

**Minutes of the Special Meeting of the Board of Regents of the University of New Mexico
September 1, 2016
Roberts Room, Scholes Hall, Main Campus**

Members present

Robert M. Doughty, President; Marron Lee, Vice President; Ryan Berryman; Tom Clifford; Bradley C. Hosmer; Suzanne Quillen

Members present telephonically

Jack Fortner (via iPad FaceTime)

Presenters in attendance

James Lewis, President, UNM Alumni Association; Harold Lavender, President-Elect, UNM Alumni Association; Dana Allen, VP Alumni Relations

Others in attendance

Members of administration, faculty, staff, students, the media and others.

CALL TO ORDER, CONFIRMATION OF A QUORUM AND APPROVAL OF THE AGENDA

Regent President Robert Doughty called the meeting to order at 10:45 AM. A quorum was confirmed; all members were present. Regent Jack Fortner joined the meeting via FaceTime. Regent Doughty asked for a motion to adopt the agenda.

The motion to adopt the agenda passed by a unanimous vote with a quorum of Regents present and voting (1st Lee; 2nd Clifford).

DISCUSSION AND APPROVAL OF ALUMNI ASSOCIATION OPERATIONS MOU AND COURTYARD MOU

Regent President Doughty provided background: this item was on the agenda of the August 18 Board of Regents meeting and was tabled at that meeting so further work could be done on the agreements. Regent Doughty appointed Regents Marron Lee and Tom Clifford from the regents' side who worked with an ad hoc committee on the Alumni side made up of, James Lewis, Harold Lavender, Sandra Begay and Daniel Trujillo. Dana Allen also worked with the committees. Regent Doughty thanked those who worked on the agreements and members of the Alumni Association for everything they do for the University. He recognized Dana Allen for her work and her role as VP of Alumni Relations. Regent Doughty expressed gratitude to Karen Abraham for her years at UNM and the Alumni Association for the gift of the courtyard and commitment to the University.

James Lewis thanked the Regents and reiterated the commitment as President of the Alumni Association to enhance communication, collaboration and cooperation and invited the Regents to Hodgkin Hall anytime to learn more about the Alumni Association activities. Mr. Lewis talked about the importance of getting input from everybody. After the Alumni ad hoc committee worked on the agreements, they were reviewed by the Alumni Executive Committee and the Alumni Board. There was some give and take and Mr. Lewis thanked the Regents for accepting some of the suggestions. Mr. Lewis thanked others, including President Frank, David Harris and Kevin Stevenson. James Lewis talked about the courtyard and the way forward and recommended approval of both documents. There was clarification the courtyard document is an MOA. There was discussion.

Regent Clifford thanked everyone involved on the timely work so the courtyard can be completed and added he appreciates the invitation to learn more about Alumni Association activities. In particular, Regent Clifford expressed interest to know more about how the Alumni Association helps UNM graduates find jobs. UNM Alumni are a large and talented group of people who are engaged in business throughout the State and the country. Regent Clifford said the MOU doesn't address this explicitly, but confirmed he supported the documents.

Regent Clifford moved approval. Regent Marron Lee seconded the motion.

Regent Quillen thanked those who worked hard and long hours on the documents. It is important the Alumni Board had a chance to review them. Regent Quillen echoed appreciation for the Alumni Association, the passion and energy it brings to all of the events it sponsors and supports for the University. The events receive wide participation from great leaders in the community, and it's a time to partner more rather than less with our Alumni. Mr. Lewis responded mentioning recent events such as the Lobo Living Room organized by the Alumni Association to engage the community on issues such as branding.

Regent Lee thanked the Alumni Association. At times the debate was spirited, and Regent Lee expressed appreciation that all sides feel passionately about this institution. The MOU demonstrates the value of one institution and alignment of strategic and financial values in order to enhance what we have, so we will be stronger tomorrow. James Lewis responded and thanked also Director of Internal Audit, Manu Patel and his staff for all their hard work.

Student Regent Berryman offered thanks and expressed appreciation in particular of the coordinated efforts addressed in the MOU in the area of communications and marketing. The Alumni presence evident in other cities and states is great to see.

Regent Hosmer commented both documents state the Alumni Association is an independent entity and include provisions that make it virtually a wholly-owned subsidiary. There is a conflict with Regents serving on the Alumni Board. There is conflict of interest, because a regent has a fiduciary responsibility for two separate entities that do business with the other, so by definition would be conflicted. Regent Lee responded there is a similar setup with other subsidiaries of the University such as the Foundation, Lobo Development and Lobo Energy. Additionally, Legal Counsel has reviewed these documents in their various iterations and has assured they are legal and appropriate.

There was discussion about whether the motion on the table included approval of only one or both documents. There was clarification the motion was for adoption of both the operations MOU and the courtyard MOA.

Regent Quillen requested clarification on the substantive changes in the operations MOU from the prior approved MOU of May 2015, and if they are two regents on the board and with regard to new donor money. Regent Lee responded there are other clarification changes from the May 2015 MOU related to reporting.

There was discussion and clarification there was no change from the prior MOU regarding the wording addressing VP of Alumni Relations.

The motion to approve the Alumni Association Operations MOU and the Courtyard MOA passed by a vote of 6-0-1; Regents Berryman, Doughty, Clifford, Lee, Quillen and Fortner voted for; Regent Hosmer abstained (1st Clifford; 2nd Lee).

VOTE TO CLOSE THE MEETING

The vote to close the meeting and proceed in Executive Session passed unanimously (1st Lee; 2nd Berryman). The meeting closed at 11:05 AM.

Closed session agenda:

1. Discussion and determination where appropriate of the purchase, acquisition or disposal of real property as permitted by Section 10-15-1.H(8), NMSA (1978)
2. Discussion and determination where appropriate of threatened or pending litigation as permitted by Section 10-15-1.H(7), NMSA (1978)
3. Discussion and determination where appropriate of limited personnel matters pursuant to Section 10-15-1(2), NMSA (1978)

VOTE TO OPEN THE MEETING

The vote to open the meeting passed unanimously (1st Lee; 2nd Clifford). The meeting opened at 12:03 PM.


Regent Doughty certified only those matters described in the closed session agenda were discussed and there was no item upon which the board took action.

ADJOURN

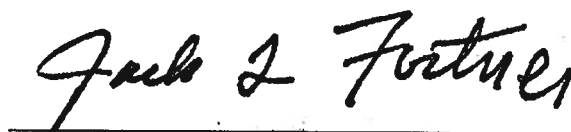
The motion to adjourn the meeting passed unanimously (1st Lee; 2nd Quillen). The meeting adjourned at 12:03 PM.

Approved:

Attest:



 Robert M. Doughty III, President



 Jack L. Fortner, Secretary/Treasurer