MINUTES
of the
Board of Control
Michigan Technological University
Houghton, Michigan

Meeting of
February 23, 2012
Table of Contents

I. Approval of Agenda 9517

II. Opening Remarks 9517
   A. Chair’s Comments 9517
   B. President’s Comments 9518

III. Committee Reports 9520
   A. Academic Affairs Committee 9522
   B. Finance and Audit Committee
      - CFO Report 9523
      - Michigan Tech Fund Report 9524

IV. Consent Agenda 9528
   A. Approval of Minutes 9528
   B. Gifts 9528
   C. Resignations, Retirements & Off Payroll 9529
   E. Policy 11.13. Signing Contracts & Other Legal Documents 9530

V. Action/Discussion Items 9533
   A. Employee Recognition 9537
   B. Honorary Degree 9537
   C. Emeritus Rank 9538
   D. Appointment of Nominating Committee 9538
   E. 2012-2012 Room and Board & Apartment Rental Rates 9538
   F. Approval for the MacInnes Ice Arena & SDC Renovation 9540
   G. Approval of Financing for MacInnes Ice Arena & SDC Renovation Project 9540
   H. Proposal for a Bachelor of Science in Engineering Management 9546
   I. Grant Application for the Michigan Coastal Management Program 9546

VI. Reports 9547
   A. University Senate Report 9547
   B. Undergraduate Student Government Report 9547
   C. Graduate Student Government Report 9547

VII. Informational Items 9547
   A. Analysis of Investments 9547
   B. University Issued Bond Balances 9547
   C. Research and Sponsored Programs 9547
   D. Advancement Report 9547
   E. Recent Media Coverage 9547
   F. Employee Safety Statistics 9547
   G. Disposal of Surplus Property 9547
VIII. Other Business

IX. Public Comments
   - Christian Vreeland, Inter-Residence Hall Council

X. Closed Session for a Periodic Personnel Evaluation of
   President Mroz
   - Presidential Compensation

XI. Adjournment
MINUTES OF THE FORMAL SESSION OF THE BOARD OF CONTROL OF MICHIGAN TECHNOLOGICAL UNIVERSITY held pursuant to due call in Ballroom B of the Memorial Union Building on the campus of Michigan Technological University in the City of Houghton, Michigan at nine o’clock on the morning of February 23, 2012.

The Board of Control of Michigan Technological University met in formal session at the University's campus at Michigan Technological University in the City of Houghton, State of Michigan, at 9:00 a.m., on the 23rd day of February, 2012, in Ballroom B of the Memorial Union Building. The place, hour, and date duly established and duly published for the holding of such a meeting.

The meeting was called to order by the Chair, M. Richardson, and a quorum was declared present.

The following members of the Board of Control were present:

- M. K. Richardson, Chair
- S. J. Hicks, Vice Chair
- L. D. Ashford
- T. L. Baldini
- K. I. Clark
- J. A. Fream
- P. G. Ollila
- T. J. Woychowski
- G. D. Mroz, ex officio

The following members were absent:

- None

Also present during part or all of the session were: Dale R. Tahtinen, Secretary of the Board and Vice President for Governmental Relations; Daniel D. Greenlee, Treasurer and Chief Financial Officer; George Butvilas, Chair of the Michigan Tech Fund; Max Seel, Provost and Vice President for Academic Affairs; David D. Reed, Vice President for Research; Shea McGrew, Vice President of Advancement and Marketing; Ellen Horsch, Vice President for Administration; Paul Tomasi, University Counsel; and various members of the faculty, administrative staff, student body, press and public.

Where item numbers are used, they refer to corresponding item numbers in the agenda, in the hands of the Board members.
I. APPROVAL OF AGENDA

It was moved by K. Clark, supported by P. Ollila, and passed by voice vote without dissent, that the agenda of the formal session of February 23, 2012, as distributed to the Board, be approved.

II. OPENING REMARKS

Chair’s Comments

Good morning, and welcome to our first meeting in 2012.

I would also like to welcome George Butvilas, Chair of the Michigan Tech Fund, and thank him for taking the time to be with us today.

As many of you know, the Board and senior administration have been in a retreat the last few days focusing on where Michigan Tech should be in 2035 and how our strategic plan can provide the mechanism to achieve the outlying goals.

The retreat was energizing and we are looking forward to meeting the challenges that lay ahead. Although we are experiencing difficult economic times, we are confident that by continuing to follow our strategic plan we will successfully surmount those challenges and come out an even better university.

Here are a few highlights of some of the awards special activities that have taken place since our last meeting.

Michigan Technological University’s Rail Transportation Program--part of the Michigan Tech Transportation Institute--is one of seven members of a research university consortium that has received the U.S. Department of Transportation’s first multi-million grant to a University Transportation Center focused solely on rail transportation. The University of Illinois at Urbana-Champaign will lead the consortium.

The $3.5 million grant is part of a $77 million U.S. DOT initiative to advance research and education programs that address critical transportation challenges facing the nation. In addition to the University of Illinois at Urbana-Champaign and Michigan Tech, the members of the National University Rail Center are MIT, the Rose-Hulman Institute of Technology, the University of Illinois at Chicago, the University of Kentucky and the University of Tennessee-Knoxville.

The National University Rail Center is one of 10 University Transportation Centers nationwide to receive the federal funding.

Michigan Tech will be one of the beneficiaries of a new $750,000 Michigan Economic Development Corporation grant to the Michigan Tech Enterprise Corporation SmartZone. The grant is part of a $6 million statewide fund to support high-performance business
incubators and accelerators in Michigan.

The SmartZone will work with Michigan Tech to help commercialize innovations and technologies coming out of the labs and classrooms at the University. The new grant will also help support the Technology Commercialization Assistance program, which helps identify capabilities within existing companies and match them with university-based technology programs in Michigan, enabling the creation and commercialization of new technologies.

Drs. Evan Kane, Rodney Chimner, and Thomas Pypker of the School of Forest Resources & Environmental Sciences, received $560,115 from the National Science Foundation for their project entitled: *Understanding the Interactions of Climate, Plant Functional Groups and Carbon Cycling in Peatland Ecosystems*. According to Kane, the interactive effects of altered hydrology and vegetation, and associated microbial communities on CO₂ and CH₄ emissions, in oligotrophic peatlands haven’t been investigated in detail. Insights from this research should enhance the ability to manage and model the plant communities and carbon dynamics of these ecosystems in the face of anticipated climate change.

As part of this project, in collaboration with Michigan Tech’s Center for Science and Environmental Outreach, a new Wetland Ecology Teachers Institute will be initiated to expose teachers of our nation to cutting edge global change research in peatlands.

Finally, we were all pleased to learn that U.S. Senator Debbie Stabenow, a strong supporter of Michigan Tech, was on campus and dropped the puck for the opening hockey series with the University of Nebraska, Omaha on Friday, February 10, and toured the statutes with representatives from the Blue Key National Honor Society, who is responsible for Winter Carnival.

**President’s Comments**

Twenty years ago, former Michigan Tech President Dale Stein adroitly pointed out a likely outcome of a key state investment priority - if you don’t like the cost of education you surely aren’t going to like the cost of ignorance. That was the same message that the Business Leaders for Michigan (BLM) and the President’s Council for the State Universities of Michigan delivered to the Michigan Senate Higher Appropriations Committee. Unfortunately, that wasn’t 20 years ago that was last week as BLM noted the shift in State spending from higher education to corrections.

The business leaders, who represent companies that account for over a trillion dollars in sales and a quarter of the State’s GDP pointed out that in ten years we have shifted our state priorities cutting over a billion dollars from higher education appropriations and moved much of that to Michigan’s students and their families, and cuts to State scholarship programs like the Promise Grant and Michigan Merit awards is on top of that. Current funding puts Michigan near the bottom of state funding for higher education, even while other states have cut education as well.
The business leaders message is pretty simple, and it gets down to prioritizing State
investment in areas that drive growth, and our public universities are a major driver of
Michigan’s economy.

Our universities drive talent production – Michigan’s universities produce 18% more STEM
grads than the national average

Our public universities drive innovation - ranking 10th in research and development spending
among the states. This fuels patent development, business startups and ultimately jobs.

Our universities drive economic growth – The Michigan Economic Development
Corporation put the total economic impact of Michigan’s public universities at almost $40
billion dollars representing 12.6% of Michigan’s gross state product, all for a State
investment of $1.2 billion.

The key to this is that both the corporate executives and the universities know that this can
even be better if Michigan was in the top 10 for funding among the states, instead of being in
the bottom 5 out of 50.

But as the saying goes, there’s no free lunch, and nobody expects there to be one.

The proposal of the business community is to urge the Governor and Legislature to prioritize
top 10 funding for top 10 results based on how universities compete nationally among their
peer institutions in these areas:

- In efficiency - metrics such as institution support as a percentage of core spending,
- In R&D expenditures,
- In Productivity – including graduation rates, retention rates, degree completions, and
  advanced degrees awarded;
- And in Affordability and Access – the area most likely to be impacted by state re-
  investment in higher education.

Again, top ten performance…top ten funding.

While this may be compelling enough for some, the group has backed this up with solid work
behind the scenes. As Collins has pointed out, everyone can have their own opinion, but they
can’t have their own facts, and the facts that have been vetted by an independent economic
group are:


   Michigan’s public universities received almost $2,000 less in state funding per pupil than
   peer states in FY 2009, before last year’s historic 15% cut.

   In 2008, Michigan’s public universities charged in-state tuition that was $2,500 higher than its peers.

   Due to higher tuition, Michigan families have to spend a greater portion of their incomes to send their children to public universities. Tuition as a percentage of median family income in Michigan was between 13% and 21% depending on the university, compared to 8% to 14% in peer states.


4. Michigan’s State Expenditures on Higher Education would need to increase by $1.04 billion to Match Higher Education funding levels at “Top 10” Funding States. With this, we’d be investing $812 more in today’s dollars per college age resident, an increase from $1,888 to $2,700.

   It took 10 years to get down to the level we’re at today, and with resolve, we could get back to the top ten over time.

People may ask “what’s the hurry?” The answer is that Michigan’s job recovery is occurring faster than any other state at this time, and there are an estimated 70,000 jobs for qualified applicants now. The people graduating in the past couple years, and in such high demand as shown by this week’s career fair, are graduating in no small part because Michigan universities figured out ways to make due with the hand we were dealt so that they would be ready when the economy was ready. Economic forecasters predict over a million jobs developing over the next 10 years in Michigan alone, and many of them are STEM oriented. For the Michigan recovery to continue, it has to have the graduates to do it and become the priority going forward, and we are pleased that the business community is behind it.

III. COMMITTEE REPORTS

   Academic Affairs Committee Report

Ms. Lenora Ashford provided the Board with the following report.

On Tuesday afternoon, the Academic Affairs Committee convened for a short meeting before the retreat with all members of the committee in attendance.

First on the agenda was the discussion of a new degree program which the Provost has brought to the Board of Control for approval. It was approved by the Senate at its February 15, 2012 meeting.

The School of Business and Economics proposes a new B.S. in Engineering Management. This new program is a rigorous and challenging degree that satisfies the demand for
graduates who can be successful in technologically oriented businesses by bridging the business and engineering or technical aspects of the firm. Students complete courses in engineering, math, and science while undertaking a comprehensive business curriculum. Students develop a broad and strategic perspective of business, acquire a solid command of the technical fundamentals of engineering, and link their technological skills with their business knowledge through the required senior capstone business development experiences courses.

This degree is designed to satisfy the growing needs in industry and our economy for individuals with strong skills in both business and engineering. Graduates of this degree will be prepared to work in businesses which require individuals to understand rapid technological changes while meeting and advancing the organization’s business needs. Graduates will be able to fulfill a variety of entry-level business roles including project manager, product manager, production supervisor, technical sales, business process analyst, manufacturing manager, field service manager, and technical customer relations manager. Graduates will be prepared for entrepreneurial-related activities with the mix of business and technical knowledge and the required Business Development Experiences.

Enrollment projection for this degree is expected to be between 30 and 40 students within three years of program commencement. It is expected the majority of these students to be new (net gain) students. While the remaining students are expected to be internal transfers consistent with other existing programs and, therefore, enhance student retention.

Overall undergraduate enrollment in the School of Business and Economics has declined since its 475 peak in Fall 2005 to the current Fall 2011 enrollment of 400 students. In response, course schedules were adjusted and the School is in a position to take on the expected increase in enrollment from this new degree without adding new faculty lines or new resources.

The Academic Affairs Committee believes that the proposed program reflects Michigan Tech’s commitment to provide the kind of education that industry is seeking. The Committee recommends support as it is congruent with our strategic plan; reflects a good use of resources; enhances student retention; and is consistent with our desire for agility and relevance to the market.

Next, the provost gave an update on faculty hiring over the last five years including the Strategic Faculty Hiring Initiative. The net increase in tenured/tenure-track faculty is 44, however the total number of new faculty hired within the last 5 years is 136. That means that of the total faculty of 354, 38% are new.

Finally, following our road map agreed upon at the beginning of the year to devote one meeting to a principle highlighted in the AGB Statement on Board Responsibility for the Oversight of Educational Quality, the provost summarized the accreditation process and the events of the upcoming AQIP Quality Check-Up accreditation visit on March 14 to 16.
Finance and Audit Committee Report

Mr. Steve Hicks reported that the focus of the Committee is to make sure the vision and strategy are aligned with strategic finance in a very prudent manner, and I can say from my time on the Board that has been done exceptionally well both by the Finance Committee members and the Executive Team.

The Finance Committee has meet twice since the last Board meeting, specifically around FY 12, capital projects and planning for FY 13. At our meeting on Tuesday, we reviewed the second quarter projections. The Current Fund showed a slight negative of $600,000. To put that in perspective, we have a $250 million budget, so this is basically a breakeven and very well done in some very challenging times. In these difficult times, we are really pleased that we can not only execute our vision and strategy in a financially prudent manner, but we were able to help give a raise to continue to maintain the quality people at Michigan Tech and that went into effect on January 1.

The Committee reviewed some preliminary FY13 numbers. Over the past year we have been looking at the facilities assessment. What is the current state of all of the facilities, what do we need to have going forward in executing our strategy, and where do we need to invest capital. This is an on-going process, led by Ellen Horsch who has done a phenomenal job.

The Committee received an update on the current state of the MPSERS review process. This is an underfunded liability that Michigan Tech has to pay into the State, which is about $5 million annually. To put it in perspective, the State gives us $40 million and we then have to pay them back $5 million, so the net effect of the payments from the State of Michigan is $35 million out of a $250 million budget.

The Committee will be recommending a very modest increase in the 2012-2013 room and board rates, approval of the MacInnes Ice Arena and SDC renovation project, approval of a bond issuance to refund the 2003 & 2004 bond issues and to finance the MacInnes Ice Arena and SDC renovation project, and to approve a grant application for the Michigan Coastal Management Program.

I commend the Executive Team and fellow Finance Committee members as we continue to align the vision and strategy with strategic finance in a very prudent way.

Ms. Fream commented that the Committee will be making a recommendation for a small increase in the room and board rates. It is important to note that this is one of the most agonizing decisions we have to make as a Board in raising any kind of charge for our students, both room and board as well as tuition. Although these decisions may move along somewhat quickly at the Board meeting, there is a tremendous amount of discussion that is generated at the Committee level with respect to these decisions. It is a complex balancing act, and more so in these challenging times.
Mr. Greenlee provided the Board with the following report.

Financial Report
Board of Control Meeting

Thursday, February 23, 2012

Balance Sheet
Condensed Statement of Net Assets
as of December 31, 2011

<table>
<thead>
<tr>
<th>ASSETS</th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Current Assets</td>
<td>$ 74,410,242</td>
<td></td>
</tr>
<tr>
<td>Noncurrent Assets</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Capital Assets, net</td>
<td>$ 255,646,851</td>
<td></td>
</tr>
<tr>
<td>Other Noncurrent Assets</td>
<td>$ 38,987,814</td>
<td></td>
</tr>
<tr>
<td><strong>TOTAL ASSETS</strong></td>
<td><strong>$ 351,045,907</strong></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>LIABILITIES</th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Current Liabilities</td>
<td>$ 76,932,878</td>
<td></td>
</tr>
<tr>
<td>Noncurrent Liabilities</td>
<td>$ 90,664,022</td>
<td></td>
</tr>
<tr>
<td><strong>TOTAL LIABILITIES</strong></td>
<td><strong>$ 167,596,900</strong></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>NET ASSETS</th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Investments in capital assets, net of related debt</td>
<td>$ 176,531,071</td>
<td></td>
</tr>
<tr>
<td>Other net assets, restricted and unrestricted</td>
<td>$ 17,929,136</td>
<td></td>
</tr>
<tr>
<td><strong>TOTAL NET ASSETS</strong></td>
<td><strong>$ 194,460,207</strong></td>
<td></td>
</tr>
</tbody>
</table>

Current Fund FY12
(in Thousands)

<table>
<thead>
<tr>
<th>Original 2nd Qtr</th>
<th>Projection Projection</th>
</tr>
</thead>
<tbody>
<tr>
<td>Revenue</td>
<td>$ 250,674</td>
</tr>
<tr>
<td></td>
<td>$ 251,756</td>
</tr>
<tr>
<td>Expense</td>
<td>($20,031)</td>
</tr>
<tr>
<td></td>
<td>($252,427)</td>
</tr>
<tr>
<td>Net Income</td>
<td>($43)</td>
</tr>
<tr>
<td></td>
<td>($991)</td>
</tr>
<tr>
<td>Current Fund Balance</td>
<td>$ 10,125</td>
</tr>
<tr>
<td></td>
<td>$ 15,619</td>
</tr>
</tbody>
</table>

Note: Current Fund includes General Fund, Designated Fund, Auxiliary, Retirement and Insurance, and the Expendable Restricted Funds.
Mr. Butvilas, Chair of the Michigan Tech Fund Board of Directors provided the Board with the following report.
Campaign Totals by Source
as of January 31, 2012

Total $162,396,269

- Corporations $9,802,975
- Foundations & Other Orgs $2,558,749
- Gifts-in-Kind $5,268,849
- Major & Restricted Gifts/Pledges $42,618,869
- Realized Planned Gifts $3,807,525
- Discounted Planned Gift Commitments $53,821,366
- Annual Fund $8,535,308
- Corp Sponsored Research $35,982,627

Notable Recent Gifts/Pledges

- Gary ’67 & Judy Anderson
  $100,000 - Scholarship

- Hardman Construction Inc.
  $110,000 – Endowed Scholarship

- Anonymous
  $1,000,000 – Endowed Professorship

- John & Mae Burk Memorial Foundation
  $238,503 – Endowed Scholarship

Notable Recent Gifts/Pledges (cont’d)

- Charles ‘50 & Carroll McArthur
  $100,000 – MSE Endowed Professorship

- David Brule ’72
  $100,000 – Childcare Scholarship

- Chang Park ’73
  $100,000 – Unrestricted
Campaign Activities

- Aggressively seeking additional scholarships/fellowships to meet student need.

- Named faculty positions and academic program support are also priorities.

- Will be approaching 25 key individuals and companies with requests totaling $20 million.

MTF Board of Directors Update

- Approved amended Investment Policy.

- Set 9% target rate of return for the endowment.

- Set the fall BOT meeting dates: October 12 & 13 in Houghton.
IV. CONSENT AGENDA

It was moved by T. Baldini, supported by J. Fream, and passed by voice vote without dissent, that the Board of Control approve and adopt the items contained in the Consent Agenda.

IV-A. Approval of Minutes

It was moved by T. Baldini, supported by J. Fream, and passed by voice vote without dissent, that the minutes of the formal session of December 9, 2011, as distributed to the Board, be approved.

IV-B. Gifts

It was moved by T. Baldini, supported by J. Fream, and passed by voice vote without dissent, that the Board of Control acknowledges the gifts to Michigan Technological University.

---

Michigan Technological University
Michigan Tech Fund
Fundraising Productivity Report
July 1, 2011 through January 31, 2012
Compared to Prior Year

<table>
<thead>
<tr>
<th>Source</th>
<th>Goal</th>
<th>FY12 YTD Total</th>
<th>% YTD</th>
<th>FY11 YTD Total</th>
<th>FY11 Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Individuals - Major Gifts (25K and up)</td>
<td>7,500,000</td>
<td>2,744,458</td>
<td>37%</td>
<td>4,467,012</td>
<td>5,329,503</td>
</tr>
<tr>
<td>Realized Planned Gifts (Unanticipated - 25K and up)</td>
<td>390,299</td>
<td>0</td>
<td></td>
<td>361,554</td>
<td></td>
</tr>
<tr>
<td>Individuals - non-Major Gifts</td>
<td>1,920,000</td>
<td>1,016,941</td>
<td>53%</td>
<td>1,006,655</td>
<td>1,406,485</td>
</tr>
<tr>
<td>Full Value New Planned Gift Commitments</td>
<td>11,800,000</td>
<td>8,070,278</td>
<td>70%</td>
<td>6,967,110</td>
<td>15,820,538</td>
</tr>
<tr>
<td>Annual Fund</td>
<td>1,430,000</td>
<td>1,157,458</td>
<td>79%</td>
<td>989,585</td>
<td>1,443,597</td>
</tr>
<tr>
<td>Corporations</td>
<td>3,600,000</td>
<td>1,196,119</td>
<td>40%</td>
<td>1,126,788</td>
<td>1,568,217</td>
</tr>
<tr>
<td>Foundations &amp; Other Organizations</td>
<td>550,000</td>
<td>116,222</td>
<td>22%</td>
<td>265,475</td>
<td>461,937</td>
</tr>
<tr>
<td>Gifts-in-Kind</td>
<td>950,000</td>
<td>220,045</td>
<td>24%</td>
<td>355,041</td>
<td>701,641</td>
</tr>
<tr>
<td>Grand Total</td>
<td>27,990,000</td>
<td>14,916,528</td>
<td>55%</td>
<td>10,445,712</td>
<td>25,313,617</td>
</tr>
</tbody>
</table>

- Except for the Annual Fund, all tables include outright gifts and the full amount of new pledge commitments.
- Annual Fund includes cash from prior year pledges in addition to outright current year gifts and new pledge commitments due during the current year.
- An individual's gifts given through another source (i.e., family foundation or closely held business) are credited to the individual.
IV-C. Resignations, Retirements & Off Payroll

It was moved by T. Baldini, supported by J. Fream, and passed by voice vote without dissent, that the Board of Control accepts the resignations and confirms the off payroll determinations.

BOARD OF CONTROL OFF-PAYROLL REPORT

<table>
<thead>
<tr>
<th>Gift Type</th>
<th>FY12 YTD Total</th>
<th>FY11 YTD Total</th>
<th>$ Change from Previous Fiscal Year</th>
<th>% Change from Previous Fiscal Year</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash (current year)</td>
<td>4,240,024</td>
<td>5,411,777</td>
<td>-1,171,753</td>
<td>-21.7%</td>
</tr>
<tr>
<td>Realized Planned Gifts (current year)</td>
<td>383,700</td>
<td>10,254</td>
<td>373,446</td>
<td>3,551.6%</td>
</tr>
<tr>
<td>Current Year Subtotal</td>
<td>4,623,724</td>
<td>5,522,031</td>
<td>-898,307</td>
<td>-16.7%</td>
</tr>
<tr>
<td>Cash (receipts from prior year pledges)</td>
<td>2,263,432</td>
<td>820,169</td>
<td>1,443,263</td>
<td>171.6%</td>
</tr>
<tr>
<td>Realized Planned Gifts (previously recorded)</td>
<td>161,422</td>
<td>1,900,162</td>
<td>-1,738,740</td>
<td>-91.0%</td>
</tr>
<tr>
<td>Receipts from Previous Year Subtotal</td>
<td>2,424,856</td>
<td>2,900,321</td>
<td>-475,465</td>
<td>-16.3%</td>
</tr>
<tr>
<td>Total</td>
<td>7,028,580</td>
<td>7,351,465</td>
<td>-322,885</td>
<td>-4.4%</td>
</tr>
</tbody>
</table>

Faculty

<table>
<thead>
<tr>
<th>RESIGNATION</th>
<th>Department</th>
<th>Title</th>
<th>Hire Date</th>
<th>Term Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Donahue, Seth</td>
<td>Biomedical Engineering</td>
<td>Professor</td>
<td>08/19/01</td>
<td>12/17/11</td>
</tr>
<tr>
<td>Haut Donahue, Tammy</td>
<td>ME-EM</td>
<td>Associate Professor</td>
<td>08/19/01</td>
<td>12/17/11</td>
</tr>
<tr>
<td>Munoz Maldonado, Y.</td>
<td>Mathematical Sciences</td>
<td>Assistant Professor</td>
<td>08/10/08</td>
<td>12/23/11</td>
</tr>
<tr>
<td>Tan, Jindong</td>
<td>Electrical &amp; Computer Engg</td>
<td>Associate Professor</td>
<td>08/18/02</td>
<td>01/06/12</td>
</tr>
<tr>
<td>Wang, Haiying</td>
<td>Mathematical Sciences</td>
<td>Assistant Professor</td>
<td>08/16/09</td>
<td>12/01/11</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>RETIREMENT</th>
<th>Department</th>
<th>Title</th>
<th>Hire Date</th>
<th>Term Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Coates, Samuel</td>
<td>School of Technology</td>
<td>Associate Professor</td>
<td>08/23/98</td>
<td>12/31/11</td>
</tr>
<tr>
<td>Dassbach, Carl</td>
<td>Social Sciences</td>
<td>Associate Professor</td>
<td>11/25/91</td>
<td>01/01/12</td>
</tr>
<tr>
<td>Joyce, Brian</td>
<td>Business and Economics</td>
<td>Professor</td>
<td>09/21/72</td>
<td>01/08/12</td>
</tr>
<tr>
<td>Pandit, Sudhakar</td>
<td>ME-EM</td>
<td>Professor</td>
<td>08/31/76</td>
<td>01/01/12</td>
</tr>
<tr>
<td>Reynolds, Terry</td>
<td>Social Sciences</td>
<td>Professor</td>
<td>08/29/83</td>
<td>12/23/11</td>
</tr>
<tr>
<td>Rose, William</td>
<td>Geo &amp; Mining Eng &amp; Sci</td>
<td>Professor</td>
<td>09/14/70</td>
<td>12/31/11</td>
</tr>
</tbody>
</table>

Staff

<table>
<thead>
<tr>
<th>EXEMPT</th>
<th>Department</th>
<th>Title</th>
<th>Hire Date</th>
<th>Term Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ewing, Enneesa</td>
<td>MTTI</td>
<td>Technical Writer</td>
<td>05/17/10</td>
<td>12/31/11</td>
</tr>
<tr>
<td>Jacobson, Scott</td>
<td>Forest Resources &amp; Env Sci</td>
<td>Research Associate</td>
<td>04/30/06</td>
<td>12/10/11</td>
</tr>
<tr>
<td>Linn, Christopher</td>
<td>Info Tech Services &amp; Security</td>
<td>Personal Computer Spec</td>
<td>05/31/98</td>
<td>01/04/12</td>
</tr>
</tbody>
</table>
IV-D. Policy 11.13. Signing Contracts & Other Legal Documents

It was moved by T. Baldini, supported by J. Fream, and passed by voice vote without dissent, that the Board of Control amends policy 11.13. Signing Contracts & Other Legal Documents as presented herein.

The amended policy shall read as follows:

11.13 SIGNING CONTRACTS AND OTHER LEGAL DOCUMENTS

The President of the University, pursuant to his general authority and responsibility for the operation of the University and in accord with the General Policies laid down by the Board may execute any documents unless they go beyond or deviate from the Board's established objectives. The Chair, the Vice Chair, the Secretary, and the Treasurer of the Board are authorized to sign and execute documents within their general powers as officers, or in certain cases, under specific authority.

The following types of specific agreements may be executed only by the officers or persons noted unless otherwise designated by the President.

1. Employee Patent Agreement, Employee Patent, Research and Proprietary Rights Agreement, Adjunct Professor Patent, and Proprietary Rights Agreement, Graduate Student Patent, Research and Proprietary Rights Agreement:

   President, Provost and Vice President for Academic Affairs, Vice President for Research, or Treasurer, provided that the President or Treasurer may delegate the authority in writing to any member of the staff.

2. Licenses for patents or technology owned by the University, including licenses and options for licenses contained in research and other agreements:

   President, Provost and Vice President for Academic Affairs, Treasurer, or Vice President for Research.

3. Technology transfer agreements:

   President, Provost and Vice President for Academic Affairs, Treasurer, or Vice President for Research.

4. Non-disclosure Agreements, including for purposes of the Freedom of Information Act; confidential Research and Investment Information Act; Uniform Trade Secrets Acts and any other State of Federal Law or Regulation relating to disclosure or non-disclosure:
President, Provost and Vice President for Academic Affairs, Treasurer, Vice President for Research, or Director of Innovation and Industry Engagement.

5. Software and trademark licenses from or to another party:

President, Provost and Vice President for Academic Affairs, Vice President for Research, Chief Information Officer, Director of Innovation and Industry Engagement, Treasurer, or those staff members designated in writing by the Treasurer.

6. Easements given to another party:

President, Secretary, or Treasurer, only after having been formally approved by the Board of Control.

7. Easements received from another party:

President, Secretary, or Treasurer.

8. Rentals and leases, to and from other parties:

President, Vice President for Administration, Vice President for Research, Secretary, or Treasurer, provided that the Treasurer may delegate in writing, to any staff member the authority to execute agreements for room and board and apartment rentals.

9. Research, training, educational, and other sponsored activities proposed, gift requests, agreements and grant applications requiring assurance of compliance with federal and/or state law, including subcontracts/agreements and service agreements related to these agreements:

President, Vice President for Research, Provost and Vice President for Academic Affairs, Secretary, Treasurer, provided that the Vice President for Research may delegate in writing, to any staff member, the authority to execute such documents.

10. Labor agreements with Local 1166, AFSCME and Local 5000, UAW:

President, Vice President for Administration, or Director of Human Resources.

11. Educational and International agreements:

President, Provost and Vice President for Academic Affairs, Secretary, or Treasurer.

12. Agreements for payment of tuition, fees, room or board by domestic and foreign organizations:

President, Provost and Vice President for Academic Affairs, Secretary, or Treasurer.

13. Purchase order for services, including personal services for University enrichment, supplies, or equipment:
President, Provost and Vice President for Academic Affairs, Treasurer, or Manager of Purchasing, or those staff members designated in writing by the Manager of Purchasing with the approval of the Treasurer. Purchase requisitions must be signed or countersigned by the Treasurer and/or President when required by the Board policy relating to capital additions.

14. Dispositions of real property:

President, Vice President for Administration, Secretary, or Treasurer, upon formal approval of the Board of Control.

15. Capital outlay projects funded by special state appropriations:

President, Vice President for Administration, Treasurer, or any staff member designated in writing by the Treasurer.

16. Casualty and property insurance:

President, Secretary, or Treasurer provided that the President or Treasurer may delegate this authority in writing, to any staff member.

17. Employee benefits:

President, Vice President for Administration, or Treasurer provided that the President, Vice President for Administration, or Treasurer, may delegate this authority in writing, to any staff member.

18. Agreements with domestic governmental and foreign governmental organizations except those specifically mentioned earlier:

President, Provost and Vice President for Academic Affairs, Secretary, or Treasurer.

19. Athletic agreements or contracts and contracts for game officials:

President, Vice President for Student Affairs, Athletic Director, or Department Chair of Kinesiology and Integrative Physiology.

20. Programmer and/or Analyst Proprietary Rights Agreement:

President, Provost and Vice President for Academic Affairs, Vice President for Research, Vice President for Administration, or Treasurer, provided that the President, Vice President for Research, or Treasurer, may delegate this authority in writing, to any staff member.

21. United States Department of Treasury, Bureau of Alcohol Tobacco and Firearms annual report:
This policy supersedes Board of Control policy 11.13. Signing Contracts & Other Legal Documents dated July 15, 2010.

V. ACTION/DISCUSSION ITEMS

V-A. Employee Recognition

It was moved by T. Woychowski, supported by K. Clark, and passed by voice vote that the Board of Control adopts the Resolution of the Board of Control of Michigan Technological University in Appreciation for the following individuals:

1.) Dr. Bill Rose (41 years of service)
2.) Dr. Pat Joyce (39 years of service)
3.) Dr. Sudhakar Pandit (35 years of service)
Board of Control of Michigan Technological University

In appreciation

William Rose

The Board of Control of Michigan Technological University at its meeting on the twenty-third day of the month of February in the Two Thousand and Twelve year declared that:

WHEREAS William Rose, a citizen of the State of Michigan, has honorably and dutifully served Michigan Technological University and its constituents; and

WHEREAS his service to Michigan Technological University was for a period of forty-one productive years; and

WHEREAS his contributions to Michigan Technological University and higher education in general have been of the highest order and in the best interest of all: Therefore be it

RESOLVED, that the Board of Control extends appreciation and congratulations to this distinguished citizen and employee of Michigan Technological University.

Martha K. Richardson, Chair

Glenn D. Mroz, President
The Board of Control of Michigan Technological University at its meeting on the twenty-third day of the month of
February in the Year of Our Lord and Twelve hundred and eleven declared that:

WHEREAS Brian Patrick Joyce, a student of Michigan Technological University and its constituents, has
been an active member of the student body, and

WHEREAS his contributions to Michigan Technological University and higher education in general have been of the
highest order and in the best interest of all. Therefore be it

RESOLVED that the Board of Control extends appreciation and congratulations to this distinguished citizen and
employee of Michigan Technological University.

Michigan Technological University
Board of Control of Michigan Technological University

Houghton, Michigan

Brian Patrick Joyce
Michigan Technological University

Houghton Michigan

Board of Control of Michigan Technological University

In appreciation

Sudhakar Pandit

The Board of Control of Michigan Technological University at its meeting on the twenty-third day of the month of February in the Two Thousand and Twelve year declared that:

WHEREAS Sudhakar Pandit, a citizen of the State of Michigan, has honorably and dutifully served Michigan Technological University and its constituents; and

WHEREAS his service to Michigan Technological University was for a period of thirty-five productive years; and

WHEREAS his contributions to Michigan Technological University and higher education in general have been of the highest order and in the best interest of all; Therefore be it

RESOLVED, that the Board of Control extends appreciation and congratulations to this distinguished citizen and employee of Michigan Technological University.

[Signature]
Martha K. Richardson, Chair

[Signature]
Glenn D. Mroz, President
V-B. Honorary Degree

The Administration is recommending that Ms. Martha Sullivan be awarded an Honorary Doctorate of Philosophy.

Ms. Sullivan is a 1985 graduate of Michigan Tech earning a B.S. degree in Mechanical Engineering. She is currently the President and Chief Operating Officer of Sensata Technologies, Inc. Sensata Technologies is a leader in the development, manufacture, and sale of sensors and controls. She has served as Executive Vice President, Chief Operating Officer and a Director of several of Sensata’s operating subsidiaries since the Sensors & Controls (S&C) business was spun off from Texas Instruments in April 2006.

Ms. Sullivan joined Texas Instruments in 1984 and held various management positions, including Precisions Controls Marketing Manager, Automotive Marketing Manager and North American Sensors General Manager. She was named Sensor Products Global Business Unit Manager for the S&C business of Texas Instruments in June 1997 and a Vice President of Texas Instruments in 1998.

Past and present positions include the Key Executive Council at Rensselaer Polytechnic Institute, Presidential Council of Alumnae at Michigan Technological University and Ford International Supplier Advisory Council (ISAC) and on the Board of Trustees at Kettering University. She is also a member of Michigan Tech’s Mechanical Engineering Honor Academy, the Mechanical Engineering-Engineering Mechanics Industrial Advisory Committee, and serves on the University Campaign Committee. Ms. Sullivan has been a speaker and panelist in a number of technology industry and academic forums including the Ernst & Young China Business Roundtable, Executive Women’s Conference (Morgan Stanley), International Electronics Manufacturing Initiative, Inc., and the Innovation Leadership Forum. Ms. Sullivan will be the Spring 2012 Commencement speaker.

It was moved by P. Ollila, supported by K. Clark, and passed by voice vote without dissent, that the Board of Control approves the awarding of an Honorary Doctorate of Philosophy degree to Ms. Martha Sullivan.

V-C. Emeritus Rank

It was moved by J. Fream, supported by L. Ashford, and passed by voice vote without dissent, that the Board of Control approves the following emeritus appointments:

1.) Dr. Lee W. Erlebach, Professor Emeritus, Department of Mathematical Sciences
2.) Dr. Gilbert N. Lewis, Professor Emeritus, Department of Mathematical Sciences
3.) Dr. Terry S. Reynolds, Professor Emeritus, Department of Social Sciences
4.) Dr. William I. Rose, Professor Emeritus, Department of Geological & Mining Engineering & Sciences
5.) Dr. B. Patrick Joyce, Professor Emeritus, School of Business & Economics
V-D. Appointment of Nominating Committee

It was moved by L. Ashford, supported by J. Fream, and passed by voice vote without dissent, that the Board of Control appoints a Nominating Committee consisting of K. Clark, Chair, T. Woychowski and M. Richardson to begin the process to elect officers for the 2012-2013 fiscal year.

V-E. 2012-2013 Room and Board and Apartment Rental Rates

It was moved by J. Fream, supported by S. Hicks, and passed by voice vote without dissent, that the Board of Control approves the recommended residence hall housing and meal, as well as apartment rental rates for 2012-2013 as presented herein.
Chair Richardson thanked Ms. Fream for her comments earlier about how the Board does consider these increases with great effort and consideration of the student’s ability to pay, and in light of the terrible economic environment that we find ourselves in. This is a very painful decision for the Board.
Mr. Woychowski pointed out that many Lean principles have been applied through the Administration and Auxiliaries, and although there is a proposal for an increase he knows that it would be even much greater if it weren’t for the diligent stewardship that has been employed to help keep these costs low, and if these principles hadn’t been employed the increase would have been greater.

V-F. Approval for MacInnes Ice Arena and SDC Renovation Project

It was moved by J. Fream, supported by K. Clark, and passed by voice vote without dissent, that the Board of Control authorizes the President to proceed with the awarding of contracts and completion of construction of the MacInnes Ice Arena and SDC Renovation Project at a cost not to exceed $2,350,000 and to execute the necessary documents for the project.

V-G. Approval of Financing for MacInnes Ice Arena and SDC Renovation Project

It was moved by T. Baldini, supported by K. Clark, and passed by voice vote without dissent, that the Board of Control approves the Resolution Authorizing the Issuance and Delivery of General Revenue Bonds as presented herein.

RESOLUTION OF THE BOARD OF CONTROL OF
MICHIGAN TECHNOLOGICAL UNIVERSITY
AUTHORIZING THE ISSUANCE AND DELIVERY OF
GENERAL REVENUE BONDS AND PROVIDING FOR
OTHER MATTERS RELATING THERETO

WHEREAS, the Board of Control of Michigan Technological University (the “Board”) is a constitutional body corporate established pursuant to Article VIII, Section 6 of the Michigan Constitution of 1963, as amended, with general supervision of Michigan Technological University (the “University”) and the control and direction of all expenditures from the University’s funds; and

WHEREAS, the Board has previously issued General Revenue Bonds in several series, and it may be appropriate and economic to refund all or any portion of the outstanding principal maturities of those General Revenue Bonds (the outstanding bonds, if any, to be refunded to be determined by an Authorized Officer (hereinafter defined) and to be herein called the “Bonds to be Refunded”); and

WHEREAS, in the exercise of its constitutional duties and in order to properly serve the needs of students attending the University, the Board has authorized the acquisition, construction, installation and equipping of the capital improvements described in Exhibit A (the “Project”); and

WHEREAS, the financing of a portion of the Project through the issuance of General Revenue Bonds or through the issuance of one or more General Revenue Notes (the “Notes”)
to one or more banks or financial institutions will serve proper and appropriate public purposes; and

WHEREAS, in the exercise of its constitutional duties, and in order to control and direct prudently expenditures from the University’s funds, the Board determines it is necessary and desirable to authorize the issuance of General Revenue Bonds (the “Bonds”) in order to provide funds which, together with other available funds, will be used to pay all or part of the costs of refunding the Bonds to be Refunded and may be used to pay all or part of the costs of constructing, furnishing and equipping the Project; and

WHEREAS, a trust indenture (the “Trust Indenture”) must be entered into by and between the Board and a trustee (the “Trustee”) to be designated by an Authorized Officer (hereinafter defined), pursuant to which the Bonds will be issued and secured; and

WHEREAS, if it is determined that the Project shall be financed through the issuance of Notes, a loan agreement or agreements (collectively, the “Loan Agreement”) may be required to be entered into by and between the Board and the bank or banks or financial institution or institutions (collectively, the “Lender”) to be designated by an Authorized Officer, pursuant to which the Notes will be issued and secured; and

WHEREAS, the indentures authorizing certain outstanding General Revenue Bonds of the Board (the “Outstanding Bonds”) create certain conditions for the issuance of General Revenue Bonds or Notes on a parity basis with the Outstanding Bonds; and

WHEREAS, the Chief Financial Officer and Treasurer shall, on or prior to the delivery of the Bonds, certify that the conditions for issuing the Bonds or Notes, secured on a parity basis by General Revenues with the Outstanding Bonds have been met; and

WHEREAS, it is necessary to authorize the Authorized Officers to negotiate the sale of the Bonds with an underwriter or group of underwriters to be selected by an Authorized Officer (collectively, the “Underwriter”) and to enter into a bond purchase agreement or agreements (collectively, the “Bond Purchase Agreement”) with the Underwriter, setting forth the terms and conditions upon which the Underwriter will agree to purchase the Bonds and the interest rates thereof and the purchase price therefor; and

WHEREAS, in order to be able to market the Bonds at the most opportune time, it is necessary for the Board to authorize the President and the Chief Financial Officer and Treasurer (each an “Authorized Officer”) or either of them individually, to negotiate, execute and deliver on behalf of the Board, the Trust Indenture, the Loan Agreement, if any, the Bond Purchase Agreement, and other related documents, to establish the specific terms of the Bonds and Notes, and to accept the offer of the Underwriter to purchase the Bonds, all may be deemed necessary and desirable by an Authorized Officer and within the limitations set forth herein; and

WHEREAS, the Board has full power under its constitutional authority for supervision of the University, and control and direction of expenditures from the University funds, to acquire, construct, furnish and equip the Project, to refund the Bonds to be Refunded, to finance all or a portion of the costs of the Project and of the refunding by
issuance of the Bonds of a combination of Bonds and Notes, and to pledge General Revenues (as hereinafter defined) for payment of the Bonds and the Notes.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF CONTROL OF MICHIGAN TECHNOLOGICAL UNIVERSITY, AS FOLLOWS:

1. The Board hereby approves the Project and the funding thereof as set forth in Exhibit A attached hereto, and authorizes the Authorized Officers, or either of them, to proceed with the Project and each component thereof. Either Authorized Officer is authorized to determine the specific amount of the cost of the Project to be financed from the proceeds of the Bonds or Notes. In addition, the Board authorizes the Authorized Officers, or either of them, to determine which, if any of the outstanding General Revenue Bonds of the Board shall be refunded, based on whether such refunding would produce interest costs savings, more favorable debt service schedules, or more flexible documentation, and to cause to be called for redemption such of the those bonds as are appropriate and consistent with the foregoing objectives.

2. The Board hereby authorizes the issuance, execution and delivery of the Bonds of the Board in one or more series to be designated GENERAL REVENUE BONDS, with appropriate series designations to be designated by an Authorized Officer, in the aggregate original principal amount to be established by an Authorized Officer, but not to exceed the principal amount necessary to produce proceeds of Two Million Five Hundred Dollars ($2,500,000), plus the amount necessary to accomplish the refunding of the Bonds to be Refunded, to be dated as of the date or dates established by an Authorized Officer, for the purpose of providing funds which, together with other available funds, will be used to pay all or a portion of the costs of the Project, the costs of refunding the Bonds to be Refunded, and costs incidental to the issuance of the Bonds and the refunding, including bond insurance premiums, if appropriate. The Bonds shall be serial Bonds or term Bonds, which may be subject to redemption requirements, or both, as shall be established by an Authorized Officer, but the first maturity shall be not earlier than October 1, 2012 and the last maturity shall be no later than December 31, 2034. The Bonds may bear interest at stated fixed rates for the respective maturities thereof as shall be established by an Authorized Officer, but the weighted average yield (computed using the stated coupons and the stated original offering price) on the Bonds as a whole shall not exceed 4.75% per annum, and the Bonds may be issued in whole or in part as capital appreciation bonds, which for their term or any part thereof bear no interest but appreciate in principal amount over time at compounded rate (not in excess of 4.75% per annum) to be determined by an Authorized Officer. The Bonds may be subject to redemption or call for purchase prior to maturity at the times and prices and in the manner as shall be established by an Authorized Officer, but no redemption premium shall exceed 3% of the principal amount being redeemed. Interest on the Bonds shall be payable at the times as shall be specified by an Authorized Officer. The Bonds shall be issued in fully registered form in denominations, shall be payable as to principal and interest in the manner, shall be subject to transfer and exchange, and shall be executed and authenticated, all as shall be determined by an Authorized Officer and provided in the Trust Indenture. The Bonds shall be sold to the Underwriter pursuant to the Bond Purchase Agreement for a price to be established by an Authorized Officer (but the Underwriter’s discount, exclusive of original issue discount, shall not exceed 1.5% of the principal amount
thereof) plus accrued interest, if any, from the dated date of the Bonds to the date of delivery thereof.

3. If the Authorized Officers, or either of them shall determine it is in the best interest of the University to finance the costs of the Project through the issuance of the Notes, and not through the Bonds, then the authorized amount of the Bonds shall be reduced by the amount of $2,500,000. The Board hereby authorizes the issuance, execution and delivery of the Notes of the Board to be designated GENERAL REVENUE NOTES, in the aggregate original principal amount to be established by an Authorized Officer, but not to exceed Two Million Five Hundred Thousand Dollars ($2,500,000), to be dated as of the date or dates established by an Authorized Officer, for the purpose of providing funds which, together with other available funds, will be used to pay all or a portion of the costs of the Project, and costs incidental to the issuance of the Notes. The Notes shall mature no later than December 31, 2023. The Bonds may bear interest at fixed or variable rates or rates as shall be established by an Authorized Officer, but the fixed or original variable rate shall not be in excess of 5.00% per annum, and the maximum variable shall not be in excess of 12% per annum; provided, that if the interest on the Notes becomes subject to federal income taxation or the Board defaults under the provisions of the Loan Agreement, the interest rate on the Notes may be increased to a rate determined in accordance with the Loan Agreement, but not in excess of the maximum rate permitted by law.

4. The Bonds and the Notes shall be limited and not general obligations of the Board payable from and secured by a first lien on the General Revenues (as shall be defined in the Trust Indenture or Loan Agreement to include generally student tuition and other fees, housing and auxiliary revenues, unrestricted gifts and grants, unrestricted investment income and other miscellaneous revenues, subject to certain reductions, limitations and exceptions), and funds from time to time on deposit in certain funds created pursuant to the Trust Indenture or Loan Agreement. The lien on General Revenues created pursuant to this paragraph shall be on a parity basis with the lien thereon securing the Outstanding Bonds of the Board.

No recourse shall be had for the payment of the principal amount of or interest or premium on the Bonds or Notes, or any claim based thereof against the State of Michigan, or any member, officer or agent of the Board or the State, as individuals, either directly or indirectly, nor, except as provided in the Trust Indenture, or Loan Agreement, against the Board, nor shall the Bonds or Notes, and interest with respect thereto, become a lien on or be secured by any property, real, personal or mixed of the State of Michigan or the Board, other than the General Revenues and the moneys from time to time on deposit in certain funds established by the Trust Indenture or Loan Agreement.

Any pledge of General Revenues, and of funds specified in the Trust Indenture or Loan Agreement, shall be valid and binding from the date of the issuance and delivery of the Bonds or Notes, and all moneys or properties subject thereto which are thereafter received shall immediately be subject to the lien of the pledge without physical delivery or further act. The lien of said pledge shall be valid and binding against all parties (other than the holders of any other bonds, notes or debt obligations secured by a parity first lien on General Revenues) having a claim in tort, contract or otherwise against the Board, irrespective of whether such parties have notice of the lien.
5. The right is reserved to issue additional bonds, notes or other obligations payable from and secured on a parity basis with the Bonds, Notes and the Outstanding Bonds from the General Revenues, upon compliance with the terms and conditions as shall be set forth in the Trust Indenture or Loan Agreement.

6. Either Authorized Officer is hereby authorized and directed, in the name and on behalf of the Board, and as its corporate act and deed, to select the Trustee, and to negotiate, execute and deliver the Trust Indenture, and to select the Lender, if any, and to negotiate, execute and deliver the Loan Agreement. The Trust Indenture and Loan Agreement, if any, may contain such covenants on behalf of the Board and terms as such officers deem appropriate, including, but not limited to, covenants with respect to the establishment of General Revenues at levels expressed as a percentage of debt service on the Bonds, Notes or all General Revenue Bonds and Notes, and with respect to the issuance of additional bonds, notes or other obligations payable from and secured by General Revenues. In addition, if the Underwriter determines that the present value of the interest cost savings to be produced by bond insurance will be in excess of the cost of bond insurance, either Authorized Officer is hereby authorized, empowered and directed to negotiate for the acquisition of bond insurance and to execute and deliver an insurance commitment or other documents or instruments required in connection with such insurance.

7. Either Authorized Officer is hereby authorized and directed, in the name and on behalf of the Board and as its corporate act and deed, to select the Underwriter and to negotiate, execute and deliver the Bond Purchase Agreement with the Underwriter setting forth the terms of the Bonds, all subject to the limitations set forth herein.

8. The Authorized Officers, or either of them singly, are hereby authorized, empowered and directed, in the name and on behalf of the Board, and as its corporate act and deed, to execute the Bonds and Notes by placing his or her facsimile or manual signature thereon, and to deliver the Bonds to the Underwriter and the Notes, if any are issued, to the Lender, in exchange for the purchase price thereof, as provided in the Bond Purchase Agreement or Loan Agreement.

9. Either Authorized Officer is hereby authorized to cause the preparation of a Preliminary Official Statement, if necessary, and an Official Statement with respect to the Bonds, and to execute and deliver the Official Statement. The Underwriter is authorized to circulate and use, in accordance with applicable law, the Preliminary Official Statement, if any, and the Official Statement in connection with the offering, marketing and sale of the Bonds.

10. The President, the Chief Financial Officer and Treasurer, the Secretary and any other appropriate officer of the Board or the University are hereby authorized to perform all acts and deeds and to execute and deliver for and on behalf of the Board all instruments and documents required by this resolution, the Trust Indenture, the Loan Agreement or the Bond Purchase Agreement, or necessary, expedient and proper in connection with the issuance, sale and delivery of the Bonds and Notes, if any, as contemplated hereby, including, if deemed appropriate, an escrow deposit agreement with an escrow agent to be designated by an Authorized Officer. Each Authorized Officer is hereby authorized to designate and
empower the escrow agent or the Underwriter to subscribe for United States Treasury Obligations, State and Local Government Series, on behalf of the Issuer, as may be necessary in connection with any refunding authorized hereby. Any reference to an officer of the Board or the University herein shall include any interim or acting officer appointed by the Board. Any action required under the Trust Indenture, Loan Agreement, Bond Purchase Agreement, or other instrument related to the Bonds or the operation and administration of the financing program evidenced by the Bonds or Notes, may be taken by and on behalf of the Board by an Authorized Officer.

11. In accordance with the requirements of Rule 15c2-12 of the United States Securities and Exchange Commission, the Board may be required in connection with the issuance of the Bonds to enter into a Disclosure Undertaking for the benefit of the holders and beneficial owners of the Bonds. Either Authorized Officer is authorized to cause to be prepared and to execute and deliver, on behalf of the Board, the Undertaking.

12. Either Authorized Officer is hereby authorized to designate all or any portion of the Notes as “qualified tax-exempt obligations” for purposes of deduction of interest expense by financial institutions, to the extent that such designation is lawfully available pursuant to the Internal Revenue Code of 1986, as amended.

13. The board hereby establishes its intention to reimburse itself and the University from the proceeds of the Bonds or Notes for any expenditures with respect to the Project incurred prior to the issuance of the Bonds or Notes, all in accordance with and subject to the requirements and limitations of I.R.S. Regulation 1.103-18.

14. All resolutions or parts of resolutions or other proceedings of the Board in conflict herewith be and the same are hereby repealed insofar as such conflict exists.

I hereby certify that the attached is a true and complete copy of a resolution adopted by the Board of Control of Michigan Technological University at a regular meeting held on February 23, 2012, and that said meeting was conducted and public notice of said meeting was given pursuant to and in full compliance with applicable law, and that the minutes of said meeting were kept and will be or have been made available as required by applicable law.

I further certify as follows:

1. Present at the meeting were the following Board members:

2. The following members of the Board voted for the adoption of the Resolution:
The following members of the Board voted against adoption of the Resolution:

RESOLUTION DECLARED ADOPTED.

Secretary to the Board of Control
of Michigan Technological University

EXHIBIT A
PROJECT

The Project consists of the following capital improvement items, at a currently estimated cost of $2,300,000:*

<table>
<thead>
<tr>
<th>Item</th>
<th>Currently Estimated Cost to be Funded from Bond Proceeds*</th>
</tr>
</thead>
<tbody>
<tr>
<td>Replacement of Ice Plant at Student Development Complex</td>
<td>$1,950,000</td>
</tr>
<tr>
<td>Roof Replacement at Student Development Complex</td>
<td>350,000</td>
</tr>
</tbody>
</table>

* Exclusive of bond insurance premium and other bond issuance expenses.

V-H. Proposal for a Bachelor of Science in Engineering Management

It was moved by K. Clark, supported by T. Woychowski, and passed by voice vote without dissent, that the Board of Control approves the Bachelor of Science in Engineering Management degree program.

The University Senate approved this proposal at their February 15th meeting.

Mr. Woychowski commended the proposal and feels that it should serve as a model and/or template for future proposals. The proposal meets a market need, is aligned with the strategic vision, and is an excellent use of resources. “An excellent piece of business by the business school.”

V-I. Grant Application for the Michigan Coastal Management Program

The University will prepare a proposal for submission to the Michigan Coastal Management Program (MCMP), within the Department of Environmental Quality (DEQ). The MCMP provides grant funds to Michigan’s coastal communities and partners to assist in the development of vibrant and resilient coastal communities through the protection and
The funds requested in this proposal will be used in restoring the waterfront which runs adjacent to Michigan Tech’s campus. The award period for this grant is January 1, 2013 to March 31, 2014.

It was moved by J. Fream, supported by K. Clark, and passed by voice vote without dissent, that the Board of Control approves the submission of the grant application to the Michigan Coastal Management Program for improvements to the waterfront.

VI. REPORTS

A. University Senate Report – Dr. Rudy Luck, President
B. Undergraduate Student Government Report – Mr. Beau Baldwin, President
C. Graduate Student Government Report – Ms. Margo Woller-Carter, President

Copies of these reports were included in the agenda book.

VII. INFORMATIONAL ITEMS

A. Analysis of Investments
B. University Issued Bond Balances
C. Research and Sponsored Programs
D. Advancement Report
E. Recent Media Coverage
F. Employee Safety Statistics
G. Disposal of Surplus Property

Chair Richardson reminded the Board that the Employee Safety Statistics is a relatively new report and hopes that Board members are taking the time to review the report before the meetings. She also noted that there was a recent series on scientists at works by the New York Times featuring Michigan Tech.

Mr. Woychowski was very impressed with the new Research Magazine. He feels that it provides excellent exposure for Michigan Tech, and is an outstanding illustration of how Michigan Tech is creating value by solving tough problems and creating new knowledge.

VIII. OTHER BUSINESS

There was no other business at this time.

IX. PUBLIC COMMENTS

Christian Vreeland of the Inter-Residence Hall Council addressed the Board regarding the 2012-2013 Room and Board Rates.
We are familiar with the challenges that face us. It is a tough economic time to have to make these decisions and we can understand money goes away and it has to come in from somewhere. In that sense we understand the rate increases. It is an unpleasant reality, but one we have to face.

The problem is that not all students have realized what is happening – what these rate increases will even be used for – and for the second time in as many years these rate increases are coming after the recontracting period.

The process needs to be more open to the students. Government bodies like ours, USG, and GSG, do as good of job as we can to try and keep students informed, but at the end of the day not everyone hears what goes on behind these doors. That is not necessarily the failing of this Board, or of ours, it is just the culture of this university as it currently stands. The students aren’t trying to make themselves involved and therefore they aren’t.

We haven’t been consulted on this, and we haven’t been consulted on the pending changes to the DHH Dining Hall. There are a lot of questions out there about the management of money and what direction this is taking toward the students. Even though at the end of the day we all have the same interests at heart.

It is a difficult job that you have on this Board, and one that often that comes without the proper thanks. Soon our Council, as well as hopefully others, will be trying to get more involved in petitioning you for a more active participation in these decisions. I hope when that time comes we can all get together and approach that the way it needs to go, because as things currently stand I don’t know how much longer a sustainable decision of hiking room and board rates after the recontracting period can withstand.

Chair Richardson thanked Mr. Vreeland for his comments and added that the Board takes his comments to heart. As we have said before in this meeting, we have made every effort to keep the increase as low as possible, to stay within the range of competing universities, and to try to find sources elsewhere that will help us to keep the burden on the students as low as possible.

X. CLOSED SESSION FOR A PERIODIC PERSONNEL EVALUATION OF PRESIDENT MROZ

It was moved by P. Ollila, supported by K. Clark, and passed by voice vote without dissent, that the Board of Control proceed into closed session for a periodic personnel evaluation of President Mroz. (A closed session for such a purpose is provided for in Section 8 (a) of P.A. 267 of 1976). (A roll call vote is required).

Roll Call Vote:
- Richardson – Yes  Hicks - Yes
- Ashford – Yes  Ollila - Yes
- Fream – Yes  Clark - Yes
- Baldini – Yes  Woychowski - Yes
The motion passed.

The Board of Control reconvened in open session with a quorum present.

**Presidential Compensation**

Dr. Clark reported that the Presidential Review Committee looked at this very hard. We know that we are in tough times and President Mroz has received very positive reviews for a number of years without any salary increase. It is appropriate to give him a salary increase at this time, as it goes along with the increase that was given to the faculty and staff. Ms. Richardson commented that it is important for us to keep the good people that we have at the University, which is why the same raise was granted to faculty and staff. Dr. Woychowski also pointed out that this action supports the strategic plan.

It was moved by J. Fream, supported by L. Ashford, and passed by voice vote without dissent, that the Board of Control approves a salary increase for President Mroz that matches the average university faculty and staff increase effective January 1, 2012.

**XI. ADJOURNMENT**

It was moved by K. Clark, supported by P. Ollila, and passed by voice vote without dissent, that the meeting be adjourned.

_________________________________________________________________
Secretary of the Board of Control

_________________________________________________________________
Chair, Board of Control