

**MINUTES OF THE MEETING OF THE
BOARD OF REGENTS OF THE UNIVERSITY SYSTEM OF GEORGIA
Held at
Atlanta, Georgia
November 17-18, 2009**

CALL TO ORDER

The Board of Regents of the University System of Georgia met on Tuesday, November 17, 2009, and on Wednesday, November 18, 2009, in the Board Room, 270 Washington St., S.W., Atlanta, Georgia. The Chair of the Board, Regent Robert F. Hatcher, called the meeting to order at approximately 1:00 p.m. on Tuesday, November 17, 2009. Present on Tuesday and Wednesday, in addition to Chair Hatcher, were Vice Chair Willis J. Potts, Jr. and Regents Kenneth R. Bernard, Jr., James A. Bishop, Frederick E. Cooper, Larry R. Ellis, Felton Jenkins, W. Mansfield Jennings, Jr., James R. Jolly, Donald M. Leebern, Jr., William H. NeSmith, Jr., Doreen Stiles Poitevint, Wanda Yancey Rodwell, Benjamin J. Tarbutton, III, Richard L. Tucker, Allan Vigil, and Larry Walker. Regent Kessel D. Stelling, Jr. was excused on Tuesday and present on Wednesday.

INVOCATION

The invocation was given on each day by Regent Frederick Cooper.

SAFETY BRIEFING

The safety briefing was given on each day by Chief Bruce Holmes.

ATTENDANCE REPORT

The attendance report was given by Secretary to the Board Burns Newsome.

APPROVAL OF MINUTES

The minutes of the Board of Regents meetings held on October 13-14, 2009 and October 26, 2009, were unanimously approved.

RECOGNITION OF GUESTS

On Tuesday, November 17, 2009, Chancellor Erroll B. Davis, Jr. recognized three Student Government Association presidents who were attending the Board meeting: Kenyatta Victoria Hines of Gordon College, Alina Staskevicius of the Georgia Institute of Technology and Alan Webster of the University of West Georgia. He also hailed former student leaders, Nels Peterson and John Fuchko as examples of student government leaders continuing to demonstrate leadership skills after they graduate. Both men are graduates of Kennesaw State University ("KSU") and each served as Chairman of the Student Advisory Council. Mr. Peterson, who

earned his law degree at Harvard University, was recently named as Executive Counsel to Governor Sonny Perdue. Mr. Fuchko is the System Office's Interim Chief Audit Officer & Associate Vice Chancellor for Internal Audit and Compliance.

On Wednesday, November 18, 2009, Regent Larry Walker introduced the Chair of the Georgia Department of Transportation ("GDOT"), William "Bill" Kuhlke. Mr. Kuhlke gave brief remarks summarizing how GDOT is also doing the best job that they can with limited resources. He also expressed the GDOT's willingness to assist the Board of Regents.

RECOGNITION OF CHANCELLOR'S CUSTOMER SERVICE GOLD WINNERS

The Legislative Analyst and Projects Director for External Affairs, Deborah R. Scott, announced the winners of the 2009 Chancellor's Customer Service Award. Prior to the announcement, Ms. Scott gave a brief report on the status of the Customer Service Initiative, stating that processes for 41 projects across the System were improved over the past year. Additionally, University System employees received a total of 11 Governor's Commendations for individual and team customer service achievements. A full list of Chancellor's award recipients is attached hereto as Appendix A.

COMMITTEE OF THE WHOLE: FINANCE AND BUSINESS OPERATIONS

At approximately 1:21 p.m. on Tuesday, November 17, 2009, the Committee on Finance and Business Operations convened as a Committee of the Whole, under the leadership of Chairman, Felton Jenkins. After a robust discussion, the Board unanimously approved an increase to the mandatory special institutional fee for all students in the amounts of \$100 per semester at the research universities, \$75 at the comprehensive universities, and \$50 at the access institutions, effective spring semester 2010, with a sunset provision on June 30, 2012. The Board also approved a one-year moratorium on other fee increases, with the exception of fees in support of public-private venture facility projects and in extraordinary circumstances with clearly demonstrated student support at the institution. Presidents will have the flexibility to request reallocation of a portion of the fee to other mandatory fees in accordance with Board policy.

In Vice Chancellor for Fiscal Affairs Usha Ramachandran noted that the fee increase would be painful for System students and assured the Regents that it is an action of last resort as all other areas for reduction have been explored. This fiscal year, the System's employees and institutions have borne the brunt of the budget cuts at 86 percent. She stated that it was now necessary to ask the students to shoulder the remaining 14 percent of the cuts at the \$176 million level to enable the System to preserve academic quality. Ms. Ramachandran further detailed the lengths the Board has taken since last year to minimize the impact of the budget reductions on students such as maintaining the Fixed-for-Four tuition plan for three cohorts of students. The Board also froze the incoming tuition rate per credit hour, which allowed students who came in this year to pay to take up to 12 credit hours at last year's rate, with the exception of the University of Georgia and the Georgia Institute of Technology where the flat tuition rate was priced at 15 credit hours.

Regent Bernard stated that the presidents should be given flexibility in the budget reduction process as they are in a better position to gauge the needs of their local intuition. Chairman

Jenkins assured him that the presidents already have that flexibility as 86 percent of the reductions are being made at the intuitional level.

In response to Regent Bishop's question regarding the sunset provision of the proposed fee, Regent Tucker stated that if approved, the fee would sunset on June 30, 2012. However, that does not bind this Board or future Boards from taking actions that are necessary in upcoming budget cycles including fiscal year 2013. Chancellor Davis further explained that the Board is currently using fees to generate revenue instead of tuition increases because of the three cohorts still on Fixed-for-Four. By 2012, those cohorts will have graduated and the Board will have more flexibility of options such as increasing tuition.

In deference to the student government leaders present at the meeting, Regent Potts asked Chairman Jenkins to elaborate on the moratorium on other mandatory fee increases. Chairman Jenkins explained that in consultation with students prior to the Board meeting, the language, "in extraordinary circumstances with clearly demonstrated student support there can be additional fees" was added to the proposal to allow the flexibility for student supported fee increases.

Regent NeSmith reminded his fellow Regents to look at the big picture and note that in tuition cost comparison with other SREB four year public institutions, University System of Georgia institutions are still a bargain. The data provided to the Regents was collected for Fiscal year 2009, not including the fee for Spring 2009 for four year institutions. Georgia ranked third from the bottom in tuition and fees in comparison with other SREB institutions.

Regent Tucker suggested that in future budget discussions in better economic conditions, the Regents should revisit the formula funding model to account for the approximately 10 percent of students the System serves who are not addressed by the current model.

Regent Cooper asked that the staff provide the public with the information they need to understand the urgency of the situation and the factors leading up to the proposed fee increase that make it necessary. Chairman Jenkins stated that the public information officer for the System would handle their remarks appropriately.

Regent Jolly made the motion to vote on the fee proposal, which was promptly seconded. As part of the discussion, Regent Walker expressed his reservations about voting on this issue. He stated that while he did not have a better solution to offer, he felt with the economic situation faced by the students and their families, raising fees was not the right answer. He suggested raising the fees at the institutions at which the enrollment demand is the greatest such as the University of Georgia ("UGA") and the Georgia Institute of Technology ("GIT"), moderately raising the fees at the other institutions and not raising them at the access institutions. Chairman Jenkins thanked Regent Walker for his candid comments and stated that the Board used the concept he suggested in considering tuition last spring. At that time a substantial increase was made in tuition at UGA and GIT while the other 33 institutions, received a less robust tuition increase. With respect to current fee, Chairman Jenkins stated that this is the best option given thus far to help meet the 8 percent reduction rate mandated by the state. It stated that though it is a momentous issue, the Regents have to decide to vote for it or against.

The committee voted unanimously to approve the fee.

The committee meeting adjourned at approximately 1:58 p.m.

COMMITTEES OF THE WHOLE: FINANCE AND BUSINESS OPERATIONS & REAL ESTATE AND FACILITIES (JOINT MEETING)

At approximately 1:59 p.m. on Tuesday, November 17, 2009, the Committees on Finance and Business Operations and Real Estate & Facilities met as a Joint Committee of the Whole. The Committee heard a presentation from Vice Chancellors Usha Ramachandran and Linda Daniels and the Director of Real Estate Ventures – Asset Management, Cynthia Alexander, on the University System of Georgia Public Private Venture Cash Flow Management. The presentation focused on cash flow management as a strategic concept, the performance of the Public-Private Venture (“PPV”) program to date, and efforts to manage risk to ensure the continued success of the PPV program.

The committee meeting adjourned at approximately 2:39 p.m.

USGFI RECOGNITION OF REGENTS HUGH CARTER, WILLIAM CLEVELAND AND ELRIDGE MCMILLAN

The Board of Regents of the University System of Georgia is fortunate to have been served over its 75 plus year history by a cadre of distinguished men and women. On Wednesday, November 18, 2009, the Chair of the University System of Georgia Foundation, Regent Donald L. Leebern, with the assistance of Regent Richard L. Tucker, honored three such regents for their distinguished service: Regents Hugh A. Carter, Jr., William H. Cleveland, and the System’s longest-serving regent, Elridge W. McMillan. Together, they have given over 50 years of service to the University System of Georgia. Each Regent was presented with a personalized Brumby Rocker rocking chair engraved with the Board of Regents seal and a plaque with the Regent’s name and years of service. Regents Leebern and Tucker, on behalf of the Board, expressed their genuine appreciation and thanks for each Regent’s contributions to the Board and larger community as they recounted their many accomplishments and great service. Highlights of their service follow:

Hugh Carter was appointed to the Board of Regents in 2000 by Governor Roy Barnes and served as an at-large member for nine years. He’s had a life of service to the System, the state, and this country including serving as Special Assistant to the President of the United States for Administration. He also served as an Attaché for the U.S. Virgin Islands Olympic Committee during the Games of the twenty-sixth Olympiad. He has served in various capacities on the Board of Regents. As a champion of the Georgia Institute of Technology, Hugh Carter proudly served as a member the presidential search committee that chose President Bud Peterson. He also served on the committee that selected the very first president of the System’s newest institution, Georgia Gwinnett College.

Dr. William Cleveland was appointed to the Board of Regents in 2001 by Governor Roy Barnes and served as at-large member for eight years. He specializes in nephrology and serves on the

staff of five Atlanta area hospitals and is President of Southwest Atlanta Nephrology and Nephronet LLC. From 1991-1996, he served as the co-Medical Director for the Atlanta Committee for the Olympic Games and member of the International Olympic Commission. As a special note, both William Cleveland and Hugh Carter served on committees for the twenty-sixth Olympiad in Atlanta. As a distinguished member of the Board of Regents, Dr. Cleveland served as Vice-Chair of the Board from 2006-2008. His service and support has been invaluable to this Board and in turn, the citizens of Georgia.

Elridge McMillan has the distinguished honor of having served the longest tenure on the Board of Regents. He was first appointed in 1975 by Governor Georgia Busbee, and subsequently reappointed by successive governors to represent the Fifth Congressional District. His has committed his life to education, especially in the areas of access and equity in the southern region of the United States. In addition to his service on the Board, Elridge McMillan is President Emeritus of the Southern Education Foundation and serves as a trustee of his alma mater, Clark-Atlanta University. In his 34-year tenure on the Board of Regents, Regent McMillan played a major role in the implementation of federally ordered desegregation plans for the University System of Georgia's colleges and universities in the 1970s and '80s and later helped drive the System's improved academic quality and national reputation in the 1990s. He was a voice for students who required academic intervention and additional support to meet the University System's enhanced admissions requirements, which became effective in 2001. He served as the first African-American Chair of the Board of Regents from 1986-1987.

COMMITTEE OF THE WHOLE: STRATEGIC PLANNING

On Wednesday, November 18, 2009, at approximately 10:23 a.m., the Strategic Planning Committee convened as a committee of the whole under the leadership of Board Vice Chair Willis J. Potts, Jr. Dr. Barry Bozeman, the Ander Crenshaw Chair and Regents' Professor of Public Policy at University of Georgia, gave a presentation on commonly published academic rankings of U.S. higher education institutions, their value and their problems. Dr. Bozeman encouraged the University System to develop indicator-based, as opposed to reputational, approaches, in developing its own dashboard indicators of academic excellence and student success.

The committee meeting adjourned at approximately 10:52 a.m.

CHANCELLOR'S REPORT

Chancellor Erroll B. Davis, Jr. began his remarks by thanking the Regents for the time commitments that many of them make that go above and beyond the call of duty. He stated that their work is appreciated and that they are truly making a difference in the future of thousands of young people.

In his report, Chancellor Davis covered three topics: the System's exploding enrollment, G.O. Bond sales, and the System's continuing focus on strategic commitments. According to the Fall 2009 Enrollment Report, enrollment in the University System's institutions has jumped from 283,000 last fall to a record 301,892 students this fall. This is an increase of 18,914 students over

fall 2008 – a 6.7 percent increase and well above the 4.8 percent growth in enrollment from fall 2007 to fall 2008. This increase is the equivalent of adding another Georgia Southern University to the System since last fall. From a strategic standpoint, the majority of the growth has occurred in the state and two-year institution level. These are the two sectors identified in the Board's Strategic Plan to accommodate the bulk of the System's growth through 2020. Chancellor Davis stated that the real challenge for the System is serving this exploding demand in the worst economy in memory. There are 30,000 students in the System, not supported by the funding formula, for whom faculty and staff are working very hard to provide a quality academic experience. Through their outstanding work of the System's presidents, faculty and staff are carving out the efficiencies and productivity that make it possible to have these 30,000 students, on top of the 272,000 covered by the formula.

In spite of the System's ongoing distance learning efforts and success in that area, students still need more places to learn, which is where G.O. Bond sales can assist. The good news is that Georgia State Finance and Investment Commission just had a \$793 million GO bonds sale. Of that, University System projects accounted for \$320 million, or 40 percent of the total bond package. Considering that the General Assembly approved \$367.4 million in bonds for the System in Fiscal Year 2010, Chancellor Davis noted that this is a very favorable sale for the University System. On behalf of the University System, Chancellor Davis publicly expressed his appreciation for the state's recognition of the System's exploding demand and for the work of all who ensure the System has the facilities needed to build that capacity.

Regarding the System's strategic commitment, Chancellor Davis shared a quote from the Reverend Andy Stanley, who recently spoke at a state agency heads meeting: *"If you have clarity of purpose, the details will fall in line."* Chancellor Davis said he believes there is clarity of purpose in the University System as its goal is to educate more Georgians to higher levels than in the past. This purpose will drive the state's economic recovery and growth and drive the long-term stability of our communities. The System's clarity of purpose is also expressed through its Strategic Plan and its six, clear goals. As the budget allocations for the next year approach, Chancellor Davis stated that the Board/System must maintain its focus and clarity of purpose in order to fulfill those commitments, remembering not to allow the urgent to get in the way of the important.

In closing, Chancellor Davis officially welcomed Dr. Curtis Carver, Jr. as the new Chief Information Officer for the System. He also announced the upcoming research conference on childhood obesity organized by the Chief Academic Officer & Executive Vice Chancellor, Susan Herbst and the System's four research vice presidents, David Lee of the University of Georgia, Robin Morris of Georgia State University, Mark Allen of the Georgia Institute of Technology, and Frank Trieber of the Medical College of Georgia.

COMMITTEE REPORTS

EXECUTIVE AND COMPENSATION COMMITTEE

The Executive and Compensation Committee met on Tuesday, November 17, 2009, at approximately 11:00 a.m. in Room 7019. Committee members in attendance were Chair Robert

F. Hatcher, Vice Chair Willis J. Potts, Jr., Regents Felton Jenkins, and W. Mansfield Jennings, Jr., James R. Jolly, as well as ex-officio members Regents Donald M. Leebern, Jr., Richard L. Tucker, and Allan Vigil. Chancellor Erroll B. Davis, Jr. and members of his senior staff were also present. Chair Hatcher reported to the Board that the Committee reviewed three items, of which one required action. Upon motion properly made, seconded, and unanimously adopted, the Board approved and authorized the following:

1. Legislative Update

The Senior Vice Chancellor for External Affairs, Thomas E. Daniel, provided the Committee with a legislative update.

2. Executive Session: Personnel Matters

At approximately 11:14 a.m., Chair Robert F. Hatcher called for an executive session for the purpose of discussing personnel matters. With motion properly made and seconded, the Regents who were present voted unanimously to go into executive session. Those Regents are listed above. The Chancellor and members of his senior staff also were present. In accordance with H.B. 278, Section 3 (amending O.C.G.A. 50-14-4), an affidavit regarding this executive session is on file in the Office of the Secretary to the Board.

Chair Hatcher reconvened the Committee in its regular session at approximately 12:10 p.m. and announced that no actions were taken during the executive session.

3. Presidential Emeritus Status

The Board named Dr. Bruce F. Grube President Emeritus of Georgia Southern University, effective January 1, 2010.

The committee meeting was adjourned at approximately 12:12 p.m.

COMMITTEE ON ACADEMIC AFFAIRS

The Committee on Academic Affairs met on Tuesday, November 17, 2009 at approximately 3:25 p.m. in Room 5158. Committee members in attendance were Chair Benjamin J. Tarbutton, III, Vice Chair Wanda Yancey Rodwell, and Regents Kenneth R. Bernard, Jr., William H. NeSmith, Jr., Doreen Stiles Poitevint, Richard L. Tucker, and Larry Walker. The Chair of the Board, Robert F. Hatcher, Vice Chair of the Board, Willis J. Potts, Jr., Chancellor Erroll B. Davis, Jr., Chief Academic Officer and Executive Vice Chancellor, Susan Herbst, Assistant Vice Chancellor Linda Noble, and institutional representatives also were in attendance. Chair Tarbutton reported to the Board that the Committee reviewed three items, two of which required action. With motion properly made, seconded, and unanimously adopted, the Board approved and authorized the following:

1. Establishment of the External Delivery (Online and Onsite) of the Existing Associate of Science in Nursing, Darton College

The Board approved the request of President Peter J. Sireno that Darton College (“DC”) be authorized to offer its existing Associate of Science in Nursing as an external degree in a site-based and online format at Martin Army Hospital in Fort Benning, Georgia, effective November 18, 2009. The program will provide entry-level access opportunities in nursing for military personnel, their families, and nearby residents. Establishment of the program is supported through a multi-year federal grant.

2. Named Faculty Positions

The administrative and academic appointments are reviewed by the Chair of the Committee on Academic Affairs. A list these appointments is on file for inspection in the Board’s Office of Academic Affairs.

3. Information Item: Regents’ Test

The president of the University of West Georgia, Dr. Beheruz N. Sethna, provided a presentation on the history and use of the Regent’s Test in the University System of Georgia. In addition to Committee on Academic Affairs members providing comment, Chair Hatcher and Vice Chair Potts were present and provided feedback. The Committee decided to place this item for action (vote) by the full Board in January 2010.

The committee meeting was adjourned at approximately 4:35 p.m.

COMMITTEE ON INTERNAL AUDIT

The Committee on Internal Audit met on Tuesday, November 17, 2009, at approximately 3:05 p.m. in the Boardroom. Committee members in attendance were Vice Chair W. Mansfield Jennings, Jr., and Regents James A. Bishop, Frederick E. Cooper, Felton Jenkins, James R. Jolly, Donald M. Leebern, Jr., and Allan Vigil. On Wednesday, Vice Chair Jennings reported to the Board that the Committee reviewed four items, two of which required Board action.

1. Internal Audit Charter

The Board approved the revised Internal Audit Charter. A copy of the charter is attached as Appendix B.

2. Compliance Charter

The Board approved the revised Compliance Charter. A copy of the charter is attached as Appendix C.

3. Information Item: Fiscal Year 2009 Audit Results and Findings Status

The Interim Chief Audit Officer & Associate Vice Chancellor, John Fuchko, updated the Committee on Internal Audit, Risk, and Compliance as to key trends by institution and issue area as identified in Fiscal Year 2009 internal audits. Mr. Fuchko also briefly summarized the status of open audit findings.

4. Information Item: Fiscal Year 2011 Risk Assessment

The Interim Chief Audit Officer & Associate Vice Chancellor, John Fuchko, briefly summarized the Fiscal Year 2011 risk assessment process and highlighted the role that committee members will have in identifying significant risk issues. The Director of Internal Audit, Michael Foxman, assisted Mr. Fuchko with the presentation.

The committee meeting was adjourned at approximately 3:30 p.m.

COMMITTEE ON FINANCE AND BUSINESS OPERATIONS

The Committee on Finance and Business Operations met on Tuesday, November 17, 2009, at approximately 2:46 p.m. in the Boardroom. Committee members in attendance were Chair Felton Jenkins and Regents James A. Bishop, Frederick E. Cooper, W. Mansfield Jennings, Jr., James R. Jolly, Donald M. Leebern, Jr., and Allan Vigil. The Chair of the Board, Robert F. Hatcher, also was in attendance. Chairman Jenkins reported to the Board that the Committee reviewed three items, one of which required action. With motion properly made, seconded, and unanimously adopted, the Board accepted the Committee's report of the following:

1. Approval of Professional Program Tuition for Doctor of Education in Curriculum and Leadership, Columbus State University

The Board approved the request of Columbus State University for a professional program, in-state student tuition rate of \$350 per credit hour and a professional program, out-of-state student tuition rate of \$975 per credit hour for the Doctor of Education in Curriculum and Leadership degree program, effective Spring Semester 2010.

2. Information Item: Follow-up on Tuition Policy Changes for FY 2010

In April 2009, the Board approved two changes to tuition policy: (1) charging for hours 13 – 15 and, (2) instituting a flat tuition (finish-in-four) model at the University of Georgia and Georgia Institute of Technology to encourage students to take 15 hours and graduate in four years. The Vice Chancellor for Fiscal Affairs, Usha Ramachandran, provided a report on the University System of Georgia's recent Tuition Policy Changes and the effect of the changes in the Fall Semester.

3. Information Item: Proposed Revision to *The Policy Manual*, Section 7.3.2.2 Elective Fees and Special Charges

The Board reviewed the proposed revision to the Board Policy 7.3.2.2 Elective Fees and Special Charges relating to Tuition and Fees. This change will be submitted for approval at a future Board meeting.

The committee meeting adjourned at approximately 3:02 p.m.

TASK FORCE ON LEADERSHIP AND DEVELOPMENT

The Task Force on Leadership and Development met on Tuesday, November 17, 2009, at approximately 4:32 p.m. in Room 5158. Committee members in attendance were Chair William H. NeSmith, Jr., Vice Chair Kenneth R. Bernard, Jr., and Regents Larry R. Ellis, Doreen Stiles Poitevint, Wanda Yancey Rodwell, Benjamin Tarbutton, III, Richard L. Tucker, and Larry Walker. Chair NeSmith reported to the Board that the Committee reviewed three items none of which required action. The following information items were reviewed by the Committee:

1. Presentation Regarding Columbus State University's Student Leadership Program

Dr. Stuart Rayfield, Program Director for Columbus State University's Servant Leadership Program, presented information on this Student Leadership Program; which combines leadership development at the college level with the leadership needs of the community.

2. Presentation of the Georgia Institute of Technology's Leadership Challenge Course

Dr. William Shafer, Vice President for Student Affairs at the Georgia Institute of Technology, presented information regarding the new Leadership Challenge Course, which provides participants an opportunity to bridge leadership theory and leadership practice through activity.

3. Brief Update Regarding the Future Direction and Plans for the Leadership Development Task Force.

Wayne Guthrie, Vice Chancellor for Human Resources, presented information regarding the future direction and plans for the Leadership Development Task Force.

The task force meeting adjourned at approximately 5:14 p.m.

COMMITTEE ON MEDICAL EDUCATION EXPANSION

The Committee on Medical Education Expansion met on Wednesday, November 18, 2009 at approximately 8:30 a.m. in Room 5158. Committee members in attendance were Chair James A. Bishop, and Regents Felton Jenkins, Donald M. Leebern, Jr., Kessel D. Stelling, Jr., and Benjamin J. Tarbutton, III. The Chair of the Board, Robert F. Hatcher, Vice Chair of the Board Willis J. Potts, Jr., Regent Larry Ellis, Chancellor Erroll B. Davis, Jr., Interim President of Medical College of Georgia, James N. Thompson and staff members from the Medical College

of Georgia and the University of Georgia also attended. The Committee reviewed four items, none of which required Board action.

1. Information Item: Update on Developments with Medical Education Programs at Partnership Campus

Dr. Barbara Schuster, Dean of the Medical College of Georgia (“MCG”)/University System of Georgia (“UGA”) Medical Partnership Campus in Athens, provided the committee with an update on developments to begin medical education operations in the Partnership campus in Athens. Information provided to the committee covered ongoing progress with recruitment of faculty and staff, development with coordinated efforts to support student admission, and ongoing developments related to the Liaison Committee on Medical Education (“LCME”). Dr. Arnett Mace, Vice President for Academic Affairs at the University of Georgia, also updated the committee on work with MCG and UGA development offices to build a scholarship program for students.

2. Information Item: Planning for Graduate Medical Education Expansion

Dr. Douglas Miller, Dean of the School of Medicine at the Medical College of Georgia (“MCG”), Dr. Arnett Mace, Vice President for Academic Affairs at the University of Georgia (“UGA”), and Dr. Barbara Schuster, Dean of the MCG/UGA Medical Partnership Campus in Athens, described ongoing efforts to expand residency capacity through coordinated work with Athens/Gainesville area hospitals and other hospitals across the state, and the creation of a team to develop the expansion plan for Graduate Medical Education for the Partnership campus.

3. Information Item: Receive Plan for Development of Clinical Campus in Albany

Dr. Douglas Miller, Dean of the School of Medicine at the Medical College of Georgia, provided the committee with an update on efforts to implement the clinical campuses in Albany and Savannah, information on communications with leaders in the Rome, Savannah and Brunswick areas and news on recent communications with the Liaisons Committee on Medical Education (“LCME”) regarding the Albany campus and efforts to hire a campus assistant dean for curriculum at the Savannah campus.

4. Information Item: Review of Overall Progress in Medical Education Expansion

Dr. Douglas Miller, Dean of the School of Medicine at the Medical College of Georgia, provided the committee with a brief listing of benchmarks and informed the committee of successes to date.

The committee meeting was adjourned at approximately 9:25 a.m.

COMMITTEE ON ORGANIZATION AND LAW

The Committee on Organization and Law met on Tuesday, November 17, 2009, at approximately 2:50 p.m. in Room 5158. Committee members in attendance were Chair Kenneth

R. Bernard, Jr., Vice Chair Doreen Stiles Poitevint, and Regents Larry R. Ellis, William H. NeSmith, Jr., Wanda Yancey Rodwell, Benjamin J. Tarbutton, III, Richard L. Tucker, and Larry Walker. Chair Bernard reported to the Board that the Committee reviewed three items, which required action. Item 3 included seven applications for review. The Committee also heard one information item that did not require action. With motion properly made, seconded, and unanimously adopted, the Board approved and authorized the following:

1. Ratification of Contract Amendment, Medical College of Georgia

The Board ratified the Chancellor's execution of an amendment to the Clinical, Educational, and Research Services Agreement between the Board of Regents and MCG Health, Inc. A copy of the contract amendment is on file and available for inspection in the Office of the Secretary to the Board.

2. Mutual Aid Agreement: South Georgia College

The Board approved President Virginia Carson's request that South Georgia College ("SGC") be authorized to enter into a mutual aid agreement for police and other emergency services with the City of Douglas, Georgia.

3. Applications for Review

At approximately 3:04 p.m. on Tuesday, November 17, 2009, Chair Kenneth R. Bernard, Jr. called for an executive session for the purpose of discussing personnel matters and the academic records of students. With motion properly made and seconded, the committee members who were present voted unanimously to go into executive session. Those Regents were Doreen Stiles Poitevint, and Regents William H. NeSmith, Jr., Wanda Yancey Rodwell, Richard L. Tucker, and Larry Walker.

Chair Bernard reconvened the committee meeting in its regular session at approximately 3:34 p.m. and announced that the Committee, while in executive session determined the following:

- a. In the matter of file no. 2062, at Savannah State University, concerning the suspension of a student, the application for review was denied.
- b. In the matter of Ms. Lovely Lewis, at Georgia State University, concerning her termination due to a Reduction in Force, the application for review was denied.
- c. In the matter of file no. 2064, at the University of Georgia, concerning a student's denial of request for early readmission, the application for review was denied.
- d. In the matter of Mr. Gary Tuttle, at Georgia Perimeter College, concerning the elimination of his position, the application for review was denied.

- e. In the matter of file no. 2066, at the University of Georgia, concerning a student's violation of the University Academic Honesty Policy, the application for review was denied.
- f. In the matter of Mr. R. Stanley Shurling, at Georgia Southwestern State University, concerning his termination, the application for review was denied.
- g. In the matter of Dr. Wilton Heyliger, at Atlanta Metropolitan College, concerning removal from his position as Chairman of the Business, Mathematics, & Computer Science Department and a sexual harassment allegation, the application for review was denied.

4. Information Item: Article VIII Appeals Process

Staff continued a discussion with the committee regarding proposed changes to the Board's Article VIII appeals process.

The committee meeting adjourned at approximately 3:35 p.m.

COMMITTEE ON PERSONNEL AND BENEFITS

The Task Force on Leadership and Development met on Wednesday, November 18, 2009, at approximately 9:32 a.m. in Room 5158. Committee members in attendance were Chair Wanda Yancey Rodwell, Board Chair Robert F. Hatcher, and Regents Larry R. Ellis, James R. Jolly, Kessel D. Stelling, Jr., and Allan Vigil. Chair Rodwell reported to the Board that the Committee reviewed one item which did not require action. The following information item was reviewed by the Committee:

1. Information Item: Update on Current and Future Status of Health Benefit Plans

The Associate Vice Chancellor for Life & Health Benefits, Thomas A. Scheer, updated the Committee on the current and future status of the health benefit plans. Mr. Scheer provided an update on the open enrollment process, recapped changes for calendar year 2010 and discussed the expansion of the Total Rewards Steering Committee.

COMMITTEE ON REAL ESTATE AND FACILITIES

The Committee on Real Estate and Facilities met on Tuesday, November 17, 2009, at approximately 3:31 p.m. in the Boardroom. Committee members in attendance were Chair James A. Jolly, Vice Chair James A. Bishop, and Regents Frederick E. Cooper, Felton Jenkins, W. Mansfield Jennings, Jr., Donald M. Leebern, Jr., and Allan Vigil. The Chair of the Board, Robert F. Hatcher, and Vice Chair, Willis J. Potts, Jr., the Vice Chancellor for Facilities, Linda M. Daniels, and representatives from System institutions were also in attendance. Chair Jolly reported to the Board that the Committee reviewed 14 items, 11 of which required action. Three items, including an executive session, were withdrawn by staff prior to the meeting. With motion

properly made, seconded, and unanimously adopted, the Board approved and authorized the following:

1. Authorization of Project, Project No. BR-67-1003, Renovations and Additions to Dining Hall, Georgia Southwestern State University

The Board authorized Project No. BR-67-1003, Renovations and Additions to Dining Hall, Georgia Southwestern State University (“GSSU”) with a total project budget of \$2,000,000, to be funded from \$1,000,000 in auxiliary reserve funds and \$1,000,000 from the food service vendor.

Understandings: This project will renovate the existing dining hall at the Marshall Student Center to provide adequate seating areas for students and faculty and upgrade the food preparation area. A 3,100-square-foot addition of a faculty dining area will permit expansion of the student dining area into the current faculty dining area. The mechanical, electrical and plumbing systems will be replaced or repaired, and all the windows will be replaced with tinted, insulated glass. The current kitchen food preparation equipment will be replaced with energy efficient equipment.

The estimated construction cost for this project is \$1,800,000.

The project is consistent with GSSU’s master plan. The University System Office staff and GSSU will proceed with design and construction of the project in accordance with Board of Regents procedures.

2. Authorization of Project, Project No. BR-66-0902, Williams Center Renovation, Georgia Southern University

The Board authorized Project No. BR-66-0902 Williams Center Renovation, Georgia Southern University (“GSOU”) with a total project budget of \$3,000,000, to be funded from GSOU institution funds.

Understandings: Renovation of approximately 18,000 square feet of the Williams Center will permit expansion of services for the GSOU Division of Student Affairs and Enrollment Management and the GSOU Office of Student Activities. The renovation will provide a multipurpose programmable lounge to be used for meetings and performances and for a student organization center.

The estimated construction cost for this project is \$2,245,000.

The project is consistent with GSOU’s master plan. The University System Office staff and GSOU will proceed with design and construction of the project in accordance with Board of Regents procedures.

3. Authorization of Project, Project No. BR-70-1001, Classroom/Lecture Hall Addition, Valdosta State University

The Board authorized Project No. BR-70-1001, Classroom/Lecture Hall Addition, Valdosta State University (“VSU”), with a total project budget of \$2.1 million, to be funded from VSU institution funds.

Understandings: The approximately 15,000-square-foot two-story addition to the existing Education Center will include two large session classrooms of approximately 360 seats each, a lobby, service rooms, and restroom facilities. The addition will allow VSU to group lower tier classes into larger sections to maximize teaching time and meet the demand of increased student enrollment for specific courses without the need for additional instructors.

The estimated construction cost for this project is \$1.9 million.

The project is consistent with VSU’s master plan. The University System Office staff and VSU will proceed with design and construction of the project in accordance with Board of Regents procedures.

4. Authorization of Project, Project No. BR-40-1003, South Energy Plant Upgrade & Expansion, Medical College of Georgia

The Board authorized Project No. BR-40-1003, South Energy Plant Upgrade & Expansion, Medical College of Georgia, (“MCG”) with a total project budget of \$2,955,000 to be funded from MCG institutional funds and Fiscal Year 2009 Major Repair and Renovation funds.

Understandings: The project includes installation of a gas fired temperature water generator, a centrifugal chiller, incoming electrical service including double ended switchgear, panels, breakers, motor control center, underground concrete encased duct bank, and underground vaults. This will meet MCG heating and cooling needs for the Cancer Research Center and Sanders Research and Education Building and future facilities including the School of Dentistry, Education Commons, and School of Medicine.

The estimated construction cost for this project is \$2,536,200.

The project is consistent with MCG’s master plan. The University System Office staff and MCG will proceed with design and construction of the project in accordance with Board of Regents procedures.

5. Appointment of Architectural Firms and Construction Management Firms, Georgia Higher Education Facilities Authority (GHEFA)

The Board approved the enclosed Items 5.a. through 5.c.

Understandings: These projects were authorized by the Board in September 2009 as Georgia Higher Education Facilities Authority (“GHEFA”) projects. Funding for these projects will be by GHEFA.

In September 2009 program management firms were appointed for:

GHEFA-82-1001, Campus Center & Student Housing, College of Coastal Georgia
GHEFA-86-1001, Student Housing, East Georgia College

In October 2009 a program management firm was appointed for:

GHEFA-65-1001, Wellness & Recreation Center, Georgia College & State University

In September 2009 architectural firms were appointed for:

GHEFA-65-1001, Wellness & Recreation Center, Georgia College & State University
GHEFA-82-1001, Campus Center & Student Housing, College of Coastal Georgia

In October 2009 a construction management firm was appointed for:

Campus Center component of GHEFA-82-1001, Campus Center & Student Housing,
College of Coastal Georgia

It is anticipated that the Board will be requested to take further action concerning these GHEFA projects, including the approval of ground leases and rental agreements.

5.a. Appointment of Construction Management Firm and Appointment of Architectural Firm, Project No. GHEFA-86-1001, Student Housing, East Georgia College

The Board appointed the first-named construction management firm listed below for the identified project and authorize the execution of a contract with the identified firm. Should it not be possible to execute a contract with the top-ranked firm, staff will then attempt to execute a contract with the other listed firms in rank order.

Following public advertisement, a qualifications-based selection process was held in accordance with Board of Regents procedures. The following recommendation is made:

Project No. GHEFA-86-1001, Student Housing, East Georgia College

Number of firms that applied for this commission: 19

Recommended firms in rank order:

- 1) Fortune-Johnson, Inc., Norcross
- 2) Choate Construction Company, Atlanta
- 3) Peter R. Brown Construction, Inc., Warner Robins
- 4) H. J. Russell & Company, Atlanta

The Board also appointed the first-named architectural firm listed below for the identified project and authorize the execution of a contract with the identified firm. Should it not be possible to execute a contract with the top-ranked firm, staff will then attempt to execute a contract with the other listed firms in rank order.

Following public advertisement, a qualifications-based selection process was held in accordance with Board of Regents procedures. The following recommendation is made:

Project No. GHEFA-86-1001, Student Housing, East Georgia College

Number of firms that applied for this commission: 19

Recommended firms in rank order:

- 1) Palmer Architects Inc., Statesboro
- 2) Cooper Carry, Inc., Atlanta
- 3) Greenline Architecture, P.C., Savannah
- 4) HADP Architecture, Inc., Atlanta

Project No. GHEFA-86-1001, Student Housing, East Georgia College

Project Description: This project will provide approximately 200 student housing beds in apartment style units.

Total Project Cost:	\$9,000,000
Construction Cost (Stated Cost Limitation):	\$6,900,000

5.b. Appointment of Construction Management Firm, Project No. GHEFA-65-1001, Wellness & Recreation Center, Georgia College & State University

The Board appointed the first-named construction management firm listed below for the identified project and authorize the execution of a contract with the identified firm. Should it not be possible to execute a contract with the top-ranked firm, staff will then attempt to execute a contract with the other listed firms in rank order.

Following public advertisement, a qualifications-based selection process was held in accordance with Board of Regents procedures. The following recommendation is made:

Project No. GHEFA-65-1001, Wellness & Recreation Center, Georgia College & State University

Project Description: This approximately 100,000-square-foot wellness and recreation center includes a four court multipurpose gymnasium, cardio fitness area, natatorium, walking track with assessment area, and student health services. LEED Silver certification will be sought for this facility.

Total Project Cost:	\$29,600,000
Construction Cost (Stated Cost Limitation):	\$23,000,000

Number of firms that applied for this commission: 26

Recommended firms in rank order:

- 1) Garbutt/Christman, LLC, Dublin
- 2) The Whiting-Turner Contracting Company, Atlanta
- 3) Skanska USA Building Inc., Atlanta
- 4) Gay Construction Company, Atlanta (Tie)
RJ Griffin & Company, Atlanta (Tie)

5.c. Appointment of Development Firm for the Student Housing Component, Project No. GHEFA-82-1001, Campus Center & Student Housing, College of Coastal Georgia

The Board appointed the first-named development firm listed below for the student housing component of the identified project and authorize the execution of a contract with the identified firm. Should it not be possible to execute a contract with the top-ranked firm, staff will then attempt to execute a contract with the other listed firms in rank order.

Following public advertisement, a qualifications-based selection process was held in accordance with Board of Regents procedures. The following recommendation is made for the development firm for the student housing component of the identified project.

Project No. GHEFA-82-1001, Campus Center & Student Housing, College of Coastal Georgia

Project Description: This project will provide a campus center and student housing. The 250-350 student housing beds are in suite, semi-suite and apartment style units, and will also include limited food service and student study areas. The approximately 50,000-square-foot campus center includes expanded food service and student life amenities such as health services, fitness center, recreational space, study areas, student government and student affairs offices, meeting rooms, tiered seat theatre space, lounge spaces, bookstore and other retail.

Total Project Cost:	\$14,000,000
Construction Cost (Stated Cost Limitation):	\$10,900,000

Number of firms that applied for this commission: 7

Recommended development firms for the student housing component of the identified project in rank order:

- 1) H.J. Russell & Company, Atlanta
- 2) University Housing Services, Inc., Atlanta
- 3) Ambling University Development Group, Valdosta

6. Appointment of Construction Management Firm and Appointment of Architectural Firm for Student Housing Component, Project No. BR-60-1001, Student Center & Student Housing, Albany State University

The Board appointed the first-named construction management firm listed below for the identified project and authorize the execution of a contract with the identified firm. Should it not be possible to execute a contract with the top-ranked firm, staff will then attempt to execute a contract with the other listed firms in rank order.

Following public advertisement, a qualifications-based selection process was held in accordance with Board of Regents procedures. The following recommendation is made:

- Number of firms that applied for this commission: 21
Recommended firms in rank order:
- 1) Juneau Construction Company, LLC, Atlanta
 - 2) Choate Construction Company, Atlanta (Tie)
Parrish Construction Group, Perry (Tie)
 - 3) Skanska USA Building, Inc., Atlanta

The Board also appointed the first-named architectural firm listed below for the student housing component of the identified project and authorize the execution of a contract with the identified firm. Should it not be possible to execute a contract with the top-ranked firm, staff will then attempt to execute a contract with the other listed firms in rank order.

Following public advertisement, a qualifications-based selection process was held in accordance with Board of Regents procedures. The following recommendation is made for the architectural firm for the student housing component of the identified project:

- Number of firms that applied for this commission: 27
Recommended firms in rank order:
- 1) Lord, Aeck & Sargent, Inc., Atlanta
 - 2) Cooper Carry, Inc., Atlanta
 - 3) SRJ Architects Inc., Albany
 - 4) HADP Architecture, Inc., Atlanta

Project No. BR-60-1001, Student Center & Student Housing, Albany State University

Project Description: This project was authorized by the Board in September 2009. In September 2009, the Board appointed a program management firm. In October 2009, the Board appointed an architectural firm for the student center component. This project will provide an approximately 600 bed student housing facility and an approximately 45,000-square-foot student center. The project will be funded as a public private venture.

Total Project Cost:	\$36,000,000
Construction Cost (Stated Cost Limitation):	\$28,100,000

7. **Appointment of Construction Management Firm, Project No. J-153, Library Renovations and Speaker Tom Murphy Office, University of West Georgia**

The Board appointed the first-named construction management firm listed below for the identified project and authorize the execution of a contract with the identified firm. Should it not be possible to execute a contract with the top-ranked firm, staff will then attempt to execute a contract with the other listed firms in rank order.

Following public advertisement, a qualifications-based selection process was held in accordance with Board of Regents procedures. The following recommendation is made:

Project No. J-153, Library Renovations and Speaker Tom Murphy Office, University of West Georgia

Project Description: The project was authorized by the Board in November 2008. The library, built in the 1960's, had an addition in 1980 and totals 40,160 square feet. According to most recent standards for library planning, preliminary studies indicate major deficiencies exist for seating and studying space. To serve strategic priority needs of UWG, the library renovation will include expanding seating and studying space and addition of information commons. The project includes partial renovation of the ground floor (basement) to accommodate materials that are not part of the browsing collection, renovation of the main floor including renovation to seating and studying space, and the reproduction of the Speaker Tom Murphy office for display of his political collections and memorabilia.

The project will be funded from FY 2009 and FY 2010 General Obligation Bonds.

Total Project Cost:	\$8,000,000
Construction Cost (Stated Cost Limitation)	\$6,000,000

Number of firms that applied for this commission: 25

Recommended firms in rank order:

- 1) Parish Construction Group, Perry
- 2) RA-LIN and Associates, Inc., Carrollton
- 3) Brasfield & Gorrie, Kennesaw
- 4) Evergreen Construction, Atlanta

8. **Sub-Rental Agreement, 75 5th Street, Suites 700 and 860, Georgia Institute of Technology**

The Board authorized the execution of a sub-rental agreement between Georgia Advanced Technology Ventures, Inc. ("GATV"), Sub-Landlord, and the Board of Regents, Sub-Tenant, for approximately 9,520 square feet ("sf") of administrative support located at Centergy One Building, 75 5th Street Atlanta, for the period November 1, 2009, through June 30, 2010, at a

monthly rent of \$22,736.93 (\$272,843.16 per year annualized/ \$28.66 per square foot per year) with an option to renew for one ten month term ending April 30, 2011 with rent increasing 3%, for the use of Georgia Institute of Technology (“GIT”) for the Georgia Tech Enterprise Innovation Institute (“EII”).

Understandings: In September 2002, the Board authorized a sub-rental agreement of 32,000 sf for GIT’s Advanced Technology Development Center’s (the “ATDC”) administrative functions and common use space for ATDC member companies. ATDC is part of EII.

This space in suites 700 and 860 will be used by EII for administrative support space in support of the mission of GIT. These EII offices are currently located in the Economic Development Building at 760 Spring Street. This relocation will allow all of the EII departments to operate out of one building. At expiration of this sub-rental these EII offices will be consolidated into the 32,000 sf space.

All operating expenses are included in the rent rate.

9. Naming of Lil and Bob M. Prillaman Building, Kennesaw State University

The Board approved the naming of the new Health Sciences Building, currently under construction at the Kennesaw State University (“KSU”) the “Lil and Bob M. Prillaman Building” in recognition of Mr. and Mrs. Prillaman.

Understandings: President Daniel S. Papp confirms that this naming conforms to the KSU naming guidelines and with the Board of Regents naming policy.

The largest gift in the history of KSU, \$5 million, was given by WellStar Health System in honor of the Prillamans. Subsequently, another \$125,000 has been given in their name. Of the \$6 million in private donations contributed to date for the Health Sciences Building, \$5,125,000 has been given to honor the Prillamans.

Bob Prillaman has been a community leader in Cobb County for more than thirty years and has played a pivotal role in the relationship between Kennesaw State University and WellStar Health System. More than 12% of all graduates from KSU College of Health and Human Services are employed by WellStar. In addition to the gift of \$5 million, Bob Prillaman has been a catalyst in previous gifts totaling more than \$10 million.

Bob Prillaman served as Chairman of WellStar Health System’s Board of Trustees, and has served as a trustee of the Kennesaw State University Foundation for the last 26 years.

10. Naming of Kay and Jerry Jennett Hall, Valdosta State University

The Board approved the naming of the proposed Classroom/Lecture Hall Addition to the Education Center at Valdosta State University (“VSU”) the “Kay and Jerry Jennett Hall” in recognition of Mr. and Mrs. Jerry Jennett.

Understandings: President Patrick Schloss confirms that this naming conforms to the VSU naming guidelines and with the Board of Regents naming policy.

Mr. Jerry Jennett is a leader in the Valdosta business community and is a strong supporter of VSU. Mr. Jennett is serving his third term on the VSU Foundation Board of Trustees (the “Board of Trustees”) and has served as chairman of the Board of Trustees twice. While not a graduate of VSU, Mr. Jennett has volunteered his services on numerous occasions, by serving on search committees, advisory boards, and the athletic booster board. Mr. Jennett’s wife, Kay, is currently serving as a director of the symphony orchestra and was the chair of last year’s Blazin’ Hot Night Gala Dinner and Auction, which was the inaugural black tie fundraiser for the VSU Foundation. Mr. and Mrs. Jennett, have personally contributed over \$400,000 to VSU. Mr. Jennett’s company, Georgia Gulf Sulfer, has contributed \$276,000.

11. Naming of Sudie A. Fulford Community Learning Center, East Georgia College

The Board approved the naming of the proposed Community Learning Center at East Georgia College (“EGC”) the “Sudie A. Fulford Community Learning Center” in recognition of Mrs. Sudie A. Fulford.

Understandings: President John Black confirms that this naming conforms to the EGC naming guidelines and with the Board of Regents naming policy.

The Sudie A. Fulford Community Learning Center (the “Center”) is the first building located on the southern part of campus. The Center is architecturally distinct from the traditional campus buildings yet remains appealing and approachable. It is located at the EGC entrance on a well traveled road leading to the Emanuel County K-12 schools.

Mrs. Sudie A. Fulford was an iconic elementary school teacher for over thirty years in Swainsboro. She taught numerous members of the current Swainsboro/Emanuel County leadership including the Mayor and the President of the Chamber of Commerce. They, as well as everyone who knew her, speak of her extraordinary teaching skills, her dedication and support of her students and her energy and quick wit.

This was accomplished while raising three children alone due to the untimely death of her husband. While fully engaged as a teacher and single parent, "Miss Sudie," as she was fondly known, was active in the community. She was a charter member of the Ida Belle Williams Book Club (which continues today) and participated in a variety of civic and church related organizations. Miss Sudie was a doer! And, for those fortunate enough to know her, she made a profound impact.

The Center has been funded by a gift of \$1.2 million from A.D. and Ada Lee Correll in honor of Mrs. Correll's mother, Mrs. Sudie A. Fulford. It is Mrs. Correll’s desire that the Center serve as a learning resource for students and teachers in and around Emanuel County.

12. Information Item: Reed Alley Improvements & Stegeman Coliseum Concourse Renovations at the University of Georgia

Reed Alley improvements

Reed Alley improvements will enhance open space at Sanford Stadium for football game days and enhance the student experience by providing a pedestrian corridor and gathering space for use by students throughout the year.

Reed Alley is an under-developed portion of a major campus east-west pedestrian corridor, beginning at Baxter Street and flowing through the new Georgia Quad to Sanford Drive where Reed Alley begins. Reed Alley will be transformed into public open space that will not only be utilized on game days, but also for student gathering and various student activities throughout the year. The project will also complete the east-west cross campus pedestrian corridor.

A new linear building of approximately 7,000 square feet (“sf”) that will house concessions and restrooms will define the Alley and activate both sides of the space. Gates and fencing will be provided for stadium security on non-event days and to allow the existing covered walk area to be accessible to students, staff, faculty and visitors. On event days, such as Commencement and Football events, the entire area can be opened up for gathering while also addressing life safety issues by greatly enhancing ingress and egress to and from the Stadium in this highly congested area.

The timing of these improvements responds to UGA’s desire to enhance the overall spectator/attendee experience while improving crowd management at the stadium for added safety and security as well as to utilize this space for student gathering during the remainder of the year. This project, one element of the recently completed AA Master Plan, has been in planning and pre-design for over a decade.

Stegeman Coliseum Concourse renovations

Stegeman Coliseum is a multi-purpose arena, seating approximately 10,500, that hosts the UGA basketball and gymnastics teams, university classes, commencements, concerts, and various other events. Built in 1964, the Coliseum has a unique hyper-parabolic shaped roof with large overhangs on the northeast and southwest sides of the building.

Stegeman Coliseum Concourse renovations will renovate 35,000 sf of the main concourse level and add approximately 10,000 sf for new lobbies on the northeast and southwest sides of the facility. These improvements will enhance the student experience, provide life safety and restroom upgrades, and improve crowd handling at both non-athletic and athletic events.

Many smaller renovations have taken place within the facility, however, there has not been a significant renovation or upgrade to the concourses and the public support spaces. The facility requires life safety upgrades, including a fire sprinkler system for the renovated areas. The focus of this project is provision of new amenities for students and visitors while enhancing safety and security. A new smoke evacuation system for the existing seating bowl and concourse may be

provided. The existing main concourse level will be fully renovated, including modernization and addition of restrooms, upgrades to concession areas, and addition of a security operations rooms. The concourse underneath the curved overhangs on the northeast and southwest sides of the building will be expanded to capture much needed arrival and queuing space and will bring a new aesthetic and identity to the facility. The project concept is for an angled and curved curtain wall to be designed at both expansion areas.

The timing of this renovation is multi-fold. The building requires access, life safety, and restroom upgrades. The improvement will also respond to UGA's desire to enhance the overall spectator experience while improving circulation at the facility for added safety and security.

These projects are consistent with the UGA Athletic Association (the "AA") master plan.

At the September 2009 meeting the AA approved design funding for these projects. It is anticipated that the AA will consider further action on these projects at their spring meeting. Should the AA approve these projects then approval by the Board will be requested.

Construction of these projects will be funded entirely by the AA and will enhance the substantial contributions to the academic mission and student life of UGA that the AA continues to provide.

The current economic times and favorable construction market provide an opportunity to achieve great cost savings while providing a number of jobs within the design and construction industry. Through sound fiscal management the AA has resources available to support capital projects that are important for the local and state economy.

13. Information Item: Consultant Selection Process

The Vice Chancellor for Facilities, Linda M. Daniels, provided information on the qualifications-based selection ("QBS") process utilized for consultant selection.

14. Information Item: USG Public Private Venture Cash Flow Management (Committee of the Whole) (Joint meeting with Committee on Finance and Business)

One of the eight priorities of the Board for FY 2010 is to assess the cash flow management of the University System Public Private Venture ("PPV") program in the context of the system's financial statements. The presentation will focus on cash flow management as a strategic concept, the performance of the PPV program to date, and efforts to manage risk to ensure the continued success of the PPV program.

The committee meeting was adjourned at approximately 4:20 p.m.

UNFINISHED BUSINESS

There was none.

NEW BUSINESS

The Board approved President Everette Freeman's request that Albany State University be authorized to award an honorary degree to Lieutenant General Willie J. Williams. The Board also approved President G.P. "Bud" Peterson's request that Georgia Institute of Technology be authorized to award honorary degrees to Mr. Brook Byers, Mr. Michael Duke, and Dr. Andrew Grove.

The Board authorized Chancellor Erroll B. Davis, Jr. to take any actions necessary to protect the interest of the Board between the November meeting and the scheduled January meeting of the Board, with such actions being ratified by the Board in January.

Regent NeSmith read a letter he addressed to Chairman Hatcher regarding the branding of Georgia through resources such as the University System of Georgia four research institutions, Emory University, the Centers for Disease Control and Prevention, the Georgia Research Alliance, and the Fort McPherson Initiative. He asked that Chairman Hatcher consider adopting it into the strategic plan

PETITIONS AND COMMUNICATIONS

The Secretary to the Board noted the passing of Dr. Judson C. Ward who, among his many accomplishments, was a long time faculty member and later president of the Georgia Teachers College, now Georgia Southern University. He was 97 years old.

EXECUTIVE SESSION

At approximately 11:45 a.m. on Wednesday, November 18, 2009, Chair Robert F. Hatcher called for an executive session for the purpose of discussing personnel matters. With motion properly made and variously seconded, the Regents who were present voted unanimously to go into executive session. Those Regents are listed above. In accordance with H.B. 278, Section 3 (amending O.C.G.A. § 50-14-4) an affidavit regarding this executive session is on file with the Office of the Secretary of the Board.

At approximately 12:50 p.m., Chair Hatcher reconvened the Board meeting in its regular session and announced that no actions were taken during the executive session.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at approximately 12:51 p.m. on Wednesday, November 18, 2009.

J. Burns Newsome
Secretary to the Board
University System of Georgia

Robert F. Hatcher
Chair, Board of Regents
University System of Georgia

Appendix A

Chancellor's Customer Service Awards 2009

Level of Award	Recipient	Institution	Customer Service Champion
Customer Service Excellence Award of the Year – Individual			
Gold	Leanne Fouche, Monitor, Parking Services	University of Georgia	Mr. Tim Burgess
Gold System Office	Andrea Wilson, Director, Customer Relations	University System Office	Mr. Ray Lee
Silver	Connie Snyder, Director of Admissions and Records	Bainbridge College	Dr. Tonya Strickland
Bronze	Glenda Owens, Grants Accounting Specialist	University of Georgia	Mr. Tim Burgess
Honorable Mentions	Joy Norman, Coordinator of Disability Services	Columbus State University	Ms. Laurie Jones
	Tamra Ortgies-Young, Faculty	Georgia Perimeter College	Ms. Fran Mohr
	Geoffrey Shoultz, Programmer	Columbus State University	Ms. Laurie Jones
	Darren Thomas, Assistant Director of Maintenance	Clayton State University	Ms. Carolina Amero
Customer Service Excellence Award of the Year – Team Award			
Gold	Kennesaw's Customer Service Council	Kennesaw State University	Ms. Linda Lyons
Gold System Office	Georgia ONmyLINE Support	University System Office	Mr. Ray Lee
Silver	Georgia Tech Housing Freshman Move-in	Georgia Institute of Technology	Ms. Julieanne Williamson
Bronze	Food Services Orientation Hosts	University of Georgia	Mr. Tim Burgess
Honorable Mention	Leading Change at Georgia Perimeter College	Georgia Perimeter College	Ms. Fran Mohr
Outstanding Customer Service Improvement Initiative Award			
Gold	Initiative to Promote the Retention of Campus Residents Enrolled in Learning Support	South Georgia College	Dr. Luck Watford
Gold System Office	Georgia Newspaper Digitization Team	University System Office	Mr. Ray Lee
Silver	Clinical Practice Redesign	University of Georgia	Mr. Tim Burgess
Bronze	Ask Me! Program	Clayton State University	Ms. Carolina Amero
Honorable Mention	Responding to Customer Needs in Dining Services	Clayton State University	Ms. Carolina Amero

Appendix A

Chancellor's Customer Service Awards 2009

Level of Award	Recipient	Institution	Customer Service Champion
Outstanding Customer Service Leadership Award			
Gold	David Bridges, President	Abraham Baldwin Agricultural College	Ms. Diane Kilgore
Gold System Office	Diane Hickey, Controller	University System Office	Vernon Davis
Silver	Dr. Anthony S. Tricoli, President	Georgia Perimeter College	Ms. Fran Mohr
Bronze	Leah Anderson, Lead Surgery Nurse	Medical College of Georgia	Mr. Stan DeHoff
Honorable Mention	Kim West, Registrar	Kennesaw State University	Ms. Linda Lyons
Customer Service Institution of the Year Award			
Gold	Georgia Perimeter College	Dr. Anthony Tricoli	Ms. Fran Mohr
Silver	Macon State College	Dr. David Bell	Ms. Lynn McCraney
Bronze	Augusta State University	Dr. William A. Bloodworth	Mr. Walt Alexanderson
Honorable Mention	Bainbridge College	Dr. Tom Wilkerson	Dr. Tonya Strickland
The Joseph Greene Award - Customer Service Champion of Year			
Lynn McCraney, Dean of Students- Macon State College			

Appendix B



UNIVERSITY SYSTEM OF GEORGIA (USG) **INTERNAL AUDIT CHARTER**

Introduction

Internal auditing provides independent and objective assurance and consulting services to the Board of Regents (Board), the Chancellor, and institution leadership in order to add value and improve operations. The internal audit activity helps the University System Office (USO) and USG institutions accomplish their objectives by bringing a systematic, disciplined approach to evaluate and improve the effectiveness of governance, risk management, compliance, and internal control processes.

Role of the Internal Audit Function

USO Internal Audit and the campus internal audit staffs will provide internal audit services for the University System. All Directors of Internal Audit at institutions having an internal audit function shall have a direct reporting relationship to the President of that institution and to the Chief Audit Officer / Associate Vice Chancellor (AVC). The AVC shall have the authority to direct the institutional internal audit functions to audit specific areas at their institutions as needed to fulfill the system-wide audit plan. The AVC will report all significant audit issues directly to the Chair of the Committee on Internal Audit, Risk, and Compliance (Committee) and to the Chancellor.

Organizational Responsibilities

1. The AVC has the responsibility to develop an annual System-wide audit plan in conjunction with the Committee based on a System-wide risk assessment, which encompasses all components of the System. The Committee will approve this annual plan while the AVC may approve minor changes to the Audit Plan as needed throughout the year. The AVC will coordinate audit plan implementation with USG institution internal auditors and with the State Department of Audits and Accounts.
2. The AVC is responsible for providing functional coordination and guidance for System-wide internal audit and compliance activities that include:
 - a) Meet with appropriate component officials to review the status of institution audit work and review resources needed for the OIAC.
 - b) Approve campus internal audit charters as required.
 - c) Review audit results from all campus-based internal auditors and the State Department of Audits and Accounts
 - d) Monitor the implementation of audit recommendations system-wide. Chief Business Officers and/or the campus audit director will prepare a report of the implementation status of all audit recommendations, have it approved by the campus President and submit it to the AVC on a quarterly basis using the procedures established by the AVC. Implementation status of all audit recommendations will be reported periodically to the Committee.

Appendix B

- e) Periodically prepare a summary of internal audits and highlight matters of interest for audits conducted at each institution and present such data to the Committee and to the Chancellor.
 - f) Attend meetings of the Committee and Board as required.
 - g) Ensure that all audits conducted by the University System Office have been thoroughly reviewed and discussed with appropriate institutional officials prior to being released to the Chancellor or to the Committee Chair.
3. USG internal audit professionals and the USG internal audit function shall comply with the International Standards for the Professional Practice of Internal Auditing as published by the Institute of Internal Auditors (IIA). Additionally, all USG internal auditors shall comply with the IIA Code of Ethics.

Definition of Audit Engagement Scope

The scope of internal auditing encompasses the examination and evaluation of the adequacy and effectiveness of the organization's system of governance, risk management, compliance, internal control and the quality of performance in carrying out assigned responsibilities. The scope will vary by institution or area and may include:

1. Review the effectiveness of governance processes to include the:
 - a) Promotion of ethical behavior within the organization;
 - b) Efficiency of organizational performance management and accountability;
 - c) Communication of risk and control information to appropriate areas of the organization; and,
 - d) Coordination of activities and information among the Board, external and internal auditors, and management.
2. Review the effectiveness of risk management processes to include the:
 - a) Alignment of organizational objectives in support of the USG and institutional missions;
 - b) Identification and assessment of significant risks;
 - c) Alignment of risk responses with the USG's risk appetite; and,
 - d) Capturing and communication of relevant risk information across the USG and its institutions so as to enable staff, management, and the Board to carry out their responsibilities.
3. Review the reliability and integrity of financial and operating information and the means used to identify, measure, classify, and report such information.
4. Review the systems established to ensure compliance with those policies, plans, procedures, laws, and regulations which could have a significant impact on operations and reports and whether the System is in compliance.
5. Review the means of safeguarding assets and, as appropriate, verifying the existence of such assets.
6. Review and appraise the economy and efficiency with which resources are employed.
7. Review operations or programs to ascertain whether results are consistent with established objectives and goals and whether the operations or programs are being carried out as planned.

Appendix B

8. Review the status of Information Technology policies and procedures, verifying that required hardware, software and process controls have been implemented and that the controls are functioning properly.
9. Conduct special audits at the request of the Committee Chair, the Chancellor or institution presidents.
10. Investigate reported occurrences of fraud, embezzlement, theft, waste, etc., and recommend controls to prevent or detect such occurrences.
11. Analyze and review public private ventures undertaken by the USG, USG institutions, and USG cooperative organizations.
12. Provide consulting services at the request of institution management and with the AVC's approval consistent with the IIA standards governing consulting engagements. Consulting engagements undertaken by the OIAC should have the potential to contribute to the improvement of governance, risk management, compliance, and/or internal controls within the USG or within a USG institution.

Reporting Procedures

The President of the institution receiving an internal audit report from the OIAC will respond within 30 days. This response will indicate agreement or disagreement, proposed actions, and the dates for completion for each specific finding and recommendation. If a recommendation is not accepted, the reason should be given. A final written report will be prepared and issued by the AVC.

Committee Responsibilities

The responsibilities of the Committee, as it pertains to internal auditing, are broadly summarized as follows:

1. Monitor the effectiveness of management's system of internal control.
2. Monitor the effectiveness of the USG risk assessment and risk management processes.
3. Monitor the USG's efforts to prevent, deter, and detect fraud.
4. Ensure open communications among management, internal auditors, external auditors, and the Committee.
5. Discuss audit issues with external auditors as required by relevant professional standards.
6. Monitor the performance of the AVC and the internal audit function to include ensuring auditor qualifications and independence.
7. Review the results of the internal audit quality assurance program.
8. Meet with the AVC on a periodic basis to review the internal audit risk assessment and audit plan.
9. Review with the AVC and management selected significant findings during the year and management's response to those findings, any restrictions placed on the scope of audit work, and any significant changes in the planned scope of the audit plan.
10. Direct the AVC to conduct audits or reviews as needed to address significant risk issues.
11. Periodically review the status of open audit findings and other issues to include the progress made in closing open issues.
12. Solicit feedback from institutional and USG management on specific findings or issues as deemed necessary by the Committee.
13. Review and submit the Audit Charter to the Board for approval on an annual basis to include changes needed to ensure that the audit function is complying with professional standards and addressing emerging audit issues.

Authorization

Appendix B

To the extent permitted by law, the OIAC has full access to all activities, records, properties, and personnel within the University System of Georgia. The OIAC is authorized to review and appraise all policies, plans, and procedures. Documents and other materials provided to the OIAC will be handled in the same prudent manner as handled by those employees normally accountable for them.

Approved by the Board of Regents of the University System of Georgia on November 18, 2009:

Robert F. Hatcher
Chairman of the Board of Regents

Date

Kessel D. Stelling, Jr.
Chairman of the Committee on Internal Audit,
Risk, and Compliance

Date

Erroll B. Davis, Jr.
Chancellor

Date

Appendix C



UNIVERSITY SYSTEM OF GEORGIA (USG) **COMPLIANCE CHARTER**

Introduction

The Compliance and Ethics Program promotes an organizational culture that encourages ethical conduct and a commitment to compliance with the law. The Compliance and Ethics Program also assists the Board, the Chancellor, and institution leadership to prevent and detect criminal conduct by USG employees involving USG institutions through exercising due diligence.

Role of the Compliance Function

The USO Compliance and Ethics Program (Compliance) is responsible for directing the University System Office Compliance function which oversees the management of USO-specific compliance risks. Compliance advises the Board, the Chancellor, and System/institution leadership on significant compliance risks and action steps to mitigate significant compliance risks across the USG. The Chief Audit Officer / Associate Vice Chancellor (AVC) is responsible for providing system-wide coordination and support to USG institutional compliance functions. Finally, Compliance may conduct compliance investigations and reviews across the USG as needed to discharge an effective compliance program.

Organizational Responsibilities

1. The AVC is responsible for providing functional coordination and guidance for System-wide compliance activities that include:
 - a) Attend meetings of the Committee and Board as required.
 - b) Oversee the establishment of a USG compliance and ethics function and support the establishment of institutional compliance and ethics functions.
 - c) Periodically report to the Committee on significant compliance and ethics activities.
2. USG compliance and ethics professionals shall implement a compliance and ethics program consistent with the 2007 Federal Sentencing Guidelines definition of an Effective Compliance and Ethics Program. Additionally, compliance and ethics program personnel shall comply with the Code of Ethics for Compliance and Ethics Professionals as adopted by the Society of Corporate Compliance and Ethics.

Definition of Compliance Engagement Scope

The scope of internal auditing encompasses the examination and evaluation of the adequacy and effectiveness of the organization's system of governance, risk management, compliance, internal control and the quality of performance in carrying out assigned responsibilities. The scope will vary by institution or area and may include:

1. Develop and manage a USO compliance function to manage USO-specific compliance risks;

Appendix C

2. Advise the Board, the Chancellor, and institution management on significant campus or USO compliance risks and provide action steps to mitigate significant compliance risks;
3. Coordinate and support USG institutional compliance functions;
4. Conduct compliance investigations and reviews as needed to discharge an effective compliance program.

Committee Responsibilities

The responsibilities of the Committee, as it pertains to compliance and ethics, are broadly summarized as follows:

1. Provide oversight as needed to ensure that the Compliance and Ethics Program effectively prevents and detects misconduct by employees and officers of the University System of Georgia and its institutions.
2. Review the USG Ethics Policy on a periodic basis and make recommendations for changes as appropriate.
3. Assess the effectiveness of management's system for receiving and resolving allegations pertaining to non-compliance with law, policy, and procedure.
4. Monitor the performance of the AVC and the compliance function.
5. Meet with the AVC on a periodic basis to review the compliance risk assessment, action plan, and other steps taken to ensure the management of an effective compliance function.
6. Review and submit the Compliance Charter to the Board for approval on an annual basis to include changes needed to ensure that the compliance function is complying with professional standards and addressing emerging compliance and ethics issues.

Authorization

To the extent permitted by law, Compliance Program personnel have full access to all activities, records, properties, and personnel within the University System of Georgia. Compliance Program personnel are authorized to review and appraise all policies, plans, and procedures. Documents and other materials provided to Compliance Program personnel will be handled in the same prudent manner as handled by those employees normally accountable for them.

Approved by the Board of Regents of the University System of Georgia on November 18, 2009:

Robert F. Hatcher
Chairman of the Board of Regents

Date

Kessel D. Stelling, Jr.
Chairman of the Committee on Internal Audit,
Risk, and Compliance

Date

Erroll B. Davis, Jr.
Chancellor

Date