

AGENDA

U. T. Board of Regents' Special Meeting
Ninth Floor, Ashbel Smith Hall, 201 West Seventh Street, Austin, Texas
April 1, 2003 – 12:00 p.m.

A. CALL TO ORDER IN OPEN SESSION

B. RECESS TO EXECUTIVE SESSION PURSUANT TO TEXAS GOVERNMENT CODE, CHAPTER 551

1. Negotiated Contracts for Prospective Gifts or Donations - Section 551.073

U. T. Austin: Discussion and Appropriate Action Regarding Negotiated Contract for the Acquisition of Archival Material for the Harry Ransom Humanities Research Center at The University of Texas at Austin through Prospective Gift and Donations and Purchase of Materials
(POSSIBLE ACTION ITEM)

2. Consultation with Attorney Regarding Legal Matters or Pending and/or Contemplated Litigation or Settlement Offers - Section 551.071

3. Personnel Matters Relating to Appointment, Employment, Evaluation, Assignment, Duties, Discipline, or Dismissal of Officers or Employees - Section 551.074

a. U. T. Board of Regents: Consideration of Personnel Matters Associated with the Organization of the Board of Regents in Accordance with the Regents' Rules and Regulations, Part One, Chapter I, Section 3 Related to the Election of a Chairman
(POSSIBLE ACTION ITEM)

b. U. T. Board of Regents: Consideration of Personnel Matters Associated with the Organization of the Board of Regents in Accordance with the Regents' Rules and Regulations, Part One, Chapter I, Sections 4 and 5 Related to the Election of Officers
(POSSIBLE ACTION ITEM)

c. U. T. Board of Regents: Consideration of Personnel Matters Associated with the Organization of the Board of Regents in Accordance with the Regents' Rules and Regulations, Part One, Chapter I, Section 7 Related to Standing Committee Chairmen and Section 3, Subsection 3.2 Related to Possible Report on Board Chairman's Committee Assignments **(POSSIBLE ACTION ITEM)**

d. U. T. Board of Regents: Consideration of Personnel Matters Associated with the Organization of the Board of Regents Related to Appointments to the Board for Lease, UTIMCO, Texas Growth Fund,

and U. T. M. D. Anderson Services Corporation
(POSSIBLE ACTION ITEM)

- e. U. T. System: Consideration of Personnel Matters Relating to Appointment, Employment, Evaluation, Assignment and Duties of Officers or Employees
- f. U. T. System: Consideration of Personnel Matters Relating to Evaluation of Presidents and U. T. System Executive Officers

C. RECONVENE IN OPEN SESSION TO CONSIDER ACTION ON EXECUTIVE SESSION ITEMS AND FOR COMMENTS BY CHAIRMAN

- 1. U. T. Austin: Discussion and Appropriate Action Regarding Negotiated Contract for the Acquisition of Archival Material for the Harry Ransom Humanities Research Center at The University of Texas at Austin through Prospective Gift and Donations and Purchase of Materials
(POSSIBLE ACTION ITEM)
- 3a. U. T. Board of Regents: Consideration of Personnel Matters Associated with the Organization of the Board of Regents in Accordance with the Regents' Rules and Regulations, Part One, Chapter I, Section 3 Related to the Election of a Chairman
- 3b. U. T. Board of Regents: Consideration of Personnel Matters Associated with the Organization of the Board of Regents in Accordance with the Regents' Rules and Regulations, Part One, Chapter I, Sections 4 and 5 Related to the Election of Officers
- 3c. U. T. Board of Regents: Consideration of Personnel Matters Associated with the Organization of the Board of Regents in Accordance with the Regents' Rules and Regulations, Part One, Chapter I, Section 7 Related to Standing Committee Chairmen and Section 3, Subsection 3.2 Related to Possible Report on Board Chairman's Committee Assignments
- 3d. U. T. Board of Regents: Consideration of Personnel Matters Associated with the Organization of the Board of Regents Related to Appointments to the Board for Lease, UTIMCO, Texas Growth Fund, and U. T. M. D. Anderson Services Corporation

D. ADJOURNMENT

Note: Referenced Regents' Rules are attached.

Sec. 3. Chairman of the Board

3.1 Election of Chairman

The Chairman of the Board shall be elected by the Board from its number, shall serve at the pleasure of the Board, and shall report to and be responsible to the Board. In case of the death, resignation, disability, removal, or disqualification of the Chairman, the Board shall elect a successor Chairman as soon as practicable. Election of the Chairman shall take place during the February meeting held in odd-numbered years or, if new members of the Board have not been appointed and received the consent of the Senate, at the next available opportunity.

3.2 Duties of the Chairman

The duties and responsibilities of the Chairman shall include the following:

3.21 The Chairman shall preside over the meetings of the Board.

3.22 The Chairman shall be authorized to call special meetings of the Board, as herein provided.

3.23 Except for the Executive Committee, which shall be composed of the Chairman and the three Vice-Chairmen, the Chairman shall appoint the standing committees of the Board and such special committees as the Board may authorize.

3.24 The Chairman shall appoint ad hoc committees as necessary to address special issues.

3.25 Except for the Executive Committee, the Chairman shall be a nonvoting ex officio member of all standing and special committees of the Board and a voting member of the Executive Committee.

Sec. 4. Vice-Chairmen of the Board

Three Vice-Chairmen of the Board shall be elected by the Board from its number when the Chairman is elected and shall serve at the pleasure of the Board. At the election, the Board shall designate which Vice-Chairman shall assume the duties of Chairman in case of the absence, death, resignation, disability, removal, or disqualification of the Chairman. In case of the absence, death, resignation, disability, removal, or disqualification of the Chairman, the designated Vice-Chairman shall perform the duties of the Chairman until the Chairman shall resume his or her office or a successor Chairman shall have been elected as herein provided. In case of the absence, death, resignation, disability, removal, or disqualification of both the Chairman and the designated Vice-Chairman, the second Vice-Chairman shall perform the duties of Chairman until the Chairman or designated Vice-Chairman shall resume his or her office or a successor Chairman shall have been elected as herein provided. Upon the death, resignation, disability, or removal of a Vice-Chairman, the Board shall elect a successor Vice-Chairman as soon as practicable.

Sec. 5. Officers in the Office of the Board of Regents

5.1 Counsel and Secretary to the Board

The Counsel and Secretary to the Board is the principal officer to the Board in the administration of the responsibilities of the Office of the Board of Regents and the principal staff officer to each member of the Board of Regents in the discharge of his or her responsibilities. In addition to the specific duties and responsibilities set forth in Subsection 5.2 of this Chapter, the Counsel and Secretary to the Board shall advise the Board regarding the design and implementation of policies and procedures by which the Board of Regents may more effectively fulfill its responsibilities regarding the governance and management of The University of Texas System and shall provide legal counsel on issues such as open meetings, public information, and standards of conduct.

5.2 Appointment

At the meeting at which the Chairman and Vice-Chairmen of the Board are elected, the Board shall elect a Counsel and Secretary who is not a member of the Board and who shall receive such compensation and have such staff as may be fixed by the Board. The Counsel and Secretary shall report to and be responsible to the Board. The Counsel and Secretary shall serve subject to the pleasure of the Board and may be removed by the Board at any time. Upon the death, resignation, disability, removal, or disqualification of the Counsel and Secretary, the Board shall elect a successor as soon as practicable.

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Sec. 7. Committees and Other Appointments

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7.2 Board for Lease of University Lands

At the first available opportunity following February 1 of each odd-numbered year, two qualified members of the Board, as specified in Texas Education Code Section 66.62, shall be selected by the Board, upon recommendation of the Chairman of the Board, to serve on the Board for Lease of University Lands. In the event a Board member appointed to the Board for Lease of University Lands is unable to attend a regular meeting of the Board for Lease of University Lands, the Chairman may appoint, as a substitute, a qualified member of the Board to attend the meeting. The Office of Business Affairs, on behalf of the Board of Regents, will assign employees of The University of Texas System to assist the Board for Lease of University Lands in the performance of its duties and responsibilities and

will consult with the Chancellor and the Office of General Counsel as necessary and appropriate. The Executive Vice Chancellor for Business Affairs shall report significant activities of the Board for Lease of University Lands to the Board, as appropriate.

- 7.3 The University of Texas Investment Management Company (UTIMCO)
Pursuant to Texas Education Code Section 66.08, the U. T. Board of Regents shall appoint the nine directors of The University of Texas Investment Management Company (UTIMCO). At least three members of the U. T. Board of Regents and the Chancellor shall be appointed to the UTIMCO Board of Directors by the Chairman of the U. T. Board of Regents, by and with the consent of the U. T. Board of Regents. At least one director will be selected from a list of candidates with substantial background and expertise in investments, as submitted to the U. T. Board of Regents by the Board of Regents of The Texas A&M University System.
- 7.4 Texas Growth Fund
Pursuant to Section 70(m), Article XVI of the Texas Constitution, the Texas Growth Fund II shall be managed by a Board of Trustees that "includes one member from and elected by" the U. T. Board of Regents.