **Annual Meeting** -- In May of each year, the Chair of the Committee shall call a meeting of all participants in the Plan for the purpose of electing two committee representatives from the membership at large and conducting other business as appropriate. Nominations shall be made from the floor. Voting for the Committee shall be by secret ballot. No more than two members at large may be from the same Department. In the event a quorum is not present the Chair shall reschedule the meeting to a definite date and hour, but not more than ten days hence and written notice of such meeting shall be given to all participants in the Plan; or the Chair may, at their discretion, direct that the election be held by mail or electronic ballot, in which event a ballot shall be sent to each participant of the Plan and the participants receiving the highest number of votes cast shall be elected the representative of the Committee.
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- I. **Revision of the Plan** -- The University Physicians Management Committee shall take all recommendations for revision of the Plan to the Plan participants. The Chair of the Committee shall call a meeting of all participants and the Plan for the purpose of voting on the proposed revisions of the Plan. A two-thirds affirmative vote of a 50% quorum shall be required for revisions to the Plan. Voting for the revisions shall be by secret ballot. In the event a quorum is not present the Chair shall reschedule the meeting to a definite date and hour, but not more than ten days hence, and written notices of such meeting shall be given to all participants in the Plan; or the Chair may at their discretion direct that the revision be voted on by mail or electronic ballot in which even a ballot shall be sent to each participant in the Plan. If approved the proposed revisions shall be forwarded through the Dean, Chancellor, and President, to the Board of Curators,

University of Missouri for their approval.

- J. **Appeal Process for the Individual** -- Any participant(s) perceiving unfair treatment under the provisions of the Plan may request a hearing before the university Physicians Management Committee. The request must be in writing to the Chair of the Committee. The Chair will call a special meeting of the Committee in not less than ten days nor more than thirty days following receipt of the request. The participant(s) and the Committee may be represented by legal counsel at the hearing. A report of the hearing along with recommendations for action will be prepared by the University Physicians Management Committee for the Chancellor. Copies of the report and recommendation will be provided the participant, their Department Chair, and the Dean, all of whom will offer their comments directly to the Chancellor who shall make the final decision.
- K. **Professional Charges** -- Each participant may review their schedule of fees and recommend any changes to the Section/Division Chief, Departmental Chair and the Committee. It shall be the responsibility of the Committee to recommend general operating policies under which professional fees will not be billed to the patient or third party.
- L. **Billing and Collection of Professional Fees** -- All professional charges will be initiated and signed by the provider of the service and submitted to the University Physicians Business Office for processing. Billing for professional charges will be distinct from other services and will indicate the name of a participant or group of participants of the Plan. Fees collected shall be credited to the account of the participant or participants rendering the services for which the fee is collected as otherwise provided for in the Plan.

When it is clearly the intent of the payor to satisfy a specific portion of the patient's obligation to the Health Sciences Center, the monies received will be deposited in the account or accounts corresponding to the payor intent. In those instances where the intent of the payor is

unclear, University Physicians Management Committee procedures for the allocation of monies received to the proper account shall apply.

In the instance of contractual agreements, special billing arrangements may be accomplished through other mechanisms as provided for in the contractual agreement.

- M. **Retirement and Other Staff Benefits** -- For the purposes of determining average regular annual salary of a plan participant under the University of Missouri Retirement Disability and Death Benefit Plan and for purposes of determining regular salary of a plan participant for other staff benefits such as life insurance and disability insurance the base salary as provided in 440.040 F. of this plan shall be used and incentive salary under 440.040 G. of this plan shall be excluded.
- N. **Special Situations** -- All fees for professional services rendered by a plan participant are assigned to The Curators of the University of Missouri, and a plan participant shall at no time have any ownership interest in uncollected fees. For situations described below the disposition of uncollected fees and payments to a plan participant shall be made in accordance with this section.
1. **Termination of Employment - Voluntary or Involuntary** -- Upon termination or resignation of employment a plan participant shall be entitled to receive salary payments in accordance with their current salary contract for services rendered to the effective date of termination or resignation. Incentive salary, if any, will be based upon fees earned and collected at the effective date of termination or resignation; provided that, if the plan participant resigns, the plan participant shall provide written notice to the participant's Department Chair sixty (60) days before the effective date of the resignation to receive incentive salary for the final incentive period during the participant's employment. If the plan participant provides less than 60 days advance written notice of

resignation to the Department Chair, the plan participant shall not receive incentive salary for the final incentive period during the participant's employment unless the Department Chair for the plan participant waives the 60 day notice requirement. Uncollected fees at the effective date of termination or resignation which are subsequently collected shall be allocated to the departmental base salary pool (Section 440.040 F.3) after deductions for the cost of operation of the plan (Section 440.040 E.1) School of Medicine Account (Section 440.040 E.2), and Departmental Account (Section 440.040 E.3).

2. **Death or Disability of a Plan Participant** -- Upon the death or disability of a plan participant there shall be paid to the participant or the participant's estate all salary payments then due in accordance with their current salary contract for services rendered to the date of death or disability. Incentive salary, if any, will be based upon fees earned and collected at the date of death or disability. In addition there shall be paid to the participant or the deceased participant's estate an amount equal to the participant's incentive salary based on uncollected fees at the time of their death or disability, reduced by the amount of such fees that are not in disability. Reasonable efforts shall be taken to collect all such accounts within the six month period. This additional payment shall be made to the participant or the estate of the deceased participant as soon after the end of the six month period as is practicable. Income from any fees uncollected at the end of the six month period which are subsequently collected shall be allocated to the departmental base salary pool (Section 440.040 F.3), School of Medicine Account (Section 440.040 E.2), and Departmental Account (Section 440.040 E.3).
3. **Termination of Plan Participation** -- If the plan participant ceases to generate income from professional fees he will no longer be a participant in the plan. The effective day off the

termination of their participation shall be recommended by the Department Chair subject to review by the Committee, and determined by the Dean. On termination of their participation, income from any uncollected fees which are subsequently collected shall be allocated to the departmental base salary pool (Section 440.040 F.3), School of Medicine Account (Section 440.040 E.2), and Departmental Account (Section 440.040 E.3).

- O. **Fiscal Year and Transition** -- The fiscal year of the Plan shall be the fiscal year of the University of Missouri. Unencumbered balances in all accounts shall be carried forward to the succeeding year.

Upon implementation of this Plan, current departmental and Dean's Office accounts will become part of the new departmental, sectional/divisional, or School of Medicine Dean's Office account as appropriate or as otherwise specified in this Plan.

- P. **Assignment of Fees** -- Each Participant shall annually execute an assignment in a form to be approved by the Executive Committee of the University Physicians Management Committee. For fiscal year 2018, the assignment form shall be substantially similar to the following form:

ASSIGNMENT
09/01/20__ through 08/31/20__

In consideration of my employment by The Curators of the University of Missouri and the salary payments described in this Plan, I hereby assign to The Curators of the University of Missouri all Plan Income, as defined by the University Physicians Medical Practice Plan. This assignment shall be an absolute assignment, subject only to the conditions that the fees charged by me shall not be altered, except as provided in the rules and regulations establishing said Plan.

I further agree that all monies received by me for such services shall be promptly turned over to the Business Office of University Physicians and all checks made payable to me for such fees shall be promptly endorsed and

delivered to said Business Office. It is distinctly understood that this assignment applies only to the income specifically identified in the University Physicians Medical Practice Plan.

In consideration of my being permitted to participate in the University Physicians Practice Plan, I agree to fully cooperate therein and comply with all the rules and regulations of the Plan and my Department. I acknowledge receipt of the attached materials regarding billing, documentation, and compliance policies for rendering professional services.

I agree that I will comply with all applicable billing and documentation policies, including but not limited to those outlined in the Teaching Physician Regulations of the Centers for Medicare and Medicaid Services (CMS). Further, I agree to participate in the mandatory education programs on billing and documentation that are provided by the University Physicians Medical Practice Plan. These education programs will include regular and periodic reviews of billing and documentation practices and focused education with follow-up billing and documentation audit for any deficiencies identified. I understand that if deficiencies in compliance are identified after my participation in focused education, a comprehensive audit of my billing and documentation will be conducted at my expense and I may be subject to loss of eligibility for incentive income and other corrective actions specified in the University Physicians policies. I understand that failure to comply with these requirements may result in suspension of billing privileges, and may include disciplinary action by The Curators of the University of Missouri.

Participant's Printed Name Department

Participant's Signature Division

Date

Attachments: Introduction, Policy Statement, Definitions

**Medicare Claims Processing Manual Chapter 12 -
Physicians/Nonphysician Practitioners CMS Carrier Manual**
<http://www.cms.gov/Regulations-and-Guidance/Guidance/Manuals/downloads/clm104c12.pdf>

The University of Missouri Health System's Integrity and Compliance Program and Code of Conduct:

https://mymuhealth.org/body_sub.cfm?id=3123&fr=true

Guidelines for Teaching Physicians, Interns, and Residents

<http://www.cms.gov/Outreach-and-Education/Medicare-Learning-Network-MLN/MLNProducts/Downloads/Teaching-Physicians-Fact-Sheet-ICN006437.pdf>

HIPAA Confidentiality:

<http://www.ama-assn.org/ama/pub/physician-resources/solutions-managing-your-practice/coding-billing-insurance/hipaahealth-insurance-portability-accountability-act.page>

The motion carried unanimously (9-0) by voice vote with no abstentions.

Minutes, June 11, June 21 and August 21, 2018 Health Affairs Committee Meetings – approved as presented to the Committee.

General Business

Review Consent Agenda – No discussion.

Consent Agenda

It was endorsed by President Choi, moved by Curator Phillips and seconded by Curator Graham, that the following items be approved by consent agenda:

Consent Agenda

1. Minutes, June 21-22, 2018 Board of Curators Meeting
2. Minutes, June 21-22, 2018 Board of Curators Committee Meetings
3. Minutes, July 26-27, 2018 Board Development Session Meeting
4. Degrees, Fall Semester 2018 for all campuses
5. Investment Consultant Annual Approval – UM
6. Sole Source, Clinical Research Management System for MU School of Medicine
7. Sole Source, Specialized Health Care Transaction Consulting Services for MU Health Care
8. Naming Opportunity, MU

1. Minutes, June 21-22, 2018 Board of Curators Meeting – as provided to the curators for review and approval.
2. Minutes, June 21-22, 2018 Board of Curators Committee Meetings - as provided to the curators for review and approval.
3. Minutes, July 26-27, 2018 Board Development Session – as provided to the curators for review and approval.
4. Degrees, Fall Semester 2018 for all campuses –

that the action of the President of the University of Missouri System in awarding degrees and certificates to candidates recommended by the various faculties and committees of the four University of Missouri System campuses who fulfill the requirements for such degrees and certificates at the end of the Fall Semester 2018, shall be approved, and that the lists of said students who have been awarded degrees and certificates be included in the records of the meeting.

5. Investment Consultant Annual Approval – UM

That the investment consulting firm, Verus, be retained for one year.

6. Sole Source, Clinical Research Management System for MU School of Medicine –

that MU School of Medicine be authorized to purchase Clinical Research Management System from Forte Research Systems, Inc., Madison, Wisconsin, at a total cost of \$1,966,632 over a five year term.

Funding is as follows:

MU School of Medicine Funds

DS203-777200

7. Sole Source, Specialized Health Care Transaction Consulting Services for MU Health Care –

that MU Health Care be authorized to purchase Specialized Health Care Transaction Consulting Services from Huron Transaction Advisory LLC, Chicago, Illinois, at a total cost of \$1,785,000 plus travel expenses.

Funding is as follows:

MU Health Care CEO Corporate Operating Fund

H2766- 750000

8. Naming Opportunity, MU –

that the East Side Columns Club located in the interior of the east side of Memorial Stadium be named Waslworth Family Columns Club. With the name appearing on the outside of the stadium among other places.

The motion carried unanimously (9-0) by voice vote with no abstentions.

Board of Curators standing committee meetings were convened at 10:18 A.M. and recessed at 11:51 A.M. on Thursday, September 20, 2018. Committee actions were presented to the full Board for action following each Committee vote.

Governance, Resources and Planning Committee

Curator Layman provided time for discussion of committee business.

University of Missouri System Strategic Plan – presented by President Choi, Chancellor Agrawal, Chancellor Cartwright, Chancellor George and Interim Chancellor Maples (slides and information on file)

It was recommended by Chancellor Agrawal, Chancellor Cartwright, Chancellor George and Interim Chancellor Maples, endorsed by President Choi, recommended by the Governance, Resources and Planning Committee, moved by Curator Layman and seconded by Curator Brncic that the following action be approved:

The vision of the University of Missouri System, consisting of four universities, is to “advance the opportunities for success and well-being for Missouri, our nation and the world through transformative teaching, research innovation engagement and inclusion”; and

In pursuit of this vision, the UM System has established Missouri Compacts for:

Excellence in Student Success
Excellence in Research and Creative works
Excellence and Outreach
Excellence in Planning Operations and Stewardship, and
Inclusive Excellence; and

The Board reviewed each university's strategic plan for fulfilling the Compacts during its meeting on September 20-21, 2018; and

The Board finds it is not necessary to approve the specific wording of each strategic plan; but it does approve the general goals and strategies offered by each university for fulfilling the Compacts, as reflected in each university's strategic planning documents.

The motion carried unanimously (9-0) by voice vote with no abstentions.

Academic, Student Affairs and Research and Economic Development Committee

Curator Snowden provided time for discussion of committee business.

New Degree Program, Bachelors of Science in Microbiology, MU – presented by Dr. George Stewart and Senior Associate Vice President Graham (information on file)

It was recommended by Sr. Associate Vice President Steve Graham, endorsed by President Mun Choi, recommended by the Academic, Student Affairs, & Research and Economic Development Committee, moved by Curator Snowden, seconded by Curator Sundvold, that the following action be approved:

that the University of Missouri, Columbia be authorized to submit the attached proposal (and as on file with the minutes of this meeting) for a BS Microbiology to the Coordinating Board for Higher Education for approval.

The motion carried unanimously (9-0) by voice vote with no abstentions.

New Degree Program, PhD Health and Rehabilitation Science, MU – presented by Dr. Stephanie Reid-Arndt and Senior Associate Vice President Graham (information on file)

It was recommended by Sr. Associate Vice President Steve Graham, endorsed by President Mun Choi, recommended by the Academic, Student Affairs, & Research and Economic Development Committee, moved by Curator Snowden, seconded by Curator Phillips, that the following action be approved:

that the University of Missouri, Columbia be authorized to submit the attached proposal (and as on file with the minutes of this meeting) for a PhD Health & Rehabilitation Science to the Coordinating Board for Higher Education for approval.

The motion carried unanimously (9-0) by voice vote with no abstentions.

Audit Committee

Curator Graham provided time for discussion of committee business.

Internal Audit Quarterly Report, UM – presented by Interim Chief Audit Executive Piranio (slides on file for this information item)

The Board of Curators standing committee meetings recessed at 11:53 A.M. on Thursday, September 20, 2018.

12:15 P.M. Luncheon by invitation for the Board of Curators, President, University Leaders and University of Missouri-Kansas City Student Leaders
Room 401 B&C, Student Union

1:15 P.M. Reconvened Public Session

A meeting of the University of Missouri Board of Curators was reconvened in public session at 1:15 P.M., on Thursday, September 20, 2018, in the Multipurpose Room 401 A&D of the Student Union on the University of Missouri – Kansas City campus, Kansas City, Missouri, pursuant to public notice given of said meeting. Curator David L. Steelman, Chair of the Board of Curators, presided over the meeting.

Present

The Honorable Julia G. Brncic
The Honorable Darryl M. Chatman
The Honorable Jamie L. Farmer
The Honorable Maurice B. Graham
The Honorable Jeffrey L. Layman
The Honorable John R. Phillips
The Honorable Phillip H. Snowden
The Honorable David L. Steelman
The Honorable Jon T. Sundvold

Also Present

Dr. Mun Y. Choi, President
Mr. Stephen J. Owens, General Counsel
Ms. Cindy Harmon, Secretary of the Board of Curators
Mr. Avery Welker, Student Representative to the Board of Curators
Dr. C. Mauli Agrawal, Chancellor, University of Missouri – Kansas City

Dr. Gary K. Allen, Vice President for Information Technology
Dr. Alexander Cartwright, Chancellor for University of Missouri-Columbia
Mr. Jonathan Curtright, Chief Executive Officer, MU Health
Ms. Kamrhan Farwell, Chief Marketing and Communications Officer
Ms. Marsha Fischer, Chief Human Resources Officer
Dr. Thomas F. George, Chancellor for University of Missouri-St. Louis
Dr. Steven W. Graham, Senior Associate Vice President for Academic Affairs
Dr. Chris Maples, Interim Chancellor for Missouri University of Science and Technology
Dr. Mark McIntosh, Vice President for Research and Economic Development
Dr. Kevin G. McDonald, Chief Diversity Officer
Ms. Michelle M. Piranio, Interim Chief Audit Executive
Mr. Ryan D. Rapp, Vice President for Finance
Dr. Marshall Stewart, Vice Chancellor, Extension and Engagement
Ms. Christine Holt, Chief of Staff, UM System
Mr. Christian Basi, Director of Media Relations
Media representatives

General Business

University of Missouri – Kansas City Campus Highlights – presented by Chancellor Agrawal (slides on file for this information item)

Board of Curators standing committee meetings were reconvened at 1:43 P.M. and recessed at 3:50 P.M. on Thursday, September 20, 2018. Committee actions were presented to the full Board for action following each Committee vote.

Finance Committee

Curator Brncic provided time for discussion of committee business.

Fiscal Year 2018 Investment Performance Review, UM – presented by Treasurer Richards (slides and information on file)

No action taken by the Board.

Fiscal Year 2018 Financial Status Report, UM – presented by Vice President Rapp (slides and information on file)

No action taken by the Board.

Project Approval, Student Classroom Learning Center, Missouri S&T – presented by Vice President Rapp (information on file)

It was recommended by Interim Chancellor Maples, endorsed by President Choi, recommended by the Finance Committee, moved by Curator Brncic and seconded by Curator Sundvold, that the following action be approved:

the project approval for the Student Classroom Learning Center, Missouri S&T

Funding of the project budget is from:

Gifts	\$1,000,000
Maintenance & Repair Funds	\$1,000,000
Campus Reserves	<u>\$5,657,675</u>
Total Funding	\$7,657,675

The motion carried unanimously (9-0) by voice vote with no abstentions.

Architect/Engineer Hire, Translational Precision Medicine Complex, MU – presented by Vice President Rapp (information on file)

It was recommended by Chancellor Cartwright, endorsed by President Choi, recommended by the Finance Committee, moved by Curator Brncic and seconded by Curator Snowden, that the following action be approved:

the project approval for Translational Precision Medicine Complex, MU

Funding of the project budget is TBD.

The motion carried unanimously (9-0) by voice vote with no abstentions.

External Affairs, Marketing and Advancement Committee

Chair Farmer provided time for discussion of committee business.

Marketing and Communications Report – Missouri University of Science and Technology – presented by Mr. Andy Careaga (slides on file for this information item)

Marketing and Communications Report – University of Missouri – Columbia – presented by Ms. Kamrhan Farwell (slides on file for this information item)

Execution of High-Profile Strategic Fundraising Opportunities/philosophy on Advancement – presented by President Choi (slides on file for this information item)

External Affairs, Marketing and Advancement Dashboard – presented by Curator Farmer and Ms. Farwell (information on file)

Compensation and Human Resources Committee

Curator Phillips provided time for discussion of committee business.

A resolution for an executive session of this committee was the only public business.

The public session of the Board of Curators meeting recessed at 3:50 P.M.

Board of Curators Meeting – Executive Session

A meeting of the University of Missouri Board of Curators was reconvened in executive session at 4:00 P.M., on Thursday, September 20, 2018, in Room 402 of the Student Union on the University of Missouri – Kansas City campus, Kansas City, Missouri, pursuant to public notice given of said meeting. Curator David L. Steelman, Chair of the Board of Curators, presided over the meeting.

Present

The Honorable Julia G. Brncic
The Honorable Darryl M. Chatman
The Honorable Jamie L. Farmer
The Honorable Maurice B. Graham
The Honorable Jeffrey L. Layman
The Honorable John R. Phillips
The Honorable Phillip H. Snowden
The Honorable David L. Steelman
The Honorable Jon T. Sundvold

Also Present

Dr. Mun Y. Choi, President
Mr. Stephen J. Owens, General Counsel
Ms. Cindy Harmon, Secretary of the Board of Curators
Mr. Avery Welker, Student Representative to the Board of Curators
Ms. Marsha Fischer, Chief Human Resources Officer
Mr. Ryan Rapp, Vice President for Finance and Chief Financial Officer

General Business

Review of Consent Agenda – Executive Session – No discussion.

Consent Agenda – Executive Session

It was endorsed by President Choi, moved by Curator Phillips and seconded by Curator Graham, that the following items be approved by consent agenda:

Consent Agenda

Action

1. Curators' Distinguished Professor, Cheryl Black, MU
 2. Curators' Distinguished Professor, Shi-Jie Chen, MU
 3. Curators' Distinguished Professor, Michael Davis, MU
 4. Curators' Distinguished Teaching Professor, Wendy Sims MU
 5. Curators' Distinguished Professor, Thomas Spencer, MU
 6. Curators' Distinguished Teaching Professor Emeritus, James Wall, MU
 7. Curators' Distinguished Professor Emeritus, Mark Pope, UMSL
 8. Curators' Distinguished Teaching Professor Emeritus, Yinfa Ma, S&T
 9. Curators' Distinguished Professor, Jeff Hornsby, UMKC
 10. Curators' Distinguished Professor, Joseph Parisi, UMKC
 11. ²⁹⁸Property Easement, MU
 12. Contract Approval, MU Softball Coach, Larissa Anderson
 13. Curators' Distinguished Teaching Professor Emeritus, David C. Van Aken, S&T
-
1. Curators' Distinguished Professor, Cheryl Black, MU –

that upon the recommendation of Chancellor Cartwright, the Provost, and the Senior Associate Vice President for Academic Affairs, it is recommended that Professor Cheryl Black be named to the position University of Missouri Curators' Distinguished Professor, effective 09/01/2018. Professor Black will receive a \$10,000 annual stipend as long as she holds this position. \$5,000 will go to increased compensation (salary and benefits less applicable taxes) with the remaining \$5,000 available for professional expenses associated with her teaching, research, or creative activities. In accordance with Collected Rules and Regulations, 320.070, this appointment is for a period of five years which may be renewed at the discretion of the Chancellor.

2. Curators' Distinguished Professor, Shi-Jie Chen, MU –

that upon the recommendation of Chancellor Cartwright, the Provost, and the Senior Associate Vice President for Academic Affairs, it is recommended that Professor Shi-Jie Chen be named to the position University of Missouri Curators' Distinguished Professor, effective 09/01/2018. Professor Chen will receive a \$10,000 annual stipend as long as he holds this position. \$5,000 will go to increased compensation (salary and benefits less applicable taxes) with the remaining \$5,000 available for professional expenses associated with his teaching, research, or creative activities. In accordance with Collected Rules and Regulations, 320.070, this appointment is for a period of five years which may be renewed at the discretion of the Chancellor.

3. Curators' Distinguished Professor, Michael Davis, MU –

that upon the recommendation of Chancellor Cartwright, the Provost, and the Senior Associate Vice President for Academic Affairs, it is recommended that Professor Michael J. Davis be named to the position University of Missouri Curators' Distinguished Professor, effective 09/01/2018. Professor Davis will receive a \$10,000 annual stipend as long as he holds this position. \$5,000 will go to increased compensation (salary and benefits less applicable taxes) with the remaining \$5,000 available for professional expenses associated with his teaching, research, or creative activities. In accordance with Collected Rules and Regulations, 320.070, this appointment is for a period of five years which may be renewed at the discretion of the Chancellor.

4. Curators' Distinguished Teaching Professor, Wendy Sims, MU –

that upon the recommendation of Chancellor Cartwright, the Provost, and the Senior Associate Vice President for Academic Affairs, it is recommended that Professor Wendy Sims be named to the position University of Missouri Curators' Distinguished Teaching Professor, effective 09/01/2018. Professor Sims will receive a \$10,000 annual stipend as long as she holds this position. \$5,000 will go to increased compensation (salary and benefits less applicable taxes) with the remaining \$5,000 available for professional expenses associated with her teaching, research, or creative activities. In accordance with Collected Rules and Regulations, 320.070, this appointment is for a period of five years which may be renewed at the discretion of the Chancellor.

5. Curators' Distinguished Professor, Thomas Spencer, MU –

that upon the recommendation of Chancellor Cartwright, the Provost, and the Senior Associate Vice President for Academic Affairs, it is recommended that Professor Thomas Spencer be named to the position University of Missouri

Curators' Distinguished Professor, effective 09/01/2018. Professor Spencer will receive a \$10,000 annual stipend as long as he holds this position. \$5,000 will go to increased compensation (salary and benefits less applicable taxes) with the remaining \$5,000 available for professional expenses associated with his teaching, research, or creative activities. In accordance with Collected Rules and Regulations, 320.070, this appointment is for a period of five years which may be renewed at the discretion of the Chancellor.

6. Curators' Distinguished Teaching Professor Emeritus, James Wall, MU –
that upon the recommendation of Chancellor Cartwright it is recommended that Professor James Wall be named to the position University of Missouri Distinguished Teaching Professor Emeritus, effective 09/01/2018.
7. Curators' Distinguished Professor Emeritus, Mark Pope, UMSL –
that upon the recommendation of Chancellor George it is recommended that Professor Mark Pope be named to the position University of Missouri Distinguished Professor Emeritus, effective 09/01/2018.
8. Curators' Distinguished Teaching Professor Emeritus, Yinfa Ma, S&T –
that upon the recommendation of Interim Chancellor Maples it is recommended that Professor Yinfa Ma be named to the position Missouri University of Science and Technology Distinguished Teaching Professor Emeritus, effective 09/01/2018.
9. Curators' Distinguished Professor, Jeff Hornsby, UMKC –
that upon the recommendation of Chancellor Agrawal it is recommended that Professor Jeff Hornsby be named to the position University of Missouri Curators' Distinguished Professor, effective 10/01/2018.
10. Curators' Distinguished Professor, Joseph Parisi, UMKC –
that upon the recommendation of Chancellor Agrawal it is recommended that Professor Joseph Parisi be named to the position University of Missouri Curators' Distinguished Professor, effective 10/01/2018.
11. ²⁹⁸Property Easement, MU –
This item is closed and may be given public notice upon completion.
12. Contract Approval, MU Head Softball Coach, Larissa Anderson –

That President Choi and Chancellor Cartwright are authorized to enter into a Contract for Employment with Larissa Anderson for the position of Head Softball Coach for the University of Missouri-Columbia under the same or substantially similar terms as the MOU dated as of May 26, 2018. The contract shall be subject to approval of General Counsel as to legal form.

13. Curators' Distinguished Teaching Professor Emeritus, David C. Van Aken, S&T –

that upon the recommendation of Interim Chancellor Maples it is recommended that Professor David Van Aken be named to the position Missouri University of Science and Technology Distinguished Teaching Professor Emeritus, effective 09/01/2018.

Roll Call Vote of the Full Board:

Curator Brncic voted yes.
Curator Chatman voted yes.
Curator Farmer was absent for vote.
Curator Graham voted yes.
Curator Layman voted yes.
Curator Phillips voted yes.
Curator Snowden voted yes.
Curator Steelman voted yes.
Curator Sundvold voted yes.

The motion carried.

Compensation and Human Resources Committee – Executive Session

Compensation Approval, Thomas F. Richards, Treasurer for UM System

It was moved by Curator Phillips and seconded by Curator Farmer, that based on the review of the performance of Treasurer for the University of Missouri System, Tom Richards for the period July 1, 2017 through June 30, 2018, the Board of Curators approves that the base salary of Tom Richards be set at \$325,000, effective September 1, 2018.

Additionally, if Richards serves as Treasurer continuously and without interruption from September 1, 2018 through August 31, 2021, he will be eligible to receive the following continuity based compensation:

On or before August 31 of each year of 2019 through and including 2021, the University shall pay \$25,000 into an account, established in accordance with the provisions of Section 457(f) of the Internal Revenue Code; provided, however, that there shall be a substantial risk of forfeiture in that he will forfeit any entitlement in/to such account in the event that (1) he voluntarily terminates his position as Treasurer prior to August 31, 2021; or (2) the University dismisses his appointment as Treasurer with cause prior to August 31, 2021.

Unless forfeited in accordance with the foregoing provisions, the balance in the account shall vest in him on August 31, 2021 or earlier in the event he becomes disabled and cannot continue as Treasurer prior to August 31, 2021 or shall vest in his designated beneficiary in the event of his death prior to August 31, 2021. The account balance (or its equivalent) shall be paid to him within 30 days of vesting and is subject to applicable taxes.

Roll call vote of Board of Curators:

Curator Brncic voted yes.
Curator Chatman voted yes.
Curator Farmer voted yes.
Curator Graham voted yes.
Curator Layman voted yes.
Curator Phillips voted yes.
Curator Snowden was absent for vote.
Curator Steelman voted yes.
Curator Sundvold voted yes.

The motion carried.

Annual Performance Review, Board Secretary Cindy Harmon

It was recommended by the Compensation and Human Resources Committee, moved by Curator Phillips and seconded by Curator Snowden, that based on the review of the performance of Secretary of the Board of Curators, Cindy S. Harmon for the period July 1, 2017 through June 30, 2018, the Board of Curators approves that the base salary of Cindy S. Harmon be increased to \$91,500, effective September 1, 2018.

Roll call vote of Board of Curators:

Curator Brncic voted yes.
Curator Chatman voted yes.
Curator Farmer voted yes.
Curator Graham voted yes.
Curator Layman voted yes.
Curator Phillips voted yes.
Curator Snowden voted yes.
Curator Steelman voted yes.
Curator Sundvold voted yes.

The motion carried.

General Business

Chancellors Cartwright, Agrawal, George and Maples, Provosts Ramchand and Sobolik, Vice President McIntosh, Dean Delafontaine and Mr. Curtright joined the meeting.

Personnel Performance - Research – presented by President Choi

No action taken by the Board.

The Board of Curators meeting recessed at 5:55 P.M. on Thursday, September 20, 2018.

6:00 P.M. Virtual Groundbreaking, UMKC School of Computing and Engineering
Student Union Theatre

Reception and Dinner by Invitation for the Board of Curators and University Leaders

7:00 – 8:30 P.M.

Thursday, September 20, 2018

Hosted by: Chancellor C. Mauli Agrawal

Location: Kaufman Foundation Conference Center, Town Square, 4801 Rockhill
Road, Kansas City, MO 64110

BOARD OF CURATORS MEETING

7:30 – 8:15 A.M. UMKC Faculty Senate Breakfast with the Board of Curators

Topic: The Human in the Digital Age at UMKC
Location: Student Union, Multipurpose Room 401 B&C

RECONVENED PUBLIC SESSION

A meeting of the University of Missouri Board of Curators reconvened in public session at 8:30 A.M., on Friday, September 21, 2018, in the Multipurpose Room A&D of the Student Union on the University of Missouri – Kansas City campus, Kansas City, Missouri, pursuant to public notice given of said meeting. Curator David L. Steelman, Chair of the Board of Curators, presided over the meeting.

Present

The Honorable Julia G. Brncic
The Honorable Darryl M. Chatman
The Honorable Jamie L. Farmer
The Honorable Maurice B. Graham
The Honorable Jeffrey L. Layman
The Honorable John R. Phillips
The Honorable Phillip H. Snowden
The Honorable David L. Steelman
The Honorable Jon T. Sundvold

Also Present Also Present

Dr. Mun Y. Choi, President
Mr. Stephen J. Owens, General Counsel
Ms. Cindy Harmon, Secretary of the Board of Curators
Mr. Avery Welker, Student Representative to the Board of Curators
Dr. C. Mauli Agrawal, Chancellor, University of Missouri – Kansas City
Dr. Gary K. Allen, Vice President for Information Technology
Dr. Alexander Cartwright, Chancellor for University of Missouri-Columbia
Mr. Jonathan Curtright, Chief Executive Officer, MU Health
Ms. Kamrhan Farwell, Chief Marketing and Communications Officer
Ms. Marsha Fischer, Chief Human Resources Officer
Dr. Thomas F. George, Chancellor for University of Missouri-St. Louis
Dr. Steven W. Graham, Senior Associate Vice President for Academic Affairs
Dr. Chris Maples, Interim Chancellor for Missouri University of Science and Technology
Dr. Mark McIntosh, Vice President for Research and Economic Development
Dr. Kevin G. McDonald, Chief Diversity Officer
Ms. Michelle M. Piranio, Interim Chief Audit Executive
Mr. Ryan D. Rapp, Vice President for Finance
Dr. Marshall Stewart, Vice Chancellor, Extension and Engagement
Ms. Christine Holt, Chief of Staff, UM System
Mr. Christian Basi, Director of Media Relations

Media representatives

General Business

University of Missouri Board Chair and President's Report – presented by Chair Steelman and President Choi (slides on file)

Board Chair Steelman and President Choi spoke about the importance of increasing research and helping faculty reach their full potential as researchers.

Critical Issue Discussion – Focus on Research and Scholarly Excellence – presented by Chancellor Cartwright, Dr. McIntosh and Dean Delafontaine (slides on file)

No action taken by the Board.

Board of Curators Resolution: Reaffirming Commitment to Excellence in Research

It was moved by Curator Graham and seconded by Curator Phillips, that the attached Resolution on reaffirming a commitment to excellence in research be approved.

UNIVERSITY OF MISSOURI BOARD OF CURATORS RESOLUTION: SYSTEM GOVERNANCE

The University of Missouri Board of Curators, meeting in Springfield on this 27th day of July, 2018, resolves as follows:

WHEREAS, the University of Missouri System was formed in 1963 and consists of system administration and four universities: the University of Missouri-Columbia, the University of Missouri-Kansas City, the Missouri University of Science and Technology, the University of Missouri-St. Louis, and all of their component parts, including, but not limited to, MU Health, MU Extension and UM Engagement (“University” or “UM System”); and

WHEREAS, the University is organized as a university system in order to achieve more collectively than its component parts could achieve individually; and

WHEREAS, the Constitution of Missouri vests the Board of Curators (“Board”) with authority to govern the University; the Board delegates to the President the general power to act on behalf of the Board, subject to specified limitations; and the President appoints, subject to approval by the Board, Chancellors for each of the four universities of the UM System who report to the President; and

WHEREAS, in January 2018, the Board Chair appointed a task force to review, among other things, the UM System’s patterns of governance, leadership and operations (“Task Force”); and

WHEREAS, the Task Force reviewed the history of the UM System and its formation, other public university system structures, and sought and received input from chancellors, provosts, vice presidents, faculty, staff, students and other concerned stakeholders through a variety of media, including a university community input session at the Board meeting on June 22, 2018; and

WHEREAS, after due deliberation and study, the Task Force issued a thoughtful report to the Board (“Task Force Report”) which the Board discussed over two days during meetings on July 26-27, 2018.

NOW THEREFORE, BE IT RESOLVED that:

1. The Board reaffirms the value and importance of being organized as one university system and that the Board is the governing board for the UM System and each of its universities and their component parts; and
2. The Board reaffirms the authority delegated to the President to act on behalf of the Board, subject only to specified limitations, and to act as the chief academic and administrative officer of the UM System and each of its universities and their component parts including, but not limited to, all faculty, staff and students; all academic, public, business, financial and related affairs; and all advancement programs; and
3. The Board approves and adopts the Vision Statement and the Guiding Principles and Recommendations for Proactive Leadership and Governance set forth in the Task Force Report, as they may have been modified by the Board’s discussion; and
4. The Board acknowledges the UM System’s existing Mission Statement set forth in the Task Force Report and directs the President to review it for possible revision in the near future; and
5. The Board, through its actions during this meeting, amends Collected Rule and Regulation (CRR) 20.010, General Organization, and CRR 20.030,

Executive Authority, in order to make them consistent with the governance structure set forth in the Task Force Report and the Board intends to update and amend other CRRs to assure they are consistent with such a governance structure and the Task Force Report; and

6. The Board recognizes sound leadership and positive culture as integral to the success of the UM System and directs the President or his designee to design and promote orientation programs for new leaders and on-going training for existing leaders, including the chancellors, vice-presidents, provosts, deans and department chairs, and that such orientation and training programs include, among other things, this Resolution and the Task Force Report, as it may have been modified by the Board; and
7. The Board expresses its appreciation to the Task Force and its members Curator Darryl Chatman (Chair), Curator Julia Brncic, Curator John Phillips, President Mun Choi, Chancellor Mauli Agrawal, Interim Chancellor and Provost Barbara Bichelmeyer, Chancellor Alex Cartwright, Chancellor Tom George, Interim Chancellor Chris Maples, Vice President Ryan Rapp, General Counsel Steve Owens, and for the assistance of AGB Consultant Terry MacTaggart, Board Secretary Cindy Harmon and UM Counsel Nick Beydler.

BE IT FURTHER RESOLVED, that the Secretary of the Board of Curators cause this Resolution to be spread upon the minutes of this meeting.

Julia G. Brncic

Jeffrey L. Layman

Darryl M. Chatman

John R. Phillips

Jamie L. Farmer

Phillip H. Snowden

Maurice B. Graham

David L. Steelman

Jon T. Sundvold

The motion carried unanimously (9-0) by voice vote with no abstentions.

Resolution, Student Representative to the Board of Curators, Courtney Lauer

It was endorsed by President Choi, moved by Curator Graham and seconded by Curator Farmer, that the following resolution recognizing the dedicated service of Courtney N. Lauer, Student Representative, be approved:

RESOLUTION

WHEREAS, Courtney N. Lauer served with distinction as the Student Representative to the Board of Curators from July 28, 2017 until July 27, 2018; and

WHEREAS, during her term, she effectively and professionally represented the diverse interests and priorities of students from all four universities of the University of Missouri System; and

WHEREAS, she was committed and engaged while working with the Board as she advocated for students, constantly maintaining a positive attitude, actively listening and offering incisive opinions; and

WHEREAS, while addressing the Committees or the Board of Curators as a whole, she was an eloquent and articulate spokesperson who called attention to student issues and perspectives; and

WHEREAS, the Board held Courtney in very high esteem, as witnessed by Curator Maurice Graham, who stated: “Courtney’s incredible preparation and dedication to the interest of our students helped us make the right decision countless times. Our Board was more informed and better prepared because of her presence and contributions.” And, Chair David Steelman stated: “Courtney was also dogged in her determination to present the student perspective, and that made her insights invaluable. The Board was fortunate to have her at the table, and I am grateful to know her.”; and

WHEREAS, during her service on the Board of Curators, Courtney completed her master of laws degree in dispute resolution. During this time she also worked in the Missouri Attorney General’s Office and later accepted a position as an Associate with Husch Blackwell, LLP in the Commercial Litigation and Labor & Employment departments in Kansas City; and

WHEREAS, one of Courtney’s key accomplishments was facilitating the Intercampus Student Council’s efforts to increase awareness and prevention efforts surrounding sexual violence on college campuses, culminating in the Board’s pledging its support for the efforts of It’s On Us and It’s on Us Mizzou; and

WHEREAS, while diligently working for all UM System students, she provided leadership by engaging student body presidents and vice presidents from the four

universities to increase participation in the Intercampus Student Council (ISC). As Chair of ISC, Courtney made a concerted effort to ensure that the ideas and efforts of the group and student governments were discussed and clearly presented to leadership and the Board; and

WHEREAS, Courtney was the first Student Representative to deliver a report to the Board at each regular meeting regarding student matters and highlights from each university:

NOW, THEREFORE, BE IT RESOLVED, that the Board of Curators, on behalf of the students, faculty, staff and alumni of the University of Missouri System, and on behalf of the citizens of the State of Missouri, does hereby adopt this resolution in appreciation of the dedicated and devoted service of Courtney N. Lauer; and

BE IT FURTHER RESOLVED, that the Secretary of the Board of Curators cause this resolution to be spread upon the minutes of this meeting and a duly inscribed copy thereof be furnished to Courtney N. Lauer.

The motion carried unanimously (9-0) by voice vote with no abstentions.

Good and Welfare

Draft November 15-16, 2018 Board of Curators meeting agenda – no discussion (on file)

Reconvened Finance Committee

Curator Brncic provided time for discussion of items. As the capital plans presented are preliminary, votes were taken for the Committee only.

Preliminary 5-Year Capital Plan for Missouri University of Science and Technology – presented by Interim Chancellor Maples (slides and information on file)

It was recommended by Interim Chancellor Maples, endorsed by President Choi, moved by Curator Chatman and seconded by Curator Snowden, that the:

Preliminary Capital Plans:

Schrenk Hall Addition and Renovation - Phase III
Engineering Research Lab Addition and Renovation

Library/Learning Commons
McNutt Hall Addition

be approved for further planning and development.

The motion carried unanimously (5-0) by voice vote of the committee with no abstentions.

Preliminary 5-Year Capital Plan for University of Missouri – St. Louis –presented by Chancellor George (slides and information on file)

It was recommended by Chancellor George, endorsed by President Choi, moved by Curator Chatman and seconded by Curator Snowden, that the:

Preliminary Capital Plans:

Space Consolidation & Infrastructure
Social Science Building Renovation
Stadler Hall Renovation

be approved for further planning and development.

The motion carried unanimously (5-0) by voice vote of the committee with no abstentions.

Preliminary 5-Year Capital Plan for University of Missouri – Columbia – presented by Chancellor Cartwright (slides and information on file)

It was recommended by Chancellor Cartwright, endorsed by President Choi, moved by Curator Chatman and seconded by Curator Snowden, that the:

Preliminary Capital Plans:

Satellite Boiler Plant – Research Commons
District Cooling Capacity Addition
Veterinary Medical Diagnostic Laboratory Replacement
Center for Student Health & Well-Being
Ellis Library – Student Experience Center Facilitated by the Library Depository Expansion
New Journalism Building – Replace and Redevelop Neff Hall & Addition Site
Manor House – Renovate for Community Style Living

Honors College – New Building

be approved for further planning and development.

The motion carried unanimously (5-0) by voice vote of the committee with no abstentions.

Preliminary 5-Year Capital Plan for University of Missouri – Kansas City – presented by Chancellor Agrawal (slides and information on file)

It was recommended by Chancellor Agrawal, endorsed by President Choi, moved by Curator Chatman and seconded by Curator Snowden, that the:

Preliminary Capital Plans:

Conservatory of Music and Dance
Spencer Chemistry-Biological Science Renovation Phase II
Health Sciences Interprofessional Education and Research Building
Bloch Heritage Hall Renovation and Addition
New Student Housing

be approved for further planning and development.

The motion carried unanimously (5-0) by voice vote of the committee with no abstentions.

The public session of the Board of Curators meeting adjourned at 11:57 A.M. on Friday, September 21, 2018.

Executive Session

A meeting of the University of Missouri Board of Curators was reconvened in executive session at 12:10 P.M., on Friday, September 21, 2018, in room 402 of the Student Union on the University of Missouri – Kansas City campus, Kansas City, Missouri, pursuant to public notice given of said meeting. Curator David L. Steelman, Chair of the Board of Curators, presided over the meeting.

Present

The Honorable Julia G. Brncic
The Honorable Darryl M. Chatman
The Honorable Jamie L. Farmer

The Honorable Maurice B. Graham
The Honorable Jeffrey L. Layman
The Honorable John R. Phillips
The Honorable Phillip H. Snowden
The Honorable David L. Steelman
The Honorable Jon T. Sundvold

Also Present

Dr. Mun Y. Choi, President
Mr. Stephen J. Owens, General Counsel
Ms. Cindy Harmon, Secretary of the Board of Curators
Mr. Avery Welker, Student Representative to the Board of Curators
Mr. Ryan D. Rapp, Vice President for Finance
Ms. Christine Holt, Chief of Staff, UM System

General Business

General Counsel's Report and Litigation Report – presented by General Counsel Owens

No action taken by the Board.

It was moved by Curator Sundvold and seconded by Curator Brncic, that the meeting of the Board of Curators, September 20-21, 2018, be adjourned.

Roll call vote of the Board:

Curator Brncic voted yes.
Curator Chatman voted yes.
Curator Farmer voted yes.
Curator Graham voted yes.
Curator Layman voted yes.
Curator Phillips voted yes.
Curator Snowden voted yes.
Curator Steelman voted yes.
Curator Sundvold voted yes.

The motion carried.

There being no other business to come before the Board of Curators, the meeting was adjourned at 1:00 P.M. on Friday, September 21, 2018.

Respectfully submitted,

A handwritten signature in cursive script that reads "Cindy S. Harmon".

Cindy S. Harmon
Secretary of the Board of Curators
University of Missouri System

Approved by the Board of Curators on November 15, 2018.