Lincoln, Nebraska
December 4, 2018

The Board of Regents of the University of Nebraska met on December 4, 2018, at 9:32 a.m. in the board room at Varner Hall, 3835 Holdrege Street, Lincoln, Nebraska, in a publicly convened session, the same being open to the public and having been preceded by advance publicized notice, a copy of which is attached to the minutes of this meeting as Attachment 1 (pages 79-83).

In compliance with the provisions of *Neb. Rev. Stat.* § 84-1411, printed notice of this meeting, including Amendments to *Board of Regents Bylaws* Chapter 1 and Chapter 4, was sent to each member of the Board, and was posted in the first floor lobby of Varner Hall. In addition, copies of such notice were sent to the Lincoln Journal Star, Omaha World Herald, the Daily Nebraskan, the Gateway, the Antelope, the Kearney Hub, and the Lincoln office of the Associated Press on November 21, 2018.

Regents present:
Timothy Clare, Vice Chairman
Hal Daub
Howard Hawks
Paul Kenney
Bob Phares
Jim Pillen
Robert Schafer, Chairman
Bob Whitehouse
Logan Krejdl, University of Nebraska at Kearney
Hunter Traynor, University of Nebraska-Lincoln
Sarah Hotovy, University of Nebraska Medical Center
Renata Valquier Chavez, University of Nebraska at Omaha

University officials present:
Hank M. Bounds, President
Susan M. Fritz, Executive Vice President and Provost
Carmen K. Maurer, Corporation Secretary
Jeffrey P. Gold, Chancellor, University of Nebraska Medical Center and University of Nebraska at Omaha
Ronnie D. Green, Chancellor, University of Nebraska-Lincoln
Douglas A. Kristensen, Chancellor, University of Nebraska at Kearney
Christopher J. Kabourek, Vice President for Business and Finance | CFO
James P. Pottorff, Vice President and General Counsel
Wendy D. Hind, Vice President for University Affairs
Michael J. Boehm, Vice President for Agriculture and Natural Resources

I. CALL TO ORDER

II. ROLL CALL

The Board convened at 9:32 a.m. in the boardroom of Varner Hall, 3835 Holdrege Street, Lincoln, Nebraska. Attendance is indicated above.

III. APPROVAL OF MINUTES AND RATIFICATION OF ACTIONS

Motion — Moved by Whitehouse and seconded by Kenney to approve the minutes and ratify the actions of the regularly scheduled meeting on October 3, 2018.

Action — Student Opinion: Voting Aye: Krejdl, Traynor, Valquier Chavez, and Hotovy. Voting Aye: Daub, Hawks, Kenney, Phares, Pillen, Schafer, Whitehouse, and Clare. Motion carried.

Chairman Schafer announced the location of the Open Meetings Act in the board room.

Chairman Schafer welcomed Kevin Hanrahan, Faculty Senate President from the University of Nebraska-Lincoln.

IV. KUDOS

Regent Valquier Chavez presented a KUDOS award to Edward Rau, Chief Electronics and Building Maintenance Specialist in the University of Nebraska Medical Center Eppley Institute and the Fred and Pamela Buffett Cancer Center.

Regent Pillen presented a KUDOS award to Mary Jane Bruce, Broadcast Specialist and Producer for the Office of University Communications at the University of Nebraska-Lincoln.

Regent Traynor presented a KUDOS award to James Lester, Event/Move Staff for the Division of Facilities Management and Planning at the University of Nebraska at Kearney.

V. RESOLUTIONS

Regent Kenney presented the following resolution

WHEREAS, Hal Daub has represented District 8 on the University of Nebraska Board of Regents since 2013; and

WHEREAS, Regent Daub has a long record of public service to the people of Nebraska, including terms as Mayor of Omaha, a member of the U.S. House of Representatives, and a Captain in the U.S. Army; and

WHEREAS, Regent Daub has been engaged in numerous civic organizations across Omaha and the state; and

WHEREAS, during his time on the Board, Regent Daub has demonstrated a commitment to the effective and efficient operation of the University of Nebraska, including through his current memberships on the Board's Audit and Business Affairs Committees; and

WHEREAS, Regent Daub has been a consistent voice for strong fiscal management of the University's resources, always asking if there is a new or different or more streamlined way we could do business so that we can keep tuition and fees as low as possible for our students; and

WHEREAS, friends and debate partners alike can attest that Regent Daub is an independent voice, never afraid to speak his mind on what he believes is right; and

WHEREAS, even though he is leaving the Board of Regents, his colleagues know he will continue to look for opportunities to serve his community;

NOW, THEREFORE BE IT RESOLVED that the Board of Regents extends its deepest gratitude to Regent Hal Daub for his service to the University of Nebraska and our state, and wishes Regent Daub the very best in his future adventures.

Regent Phares presented the following resolution

WHEREAS, Bob Whitehouse has represented District 4 on the University of Nebraska Board of Regents since 2007; and

WHEREAS, Regent Whitehouse has dedicated his career to education and the betterment of Nebraska's young people, including as a junior and senior high principal, teacher and coach; and

WHEREAS, Regent Whitehouse has brought steady and student-focused leadership to the Board of Regents, including two terms as Chairman during which he served as the chief spokesman of the Board to the Legislature, news media and public; and

WHEREAS, Regent Whitehouse has served during a period of incredible momentum for the University of Nebraska, including enrollment growth from 46,000 to 52,000, research expenditure growth from $143 million to $193 million, the launch of Nebraska Innovation Campus, the opening of the Fred & Pamela Buffett Cancer Center and Baxter Arena, the creation of University-wide institutes focused on water for food, early childhood education, rural development and national defense, and of course the remarkable expansion of his alma mater, UNK; and

WHEREAS, Regent Whitehouse has been a selfless friend and coaching figure to his fellow regents, and to the student regents in particular, whose perspective he actively seeks and uses to inform his decisions; and

WHEREAS, with every action of the Board, Regent Whitehouse asks, "What is in the best interests of the students of the University of Nebraska?"

NOW, THEREFORE BE IT RESOLVED that the Board of Regents extends its deepest gratitude to Regent Bob Whitehouse for his dedicated service to the University of Nebraska and the young people of the state, and wishes him all the best in the future.

Resolutions Adopted

There being no objection, the above resolutions were approved and adopted by the general consent of the Board.

VI. HEARINGS

Amendment to *Bylaws of the Board of Regents*, Chapter I, related to The Board of Regents of the University of Nebraska, and Chapter IV, related to Rights and Responsibilities of Professional Staff

VII. PUBLIC COMMENT

Mr. Richard Zierke spoke on the topic of World War I and thanked the University for its support of the installation of memorial plaques erected at gate 20 in the east concourse of Memorial Stadium.

Mr. Harry Muhlbach spoke on agenda item IX-A-1, administrative approval of university contracts.

President Bounds provided a review of 2018.

VIII. UNIVERSITY CONSENT AGENDA

Motion — Moved by Regent Pillen and seconded by Regent Phares to approve items VIII-A-1, VIII-A-2, VIII-B-1, VIII-B-2, VIII-B-3, VIII-B-4, and VIII-B-5

Regent Daub requested that item VIII-A-1 be moved to the Administrative Agenda for discussion and action

A. ACADEMIC AFFAIRS

University of Nebraska-Lincoln

VIII-A-2 — Approval is requested for a three-year contract for Academic Analytics Database site license for the University of Nebraska-Lincoln

B. BUSINESS AFFAIRS

University of Nebraska

VIII-B-1 — Approve 1-year Cisco SMARTnet renewal with Sirius Computer Corp

VIII-B-2 — Approve entering into a one-year renewal agreement for Proofpoint Secure Email Gateway service for UNK, UNL, UNO and UNCA

University of Nebraska-Lincoln

VIII-B-3 — Authorize a lease renewal with NEBCO, Inc. to provide office space for the University of Nebraska Press

VIII-B-4 Approve the sole source purchase of a Multifunctional Scanning-Probe Microscope from Attocube Systems, Inc. for $478,885 for the University of Nebraska-Lincoln Department of Physics and Astronomy

University of Nebraska at Omaha

VIII-B-5 Approve the Second Amendment to the Scott Residence Hall Ground Lease by and between the Suzanne and Walter Scott Foundation and the Board of Regents of the University of Nebraska

Action Student Opinion: Voting Aye: Traynor, Valquier Chavez, Hotovy, and Krejdl. Voting Aye: Hawks, Kenney, Phares, Pillen, Schafer, Whitehouse, Clare, and Daub. Motion carried.

IX. ADMINISTRATIVE AGENDA

A. ACADEMIC AFFAIRS

Motion Moved by Hawks and seconded by Hotovy to approve item VIII-A-1

University of Nebraska

VIII-A-1 President's Personnel Recommendation

There was discussion regarding the University of Nebraska-Lincoln position of Diversity and Inclusion.

Action Student Opinion: Voting Aye: Hotovy, Krejdl, Traynor, and Valquier Chavez. Voting Aye: Clare, Hawks, Kenney, Phares, Pillen, Schafer, and Whitehouse. Abstain: Daub. Motion carried.

Motion Moved by Clare and seconded by Whitehouse to approve item IX-A-1

University of Nebraska

IX-A-1 Approve amendments to the *Bylaws of the Board of Regents*, Chapter I, related to The Board of Regents of the University of Nebraska, and Chapter IV, related to Rights and Responsibilities of Professional Staff

Chapter I. The Board of Regents of the University of Nebraska

1.3 The Chair of the Board. The Board shall select one of its members as its Chair at the annual meeting in January. Unless he or she resigns or is removed by a majority vote of the Board, the Chair shall hold office for one year or until a successor is selected and qualified. The Chair shall preside at all meetings of the Board at which he or she is present. The Chair's signature shall appear on diplomas and like documents issued by the authority of the Board. Unless it is otherwise ordered by the Board, or otherwise provided in these Bylaws, the Chair shall sign all contracts and other instruments requiring execution on the part of the Board and perform all other duties incident to such office. The

Chair, in consultation with ~~the approval of~~ the Board, shall appoint all Committees of the Board.

1.3.3 Corporation Secretary. The Board, after consultation with the President, shall appoint a Corporation Secretary, and may also appoint an Assistant Corporation Secretary of the Board to act in event of the absence or disability of the Corporation Secretary, or to assist the Corporation Secretary as may be determined by the Board. The Corporation Secretary, or, in the event of absence or disability, the Assistant Corporation Secretary, shall:

~~(c) Prepare and send out notices of action taken by the Board as soon as possible after each meeting, forwarding same to the chief executive officer of each of the major administrative units and to the libraries thereof, and to any others who in the Corporation Secretary's judgment should receive such notice and minutes;~~

1.5.2 Recommendations, Records, and Honorary Degrees. With the exception of honorary degrees, no degree, diploma, or certificate in course shall be conferred, granted, or approved by the Board unless the person receiving the same has been recommended by the faculty of the college in which he or she shall have pursued his or her studies; provided that no such degree, diploma or certificate in course shall be conferred, granted, or approved by the Board unless the candidate has paid all required fees and completed other required documents. Faculty recommendations of candidates for degrees and certificates in course shall be made in writing signed by the respective deans. ~~Such written recommendations shall be forwarded to the Office of the Corporation Secretary. The Corporation Secretary shall enter upon the official records the action by the Board and~~ Each administrative unit shall implement processes within its Office of the Registrar, or such similar office, to keep the official and accurate records of the names of all persons receiving degrees, diplomas, or certificates in course. Each of the responsible faculty governing units, through such procedure as it may adopt, may recommend to the Board candidates for honorary degrees. An honorary degree shall not be granted to any person holding an appointment with the University.

Chapter IV. Rights and Responsibilities of Professional Staff

4.4.5 ~~**County Employees of the Cooperative Extension Service of the University of Nebraska-Lincoln**. The terms, conditions, and length of appointments of county employees of the Cooperative Extension Service of the University of Nebraska-Lincoln shall be governed by the terms of their contract and by Rules of the Board specifically applicable to them as a class, and shall not be governed by Sections 4.4.1 through 4.4.3 of these Bylaws.~~

4.4.5 **Extension Personnel**. In cooperation with Nebraska county governments and to further the shared goals and missions of Nebraska Extension, the University of Nebraska places within the state's counties those university employees, such as its Extension Educators and Extension Assistants, in order to provide administrative leadership to the local extension programs adopted by those county extension boards. The Extension Educators and Extension Assistants are at all times employees of the University of Nebraska, subject to the terms and benefits of the employment applicable to University of Nebraska employees. In turn, counties provide county employees to support the Extension

Educators and Assistants in their administrative roles. Such supportive county employees are employed by the counties pursuant to county human resource policies, county benefit policies, and all other terms of employment applicable to the relevant county's(ies') employment. The counties and the university shall carefully consider each other's recommendations and input in relation to their respective personnel, in order to best meet their mutual goals.

Action — Student Opinion: Voting Aye: Valquier Chavez, Hotovy, Krejdl, and Traynor. Voting Aye: Kenney, Phares, Pillen, Schafer, Whitehouse, Clare, Daub, and Hawks. Motion carried.

Motion — Moved by Whitehouse and seconded by Daub to approve items IX-A-2, IX-A-3, IX-A-4, and IX-A-5

University of Nebraska-Lincoln

IX-A-2 — Approval is requested to eliminate the Center for Instructional Innovation in the Department of Educational Psychology within the College of Education and Human Sciences at the University of Nebraska-Lincoln

IX-A-3 — Approval is requested to eliminate the Center for Nontraditional Manufacturing Research administered by the Office of Research and Economic Development and the College of Engineering at the University of Nebraska-Lincoln

IX-A-4 — Approval is requested to transfer the Gallup Research Center to The Clifton Strengths Institute in the College of Business at the University of Nebraska-Lincoln

IX-A-5 — Approval is requested to eliminate the Leadership Institute in the College of Business at the University of Nebraska-Lincoln

Action — Student Opinion: Voting Aye: Hotovy, Krejdl, Traynor, and Valquier Chavez. Voting Aye: Phares, Pillen, Schafer, Whitehouse, Clare, Daub, Hawks, and Kenney. Motion carried.

Motion — Moved by Kenney and seconded by Hotovy to approve items IX-A-6, IX-A-7, IX-A-8, and IX-A-9

University of Nebraska at Kearney

IX-A-6 — Approval is requested to eliminate the Department of Economics in the College of Business and Technology at the University of Nebraska at Kearney

IX-A-7 — Approval is requested to move the existing Agribusiness program from the Department of Economics to the Department of Marketing and Management Information Systems in the College of Business and Technology at the University of Nebraska at Kearney

IX-A-8 — Approval is requested to move the existing Economics program from the Department of Economics to the Department of Accounting and Finance in the College of Business and Technology at the University of Nebraska at Kearney

IX-A-9 Approval is requested to move the existing Business Education program and Business Administration courses from the Department of Economics to the Department of Management in the College of Business and Technology at the University of Nebraska at Kearney

There was discussion

Action Student Opinion: Voting Aye: Krejdl, Traynor, Valquier Chavez, and Hotovy. Voting Aye: Pillen, Schafer, Whitehouse, Clare, Daub, Hawks, Kenney, and Phares. Motion carried.

B. BUSINESS AFFAIRS

Motion Moved by Pillen and seconded by Phares to approve item IX-B-1

University of Nebraska

IX-B-1 Approve the amendments to *Regents Policy* RP-6.3.1, Administrative Approval of University Contracts, effective January 1, 2019, if approved

See Attachment 2 to the minutes for the full text of the amendments to RP-6.3.1 (pages 84-89)

There was discussion

Action Student Opinion: Voting Aye: Traynor, Valquier Chavez, Hotovy, and Krejdl. Voting Aye: Schafer, Whitehouse, Clare, Daub, Hawks, Kenney, Phares, and Pillen. Motion carried.

Motion Moved by Phares and seconded by Hotovy to approve items IX-B-2, IX-B-3, and IX-B-8

University of Nebraska-Lincoln

IX-B-2 Approve the Resolution to authorize expenditure of up to $3,222,500 for capital improvements for the Campus Recreation, Nebraska Unions and University Housing facilities from the Replacement Fund of the Student Fees and Facilities Revenue Bonds at the University of Nebraska-Lincoln

IX-B-3 Approve the Resolution to authorize the expenditure of up to $740,000 from the Replacement Fund of the UNL Parking Revenue Bonds to improve certain property and equipment

University of Nebraska at Omaha

IX-B-8 Approve the Resolution authorizing the expenditure of $3,263,000 from the Bond Surplus/Replacement Funds to make student housing, parking and facility improvements

There was discussion

Action	Student Opinion: Voting Aye: Valquier Chavez, Hotovy, Krejdl, and Traynor. Voting Aye: Whitehouse, Clare, Daub, Hawks, Kenney, Phares, Pillen, and Schafer. Motion carried.
Motion	Moved by Whitehouse and seconded by Clare to approve item IX-B-4
	University of Nebraska-Lincoln
IX-B-4	Approve a 3-year extension with Teamworks for communication and compliance software tools used by University of Nebraska-Lincoln Athletics
	There was discussion
Action	Student Opinion: Voting Aye: Hotovy, Krejdl, Traynor, and Valquier Chavez. Voting Aye: Clare, Daub, Hawks, Kenney, Phares, Pillen, Schafer, and Whitehouse. Motion carried.
Motion	Moved by Phares and seconded by Hawks to approve item IX-B-5
IX-B-5	Approve the Program Statement for the Gnotobiotic Mouse Vivarium at the University of Nebraska-Lincoln
	There was discussion
Action	Student Opinion: Voting Aye: Krejdl, Traynor, Valquier Chavez, and Hotovy. Voting Aye: Daub, Hawks, Kenney, Phares, Pillen, Schafer, Whitehouse, and Clare. Motion carried.
Motion	Moved by Pillen and seconded by Kenney to approve item IX-B-6
IX-B-6	Approve the project scope, schedule, and budget for Hamilton Hall 3rd Floor North Renovation at the University of Nebraska-Lincoln
	There was discussion
Action	Student Opinion: Voting Aye: Traynor, Valquier Chavez, Hotovy, and Krejdl. Voting Aye: Hawks, Kenney, Phares, Pillen, Schafer, Whitehouse, Clare, and Daub. Motion carried.
Motion	Moved by Daub and seconded by Phares to approve item IX-B-7
	University of Nebraska Medical Center
IX-B-7	Approve the budget increase for the new research MRI for the University of Nebraska Medical Center
	There was discussion

Action — Student Opinion: Voting Aye: Valquier Chavez, Hotovy, Krejdl, and Traynor. Voting Aye: Kenney, Phares, Pillen, Schafer, Whitehouse, Clare, Daub, and Hawks. Motion carried.

Motion — Moved by Daub and seconded by Clare to approve item IX-B-9

University of Nebraska at Omaha

IX-B-9 — Approve the project scope, schedule, and budget for Durham Science Center Renovation at the University of Nebraska at Omaha

There was discussion

Action — Student Opinion: Voting Aye: Hotovy, Krejdl, Traynor, and Valquier Chavez. Voting Aye: Phares, Pillen, Schafer, Whitehouse, Clare, Daub, Hawks, and Kenney. Motion carried.

Motion — Moved by Hawks and seconded by Kenney to approve item IX-B-10

IX-B-10 — Approve the waiver of the requirements of Regents Policy RP-6.2.7 on the Naming of Facilities, and naming the addition to the Willis A. and Janet S. Strauss Performing Arts Center at the University of Nebraska at Omaha as the "John and Jan Christensen Addition"

There was discussion

Action — Student Opinion: Voting Aye: Krejdl, Traynor, Valquier Chavez, and Hotovy. Voting Aye: Pillen, Schafer, Whitehouse, Clare, Daub, Hawks, Kenney, and Phares. Motion carried.

Motion — Moved by Phares and seconded by Daub to approve item IX-B-11

Nebraska College of Technical Agriculture

IX-B-11 — Approve the Residence hall Room and Board Rates for the 2019-20 Academic year at the Nebraska College of Technical Agriculture

There was discussion

Action — Student Opinion: Voting Aye: Traynor, Valquier Chavez, Hotovy, and Krejdl. Voting Aye: Pillen, Schafer, Whitehouse, Clare, Daub, Hawks, Kenney, Phares, and Pillen. Motion carried.

C. FOR INFORMATION ONLY

IX-C-1 — University of Nebraska Strategic Planning Framework

IX-C-2 — University of Nebraska Strategic Framework Accountability Measures

IX-C-3 Calendar of establishing and reporting accountability measures

IX-C-4 University of Nebraska Strategic Dashboard Indicators

IX-C-5 Board of Regents agenda items related to the University of Nebraska Strategic Framework

D. REPORTS

IX-D-1 Strategic Framework report on International Student Enrollment [3-d-ii]

IX-D-2 Fall 2017 Enrollment report

IX-D-3 Strategic Framework Report on Enrollment [1-b-i], Top 25% [3-b-1] and Nonresident Undergraduate Enrollment [3-c-i]

IX-D-4 Renaming the Boys Town Center on Child and Family Well Being to the Academy for Child and Family Well Being in the Department of Special Education and Communication Disorders in the College of Education and Human Sciences at the University of Nebraska-Lincoln

IX-D-5 Revisions to rules and regulations for faculty and student self-government organizations: Amendments to the Bylaws of the Hixson-Lied College of Fine and Performing Arts at the University of Nebraska-Lincoln

IX-D-6 Contract update with Arthur J Gallagher & Co.

IX-D-7 Quarterly Status of Capital Construction Projects

IX-D-8 Bids and Contracts for the period ended October 17, 2018

IX-D-9 Residence Hall Room Rates for Academic Year 2019-20 at the University of Nebraska at Omaha

IX-D-10 Business Affairs Committee Correction to the Intermediate Design Report – UNL Nebraska East Union Renovation

IX-D-11 Naming the north-stadium sky bridge in the Osborne Athletic Complex, “The Burnell Bridge” in honor of Dr. Thomas Burnell

IX-D-12 Naming of the center gallery in the International Quilt Study Center & Museum the “Doris Von Seggern Gallery” at the University of Nebraska-Lincoln

IX-D-13 Naming of a gallery in the Sheldon Museum of Art the “Roseann and Philip L. Perry Gallery” at the University of Nebraska-Lincoln

IX-D-14 Naming of the track offices in the Bob Devaney Sports Center the “Walker Family Foundation Track Office” at the University of Nebraska-Lincoln

Chairman Schafer accepted the reports on behalf of the Board.

X. ADDITIONAL BUSINESS

Motion — Moved by Clare and seconded by Whitehouse that the Board go into closed session as authorized by Neb. Rev. Stat. § 84-1410 for the protection of the public interest, and to prevent needless injury to the reputation of persons who have not requested a public hearing, for the purpose of holding a discussion limited to the following subject:

- Personnel matters involving members of the university staff.

Chairman Schafer declared that the closed session would be strictly limited to a discussion of:

- Personnel matters involving members of the university staff.

Action — Student Opinion: Voting Aye: Valquier Chavez, Hotovy, Krejdl, and Traynor. Voting Aye: Whitehouse, Clare, Daub, Hawks, Kenney, Phares, Pillen, and Schafer. Motion carried.

The Board went into closed session at 11:18 a.m. The Board reconvened the open meeting at 12:36 p.m.

XI. ADJOURNMENT

There being no further business, the meeting was adjourned by Chairman Schafer at 12:37 p.m.

Respectfully submitted,

_____
Carmen K. Maurer
Corporation Secretary

_____
Robert M. Schafer
Chairman of the Board

University of Nebraska

OFFICE OF THE BOARD OF REGENTS

ATTACHMENT 1

NOTICE OF MEETING

Notice is hereby given that the Board of Regents of the University of Nebraska will meet in a publicly convened session on Tuesday, December 4, 2018, at 9:30 a.m. in the board room of Varner Hall, 3835 Holdrege Street, Lincoln, Nebraska.

In accordance with *Board of Regents Bylaw 1.11, Amendments to the Bylaws*, notice is hereby given that at the above-described meeting, amendments to Chapter I and Chapter IV of the *Bylaws of the Board of Regents* shall be proposed as indicated in the attached agenda item.

An agenda of subjects not related to the proposed *Bylaws* amendment will be subsequently posted in accordance the law, the *Bylaws* and rules which govern the Board of Regents. When so posted, the full agenda for the meeting will be available for inspection in the office of the Corporation Secretary of the Board of Regents, Varner Hall, 3835 Holdrege Street, Lincoln, Nebraska, or at http://nebraska.edu/board/agendas-and-minutes.html

A copy of this notice will be delivered to the Lincoln Journal Star, the Omaha World-Herald, the Daily Nebraskan, the Gateway, the Antelope, the Kearney Hub, the Lincoln office of the Associated Press, members of the Board of Regents, and the President's Council of the University of Nebraska.

Dated: November 21, 2018

Carmen K. Maurer
Corporation Secretary
Board of Regents
University of Nebraska

TO: The Board of Regents

Academic Affairs

MEETING DATE: December 4, 2018

SUBJECT: Amendments to the *Bylaws of the Board of Regents*, Chapter I, related to The Board of Regents of the University of Nebraska, and Chapter IV, related to Rights and Responsibilities of Professional Staff.

RECOMMENDED ACTION: Approve amendments to the *Bylaws of the Board of Regents*, Chapter I, related to The Board of Regents of the University of Nebraska, and Chapter IV, related to Rights and Responsibilities of Professional Staff.

PREVIOUS ACTION: October 3, 2018 – A "For Information Only" item was submitted to the Board of Regents.

On July 14, 1973 the Board of Regents adopted amended *Bylaws of the Board of Regents.* Since that time, various amendments have been made to Chapter 1, The Board of Regents of the University, and Chapter 4, Rights and Responsibilities of Professional Staff.

EXPLANATION: In April 2018, University internal auditors reviewed certain portions of the *Bylaws of the Board of Regents*. That review prompts the recommended changes contained in this proposed action, which reflect "housekeeping" amendments to that remove obsolete materials from the Bylaws. They are:
(1) An amendment to Article 1.3 to harmonize Bylaws with present practice by providing that the Chair "consult" with the Board when appointing committees, and not require the Board to formally approve committee appointments. The present practice of a "consult" allows for planning and for Board committees to form and start their work shortly after officers are elected at the annual meeting;
(2) The obsolete Bylaws require the Corporation Secretary to send to the President, Chancellors and university libraries "notices of action taken by the Board as soon as possible after each meeting." The Board has adopted a better practice whereby the Corporation Secretary posts the minutes within a week after the meeting for all persons, including the CEOs, to read. Minutes are archived both on the University's website and in hard copy at UNL's Love Library. It is proposed that this outdated language in Article 1.3.3 be removed; and (3) Article 1.5.2 requires that all recommendations for degrees be submitted to the Corporation Secretary and entered in the official records of the Board of Regents, which has been as interpreted as meaning the minutes. This requirement would be extremely cumbersome, given the size of the present graduating

classes. The official records of degrees awarded are maintained by the respective campus registrars, and the proposed amendment to this article reflects that practice.

In addition, faculty bring to our attention that the support staff provided to Nebraska Extension by the counties and their county extension boards are not employees of the University of Nebraska,

as they once were many years ago. The proposed amendment to Article 4.4.5 reflects present contractual relationship the University has with the counties.

The following shows precisely the changes proposed should the Board adopt these Bylaw changes at its December 2018 meeting:

Chapter I. The Board of Regents of the University of Nebraska

1.3 **The Chair of the Board.** The Board shall select one of its members as its Chair at the annual meeting in January. Unless he or she resigns or is removed by a majority vote of the Board, the Chair shall hold office for one year or until a successor is selected and qualified. The Chair shall preside at all meetings of the Board at which he or she is present. The Chair's signature shall appear on diplomas and like documents issued by the authority of the Board. Unless it is otherwise ordered by the Board, or otherwise provided in these Bylaws, the Chair shall sign all contracts and other instruments requiring execution on the part of the Board and perform all other duties incident to such office. The Chair, in consultation with ~~the approval of~~ the Board, shall appoint all Committees of the Board.

1.3.3 **Corporation Secretary.** The Board, after consultation with the President, shall appoint a Corporation Secretary, and may also appoint an Assistant Corporation Secretary of the Board to act in event of the absence or disability of the Corporation Secretary, or to assist the Corporation Secretary as may be determined by the Board. The Corporation Secretary, or, in the event of absence or disability, the Assistant Corporation Secretary, shall:

~~(c) Prepare and send out notices of action taken by the Board as soon as possible after each meeting, forwarding same to the chief executive officer of each of the major administrative units and to the libraries thereof, and to any others who in the Corporation Secretary's judgment should receive such notice and minutes;~~

1.5.2 Recommendations, Records, and Honorary Degrees. With the exception of honorary degrees, no degree, diploma, or certificate in course shall be conferred, granted, or approved by the Board unless the person receiving the same has been recommended by the faculty of the college in which he or she shall have pursued his or her studies; provided that no such degree, diploma or certificate in course shall be conferred, granted, or approved by the Board unless the candidate has paid all required fees and completed other required documents. Faculty recommendations of candidates for degrees and certificates in course shall be made in writing signed by the respective deans. ~~Such written recommendations shall be forwarded to the Office of the Corporation Secretary. The Corporation Secretary shall enter upon the official records the action by the Board and~~ Each administrative unit shall implement processes within its Office of the Registrar, or such similar office, to keep the official and accurate records of the names of all persons receiving degrees, diplomas, or certificates in course. Each of the responsible faculty governing units, through such procedure as it may adopt, may recommend to the Board candidates for honorary degrees. An honorary degree shall not be granted to any person holding an appointment with the University.

Chapter IV. Rights and Responsibilities of Professional Staff

4.4.5 ~~**County Employees of the Cooperative Extension Service of the University of Nebraska-Lincoln**. The terms, conditions, and length of appointments of county employees of the Cooperative Extension Service of the University of Nebraska-Lincoln shall be governed by the terms of their contract and by Rules of the Board specifically applicable to them as a class, and shall not be governed by Sections 4.4.1 through 4.4.3 of these Bylaws.~~

4.4.5 **Extension Personnel**. In cooperation with Nebraska county governments and to further the shared goals and missions of Nebraska Extension, the University of Nebraska places within the state's counties those university employees, such as its Extension Educators and Extension Assistants, in order to provide administrative leadership to the local extension programs adopted by those county extension boards. The Extension Educators and Extension Assistants are at all times employees of the University of Nebraska, subject to the terms and benefits of the employment applicable to University of Nebraska employees. In turn, counties provide county employees to support the Extension Educators and Assistants in their administrative roles. Such supportive county employees are employed by the counties pursuant to county human resource policies, county benefit policies, and all other terms of

employment applicable to the relevant county's(ies') employment. The counties and the university shall carefully consider each other's recommendations and input in relation to their respective personnel, in order to best meet their mutual goals.

These revisions have been reviewed by the Council of Academic Officers; they also have been reviewed and recommended for approval by the Academic Affairs Committee.

SPONSOR: Susan M. Fritz
Executive Vice President and Provost

RECOMMENDED: Hank M. Bounds, President
University of Nebraska

DATE: November 9, 2018

ATTACHMENT 2
ADDENDUM IX-B-1

Amendments to the *Policies of the Board of Regents of the University of Nebraska*, RP-6.3.1 Administrative Approval of University Contracts

Chapter 6. Business and Financial Management

RP-6.3 Contracts

RP-6.3.1 Administrative Approval of University Contracts

1. Policy References

   a. Section 6.1 of the *Bylaws of the Board of Regents of the University of Nebraska* relating to University obligations.

   b. Section 6.4 of the *Bylaws of the Board of Regents of the University of Nebraska* relating to delegation of authority to the President to approve and execute certain types of University contracts.

2. Purpose

   The purpose of this policy is to delegate authority to the President, and to officers and employees designated by the President, to approve and execute certain types of University contracts.

3. Definitions

   a. Bylaws. Bylaws shall mean the *Bylaws of the Board of Regents of the University of Nebraska*.

   b. Contract. Any deliberate written or oral engagement between the University and one or more other parties, upon a legal consideration, to do, or to abstain from doing some act.

   c. ~~Emergency. Circumstances where it is in the public interest for the University to immediately approve and execute a contract (a) to avoid the loss of life, health, safety, or property, (b) to respond to time limits established by persons or entities external to the University, or (c) to obtain cost savings for the University.~~

   Emergency. Circumstances where it is in the public interest for the University to immediately approve and execute a contract without notice to the public, defined under Nebraska law as "any event or occasional combination of circumstances which calls for immediate action or remedy; pressing necessity; exigency; or a sudden or unexpected happening; or an unforeseen occurrence or condition," which includes, but is not limited to such circumstances as the avoidance of the loss of life, health, safety, or property; a natural catastrophe, such as tornado, storm, flood, snowstorm; a manmade disaster such as a gas explosion or fire; war; act of or serious threatened act of terrorism; or pandemic or widespread disease.

   ~~d. Non-capital goods used in the regular course of business. Any article of personal property to be procured by the University that in accordance with generally accepted accounting principles is not carried as a capital asset of the University.~~

   ~~e. Personal Property. Any item of property which is not real property.~~

f. Procurement. Any acquisition of property, equipment, goods or services by the University by purchase, lease or license from a contractor or vendor in exchange for payment of money or other consideration.

g. Real Property. Refers to land, and shall include any right, title or interest in land or any building, structure or other improvement permanently affixed to land or a building or structure.

~~h. Regular Course of Business. That which is required on a recurring basis in the normal day to day operations of the University.~~

~~i. University-Related Use. A use of University owned real property under a lease or license contract which is directly related to and supportive of a teaching, research, public service, administrative or student service function of the University. Without limiting the generality of the foregoing sentence, a University-related use shall include a licensed student service or public service concession in a University building or facility, a lease of agricultural land for a use directly related to a University teaching or research function, and a lease of space in a University building to an incubator company for the transfer of University owned technology.~~

j. Contract Term. When the length of a contract's term is relevant to the delegation of authority provided for in this Section 6.3.1, the contract's entire potential length shall be determinative, e.g. if a contract has an initial term of ten years with an option to renew for an additional five years, then for purposes of this policy, the term of the contract is deemed to be fifteen years.

4. President's Administrative Authority to Approve and Execute Contracts

Pursuant to Section 6.4 of the *Bylaws*, the President shall have authority to approve and to execute: ~~the following types of contracts.~~

~~a. Any contract for the procurement of services or non-capital goods used in the regular course of business in operation of the University.~~

b. Any contract with a public utility or similar organization for the purchase of public utility services routinely used in the regular course of business in operation of the University.

c. Any contract for the purchase of fuels (including but not limited to gasoline, oil, ~~or~~ diesel fuel, propane, etc.) routinely used in the regular course of business in operation of the University.

~~d. Any contract for the purchase or sale of livestock or livestock feed routinely used in the regular course of business in operation of the University.~~

~~e. Any contract for the procurement of products for resale to consumers through University facilities, such as items sold through a University bookstore.~~

~~f. Any contract where the University will provide services to an external party, including, but not limited to, research, instruction, consulting, planning, technical assistance, testing, or program development services, where the contract fee to be paid to the University does not exceed $400,000.~~

~~g. Any contract providing for the sale of a single item of personal property owned by the University where the reasonably estimated market value of the item does not exceed $250,000; provided that a written report of each such contract in excess of $100,000 shall be made to the Board of Regents at its next regular meeting.~~

h. Any contract relating to the staging, performance or sponsorship of any cultural, performing arts, recreational or intercollegiate athletic event.

~~i. Any contract for the procurement, deaccession or sale of material to be added to or removed from the collection of any University gallery, library or museum facility in the regular course of business in operation of any such facility.~~

~~j. Any contract whereby University of Nebraska Television will provide services to an external party, including, but not limited to, research, instruction, consulting, planning, production, technical assistance, or program development services; provided that a written report of each such contract in excess of $400,000 shall be made to the Board of Regents at its next regular meeting subsequent to the execution of the contract.~~

k. Any contract for the procurement of construction services ~~or supplies~~ for a building, structure or other improvement to real property which does not exceed $5,000,000 in the aggregate. All such executed contracts in excess of $1,000,000 shall be reported to the Board of Regents at its next regular meeting. ~~(1) has a total project cost of $2,000,000 or less, and (2) is awarded in accordance with the requirements of RP-6.2.1 or RP-6.3.7; provided that a written report of any such contract in excess of $250,000 shall be made to the Board of Regents at its next regular meeting subsequent to the execution of the contract.~~

l. Any contract of any nature, not otherwise described in Section 6.3.1, subsection 4; provided that the contract does not exceed $5,000,000 in the aggregate over the term of the contract. All such executed contracts in excess of $1,000,000 shall be reported to the Board of Regents at its next regular meeting. ~~Any contract for the procurement of personal property which (1) has a total contract price of $400,000 or less, and (2) is awarded in accordance with the requirements of RP-6.2.1; provided that a written report of any such contract in excess of $250,000 shall be made to the Board of Regents at its next regular meeting subsequent to the award of such contract.~~

~~m. Any contract for the procurement of construction services or supplies for a building, structure or other improvement to real property which (1) has a total project cost in excess of $2,000,000, (2) is awarded in accordance with the requirements of RP-6.2.1 or RP-6.3.7 for a total contract price not exceeding the budget for such procurement as approved by the Board of Regents; provided that a written report of each such contract shall be made to the Board of Regents at its next regular meeting subsequent to the award of the contract.~~

~~n. Any contract for the procurement of personal property which (1) has a total contract price in excess of $400,000, (2) is competitively bid as required by RP-6.2.1, and (3) is awarded to the lowest responsible bidder for a total contract price not exceeding the budget for such procurement as specifically approved by the Board of Regents; provided that a written report of each such contract shall be made to the Board of Regents at its next regular meeting subsequent to award of the contract.~~

o. Any amendment of or change order to a contract for the procurement of construction services for a building, structure or other improvements to real property, if such contract is duly approved by the Board of Regents or duly approved and executed ~~approved~~ pursuant to Section 4~~a~~am provided all such ~~where the~~ amendments or change orders for the project do not exceed, in the aggregate, the greater of $1,000,000 ~~is the greater of a total price of $150,000, or represents~~ or 1.25% of the total project cost~~; or Section 4n, where the amendment or change order has a total price of $100,000 or less~~.

p. Any contract for the procurement of professional services, except services of a licensed architect, engineer, landscape architect or land surveyor, where the total fee for services, including contractor expenses, will not exceed $2,000,000~~$400,000~~; provided that a written report of each such contract in excess of $1,000,000~~$250,000~~ shall be made to

the Board of Regents at its next regular meeting subsequent to award of the contract. Any contract with an accounting/auditing firm, regardless of dollar amount, must be pre-approved by the Audit, Risk and Compliance Committee.

q. Any contract for the procurement of the licensed professional services of an architect, engineer, landscape architect, or land surveyor, where the firm has been selected in accordance with RP-6.3.2.

~~r. Any contract granting to the University a lease of or license to use or occupy real property where (1) the term of the lease or license does not exceed ten years, and (2) the total rent or license fees payable by the University over the full term of the lease or license do not exceed $400,000.~~

s. Any contract granting to a party ~~an external party~~ a lease ~~of~~ or license to use University real property, provided (1) the term of the lease or license does not exceed twenty (20) years, or (2) the total aggregate rents or license fees payable over the term of the lease or license do not exceed $5,000,000. A written report of each such executed contract in excess of $1,000,000 shall be made to the Board of Regents at its next regular meeting. ~~for a use that is not a University-related use where (1) such contract is awarded through a sealed bid public sale, and (2) the term of the lease or license does not exceed ten years and the total rent or license fees payable to the University over the full term of the lease or license do not exceed $500,000; provided that a written report of each such lease or license contract for a term in excess of one year and $250,000 shall be made to the Board of Regents at its next regular meeting subsequent to award of the contract.~~

~~t. Any contract granting to an external party a lease of or license to use University real property for a use that is a University-related use where (1) the term of the lease or license does not exceed ten years, and (2) the total rent or license fees payable to the University over the full term of the lease or license do not exceed $500,000; provided that a written report of each such lease or license for a term in excess of one year and $250,000 shall be made to the Board of Regents at its next regular meeting subsequent to award of the contract.~~

u. Any contract for or grant of an easement encumbering University real property ~~to a governmental entity or a public utility~~ where the value of the encumbrance of the easement and associated damages does not, in the reasonable judgment of the University, exceed a commercial value of $1,000,000 ~~$100,000~~; provided that a written report of the grant of any such easement having a value in excess of $500,000 ~~$50,000~~ shall be made to the Board of Regents at its next regular meeting subsequent to the date of such grant by the University.

v. Any contract ~~(1)~~ granting a license or assigning the right to grant a license in any University technology as part of the transfer of such technology for commercial purposes, ~~or (2) granting a sponsorship of any intercollegiate athletic sport or activity of the University for a total fee not exceeding $4,000,000, including the grant of a license or right to use University trademarks, trade names, or logographics in connection therewith,~~ provided that an annual written report of all such contracts shall be made to the Board of Regents ~~at a public meeting of the Board~~.

w. Any contract of employment with a University faculty or staff member, including UNMC Terms of Employment Agreements with clinical faculty and UNMC Supplemental Compensation Agreements, for appointments and salary obligations that may be approved by the President or his or her designees under Section 3.2 of the *Bylaws*.~~; provided that a quarterly written report of the compensation and length of term of each appointment to an administrative position and to a faculty position at the rank of assistant professor and above shall be made to the Corporation Secretary.~~

x. Any contract for the disposal of real property that the President is authorized to approve in accordance with Section ~~7~~ 6.b. or RP-6.2.3.

y. Any contract relating to acceptance of a gift or grant that the President or a Chancellor is authorized to accept in accordance with RP-6.6.7.

z. Any subcontract awarded in accordance with a grant to the University in the normal course of business.

aa. Contracts and all other documents as may be required in connection with the issuance of indebtedness to refund outstanding indebtedness, including, without limitation, lease obligations, may be approved by the President, in consultation with the Chair of the Board of Regents. The President, or in his absence, the Vice President for Business and Finance, is authorized to approve such resolutions, supplemental resolutions, trust indentures, supplemental master trust indentures, financing agreements, tax compliance agreements, continuing disclosure certificates, preliminary and final official statements, inducement letters, bond purchase agreements, closing certificates and other documents in substantially the form as those adopted or approved by the Board in connection with the issuance of the outstanding indebtedness. The refunding shall be reported to the Board at its next regularly scheduled meeting.

5. Delegation of President's Authority to Approve and Execute Contracts

The President may from time to time delegate all or any part of his or her authority to approve and execute contracts, as specified above in Section 4 of this policy, to such other administrative officers and professional staff employees of the University as the President shall determine will provide for the most efficient conduct of the University business affairs. Any such delegation of authority or change to an existing delegation of authority shall be made in writing, signed by the President, and reported to the Audit Committee of the Board of Regents at its next meeting following such change. A ~~a~~ copy of each written delegation shall be maintained on file as a matter of public record in the office of the Corporation Secretary. ~~Such delegations shall be reported to the Audit Committee of the Board of Regents at their first meeting of each calendar year.~~

~~6. President's Authority between Board of Regents Meetings~~

~~The President is authorized to enter into a contract otherwise requiring approval by the Board of Regents if:~~

~~a. Upon request of the Chancellor of the relevant campus, or the Vice President for Business and Finance in the case of contracts applicable to the University system, the President reasonably determines that circumstances exist that present a genuine and important need to execute a particular contract prior to the next regularly scheduled meeting of the Board of Regents;~~

~~b. The President notifies the members of the Board of Regents as to the nature and magnitude of the contract; and~~

~~c. The President consults and receives the approval of the Executive Committee of the Board of Regents.~~

~~The authority delegated herein shall be narrowly construed, and the execution of contracts under this section shall not be liberally granted. The authority to execute employment contracts, letters of appointment and other personnel matters, requiring approval of the Board of Regents, is not delegated pursuant to this section.~~

~~At the meeting of the Board of Regents following any contract executed by the President pursuant to this delegation, the President shall provide a report to the Board, describing the nature, terms,~~

~~and consideration of the contract. Section 5 above, relating to delegation of the President's authority to other administrative officers and professional staff is not applicable to this section.~~

7. Board Approval Required for Types of Contracts Not Designated for Administrative Approval; Emergency Approval by the Board Chairperson

   a. Except in cases of emergency, any purported contract of a type not described in Section 4 of this policy will have no force or effect and shall not be binding upon the University until such contract shall have received approval by the Board of Regents.

   b. In cases of emergency, a proposed contract of a type not described in Section 4 of this policy may be approved by the Chairperson of the Board of Regents after consultation with at least a majority of the members of the Board's Executive Committee. A written report describing both the nature of the emergency and the contract approved shall be made to the Board of Regents at its next regular meeting subsequent to approval of the contract.

Reference:
BRUN, Minutes, 59, pp. 214-218 (December 9-10, 1994).
BRUN, Minutes, 63, p. 91 (November 3, 2000).
BRUN, Minutes, 63, p. 125 (March 3, 2001).
BRUN, Minutes, 66, p. 4 (January 20, 2006).
BRUN, Minutes, 66, p. 11 (March 3, 2006).
BRUN, Minutes, 67, p. 60 (November 7, 2008).
BRUN, Minutes, 69, p. 67 (December 2, 2010).
BRUN, Minutes, 70, p. 41 (October 28, 2011).
BRUN, Minutes, 71, p. 4 (January 27, 2012).
BRUN, Minutes, 71, p. 33 (September 14, 2012).
BRUN, Minutes, 71, p. 53 (January 25, 2013).
BRUN, Minutes, 74, pp. 109-110 (December 5, 2017).