



Board of Governors' Special Meeting
Turner Family Conference Room, Carrington Hall 203
Wednesday, 11/15/2017
4:00 - 5:00 PM CT

I. Roll Call

II. Approval of Minutes

Approval of Minutes of the Board of Governors' Executive Committee Meeting of September 20, 2017 - Page 2

III. Procurement and Financial

III.A. Approval of Declaration of Official Intent Toward the Issuance of Auxiliary Enterprise System Refunding Revenue Bonds - Page 7

III.B. Approval of Procurement Activity Report - Page 10

IV. Facilities and Equipment

IV.A. Approval of Bids and Award of a Contract for the Locker Room Addition at Greenwood Laboratory School - Page 12

V. Resolution Authorizing Closed Meeting, Pursuant to Sections 610.021(1), (2), (3), (6), (9), (11), (12), (13), (14) and/or (17) of the Revised Statutes of Missouri

Closed Meeting Resolution - Page 14

VI. Adjournment

MINUTES OF THE EXECUTIVE COMMITTEE
OF THE BOARD OF GOVERNORS
MISSOURI STATE UNIVERSITY
SEPTEMBER 20, 2017

1. Roll Call:

Present - Ms. Virginia Fry, Chair of the Board
Ms. Beverly Miller, Governor (by conference call)
Mr. Gregory Spears, Governor (by conference call)
Ms. Carrie Tergin, Vice Chair of the Board (by conference call)

Present - Mr. Clifton M. Smart III, President
Dr. Drew Bennett, Chancellor of the West Plains Campus (by conference call)
Ms. Nechell Bonds, Director of Admissions
Ms. Megan Broemmer, Client Services Manager, Med-Pay, Inc. (by conference call)
Ms. Donna Christian, Director of Internal Audit and Compliance
Ms. Amelia Counts, Governor (by conference call)
Ms. Jen Cox, Assistant to the Vice President, Administrative Services
Mr. Tyree Davis, IV, Governor
Mr. Ryan DeBoef, Chief of Staff and Assistant to the President for Governmental Relations
Ms. Rachael Dockery, General Counsel
Ms. Tammy Few, Director of Human Resources
Mr. Tom Johnson, Director of Safety and Transportation
Mr. Marshall Kinne, Director of Compliance, Med-Pay, Inc. (by conference call)
Ms. Theresa McCoy, Director of Computer Services
Ms. Rachel McGinnis, Budget and Contracts, Research and Economic Development
Mr. Matt Morris, Vice President for Administrative Services
Mr. Jeff Morrissey, Chief Information Officer
Mr. Brent Moore, Chief Engineer, OPTV
Dr. Dave Muegge, Director of Health and Wellness Services
Mr. Tom Peters, Dean, Library
Mr. Doug Sampson, University Architect and Director of Planning, Design & Construction
Ms. Suzanne Shaw, Vice President for Marketing and Communications
Mr. Don Simpson, Associate Vice President for Enrollment Management and Services
Ms. Amie Squibb, Enrollment Services System Coordinator
Ms. Hanna Sumpter, Standard Student Reporter
Ms. Lauren Webster, Associate Director for Planning, Design & Construction
Ms. Tammy Wiley, General Manager, KSMU
Mr. Mike Wills, Director for Procurement
Mr. Ryan Wilson, Past Chair, Staff Senate

Ms. Kristan Gochenauer, Secretary of the Board

2. **Presiding** – Ms. Virginia Fry, Chair of the Board of Governors, called the Executive Committee conference-call meeting to order at 3:59 p.m. in Room 203 of Carrington Hall on the campus of Missouri State University in Springfield, Missouri.
3. **Approval of Minutes** – Ms. Fry mentioned that the first item of business was the approval of the minutes for the open meeting of August 16, 2017. Ms. Beverly Miller so moved, receiving the second of Mr. Gregory Spears.

Motion passed 3-0.

4. **President** – President Clif Smart tabled the revisions to Governing Policy G5.02 Expressive Activity Policy. The policy revisions will be discussed at the October 27, 2017, Programs and Planning Committee meeting with a vote at the October 27, 2017, regular Board of Governors meeting.
5. **Human Resources** – Mr. Matt Morris, Vice President for Administrative Services, presented a resolution requesting approval of revisions to the Missouri State University group medical plan (Finance No. 1063-17). Modifications were based on industry best practices. Ms. Miller so moved receiving a second from Ms. Carrie Tergin.

Motion passed 3-0.

6. **Procurement and Financial** – Mr. Steve Foucart, Chief Financial Officer, presented a resolution summarizing Procurement Services' Office activities from August 11, 2017 through September 14, 2017 (Purchasing Activity Report No. 458-17). The four items included in the resolution were:

- Approval requested for lease of classroom space for the Theatre and Dance Department. The term of the lease is August 21, 2017 through December 14, 2017, at a total cost of \$1,361.25, payable in one lump-sum payment.
- Approval recommended to enter into an agreement with Hobsons for undergraduate Online Admissions Application and Customer Relationship Management Platform for the Office of Admissions. Agreement is a three year contract with three optional two-year renewals available at a total cost of \$273,141.
- Approval requested for participation in a contract agreement with Educational and Institutional (E&I) Cooperative Services Contract CNR-01146 for Steelcase Furniture through Color Art Integrated Interiors, LLC, for the Health and Wellness Center. Estimated cost of the furniture is \$295,000.
- Approval requested for participation in a contract agreement with Educational and Institutional (E&I) Cooperative Services Contract CNR-01146 for Steelcase

Furniture through Color Art Integrated Interiors, LLC, for the Meyer Library. Estimated cost of the furniture is \$363,060.95. A motion was made and seconded, respectively, by Ms. Miller and Mr. Spears.

Motion passed 3-0.

7. **Facilities and Equipment** – Mr. Matt Morris, Vice President for Administrative Services, presented a resolution requesting approval of an intergovernmental agreement regarding law enforcement services with Missouri State University for fiscal year 2018 (Agreement No. 397-17) with the City of Springfield at a cost of \$722,219.28. Agreement effective July 1, 2017 through June 30, 2018, and will continue on a month-to-month basis as needed. A motion was made by Mr. Spears and seconded by Ms. Tergin.

Motion passed 3-0.

Ms. Morris then presented a resolution requesting approval of a MOU regarding law enforcement services with Missouri State University for the Mountain Grove Campus (Agreement No. 398-17). A motion was made and seconded, respectively, by Ms. Miller and Mr. Spears.

Motion passed 3-0.

Mr. Morris next presented a resolution recommending approval of a consultant and authority to enter into agreements for professional services in conjunction with the Federal Communications Commission channel reassignments to television stations KOZK and KOZJ (Agreement No. 399-17). Marsand, Inc. will perform the work with payment through the KOZK Fordland Reassign and KOZJ Joplin Reassign budgets funded from the Federal Communications Commission Reimbursement Fund. Mr. Spears made a motion with a second from Ms. Tergin.

Motion passed 3-0.

Mr. Morris then presented a resolution recommending approval of a consultant and authority to enter into an agreement for professional services in conjunction with the tower reinforcement for the KOZK television station (Agreement No. 400-17). Tower Consultants, Inc. will perform the work with payment through the KOZK Fordland Reassign budget funded from the Federal Communications Commission Reimbursement Fund. A motion was made by Mr. Spears and seconded by Ms. Tergin.

Motion passed 3-0.

Mr. Morris next presented a resolution recommending approval of a lease agreement for radio tower space for KSMU-West Plains between Missouri State University and Tom and Shawn Marhefka (Agreement No. 401-17). The proposed five-year lease agreement will take effect October 1, 2017 and will expire on September 30, 2022, at a cost of \$9,240 per year. A motion was made and seconded, respectively, by Ms. Miller and Ms. Tergin.

Motion passed 3-0.

Mr. Morris then presented a resolution requesting approval to enter into a lease agreement at Jordan Valley Innovation Center (JVIC) (Agreement No. 402-17). The lease agreement with ESM Technologies, Inc. would be extended for a period of 12 months commencing on September 1, 2017 and expiring on August 31, 2018. Ms. Tergin made a motion with a second from Ms. Miller.

Motion passed 3-0.

Mr. Morris last presented a resolution requesting approval of bids and award of a contract for the elevator refurbishing at the Professional Building (Agreement No. 403-17). A low bid was received of Thyssenkrupp Elevator Corporation in the amount of \$91,282 for the base bid plus alternate 1. Total project budget cost is \$135,000. A motion was made by Mr. Spears with a second from Ms. Tergin.

Motion passed 3-0.

- 8. Closed Meeting** – It was determined that the Board of Governors needed to meet in a closed session to consider items of business provided in the Revised Statutes of Missouri. Ms. Fry asked if a resolution authorizing a closed meeting of the Board was prepared. Thereupon, the following resolution was presented for consideration:

BE IT RESOLVED by the Board of Governors for Missouri State University that a closed meeting, with closed records and closed vote, be held during a recess of this September 20, 2017, Executive meeting of the Board of Governors to consider items of business pursuant to:

- A. R.S. Mo. 610.021(13). “Individually identifiable personnel records, performance ratings or records pertaining to employees or applicants for employment...;”

Mr. Spears moved the approval of the resolution and Ms. Tergin seconded the motion.

A roll call vote on the motion was as follows: those voting in favor – Governors Fry, Miller, Spears and Tergin; those voting against – none.

Ms. Fry declared the resolution passed unanimously. The open meeting was recessed at 4:32 p.m. to go into closed session.

The open meeting was reconvened at 4:39 p.m.

- 9. Adjournment** – Ms. Fry adjourned the conference-call meeting at 4:40 p.m. on the motion of Mr. Spears, the second of Ms. Miller, and the unanimous vote of the committee.



Kristan E. Gochenauer
Secretary of the Board

**RESOLUTION OF THE BOARD OF GOVERNORS
OF MISSOURI STATE UNIVERSITY**

III.A

**RECOMMENDED ACTION – DECLARATION OF OFFICIAL INTENT TOWARD THE
ISSUANCE OF AUXILIARY ENTERPRISE SYSTEM REFUNDING REVENUE BONDS**

The following resolution was moved by _____ and seconded by
_____.

WHEREAS, Missouri State University, a state educational institution duly created, organized and existing under the laws of the State of Missouri (the “University”), is authorized under the provisions of Chapter 176 of the Revised Statutes of Missouri, as amended (the “Act”), acting through the Board of Governors of the University (the “Board”), to acquire, construct, erect, equip, furnish, operate, control, manage and regulate certain defined projects, including dormitory, dining room, social and recreational facilities serving the University and its students, and is authorized to issue and sell revenue bonds as defined in the Act in order to provide funds for the aforesaid purpose; and

WHEREAS, the University has outstanding the following issues of revenue bonds, the proceeds of which financed and refinanced auxiliary enterprise facilities and ancillary projects of the University, including dormitory, dining room, social and recreational facilities serving the University and its students:

- Auxiliary Enterprise System Revenue Bonds, Series 2005 (the “Series 2005 Bonds”) in the outstanding principal amount of \$1,625,000; and
- Auxiliary Enterprise System Revenue Bonds, Series 2014 (the “Series 2014 Bonds”) in the outstanding principal amount of \$36,425,000.

WHEREAS, the Board of Governors believes that economic savings can be achieved by the University from the issuance of auxiliary enterprise system revenue bonds of the University pursuant to the Act in one or more series (the “Refunding Bonds”) to (i) current refund the outstanding Series 2005 Bonds, and (ii) advance refund all or a portion of the outstanding Series 2014 Bonds;

WHEREAS, the University has received a proposal from Regions Capital Advantage, Inc. (“Regions”) to purchase the Refunding Bonds upon certain terms set forth in the commitment from Regions, all subject to approval of bond financing documents by the University and Regions in forms acceptable to each, and the University has further discussed with Hilltop Securities Inc. (“Hilltop”) the feasibility of a public offering of the Refunding Bonds in lieu of a private placement thereof with Regions; and

WHEREAS, this Resolution shall take effect and be in full force immediately after its adoption by the Board of Governors.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF GOVERNORS OF
MISSOURI STATE UNIVERSITY AS FOLLOWS:**

Section 1. Declaration of Intent. The Board hereby declares the intent of the University to issue auxiliary enterprise system revenue bonds of the University pursuant to the Act in one or more series in an aggregate principal amount of approximately \$38,000,000, such principal amount to be

determined by subsequent resolution of the Board, to provide funds to finance the costs of current refunding the outstanding Series 2005 Bonds and advance refunding all or a portion of the outstanding Series 2014 Bonds, such Refunding Bonds to be payable as to principal and interest solely from, and secured by a lien on and pledge of, the net income and revenues derived by the University from the operation of the Auxiliary Enterprise System, after providing for the costs of operation and maintenance thereof.

Section 2. Confirmation of Underwriter / Placement Agent. The University hereby confirms the prior selection of Hilltop to act as underwriter or placement agent for the Refunding Bonds, upon the terms set forth in the existing contract for underwriting services with the University.

Section 3. Further Authorization and Direction. The Board hereby authorizes and directs the University's General Counsel, Chief Financial Officer, Bond Counsel, Hilltop, and other officers and representatives of the University, to prepare, for submission to and final action by the Board, all appropriate legal and financing documents necessary to effect the authorization, issuance and sale of the Refunding Bonds and any other actions contemplated hereunder in connection with the issuance thereof.

Section 4. Conditions. This Resolution is subject to the condition that any issuance of Refunding Bonds will be subject to the further action by the Board specifically authorizing and approving the Refunding Bonds and the manner or sale thereof.

Section 5. Effective Date. This Resolution shall take effect and be in full force immediately after its adoption by the Board.

ADOPTED by the Board of Governors of Missouri State University this 15th day of November, 2017.

VOTE: AYE _____

NAY _____

COMMENTS:

III.B.

RECOMMENDED ACTION - Approval of Procurement Activity Report

The following resolution was moved by _____
and seconded by _____.

BE IT RESOLVED by the Board of Governors for Missouri State University that the attached Activity Report presented by the Procurement Services Office be approved.

VOTE: **AYE** _____
 NAY _____

COMMENTS:

This report summarizes Procurement Services Office activities from October 13, 2017 through November 10, 2017.

**ACTIVITY REPORT
MISSOURI STATE UNIVERSITY
OFFICE OF PROCUREMENT SERVICES**

FOR APPROVAL

Contract amendments that cause the estimated value of a contract/agreement to be exceeded by 50% or \$50,000, whichever is greater

Reinsurance (Stop Loss) for Employee Group Medical Plan Human Resources	\$1,112,891.52 (Estimated)
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In conjunction with its consultant, Med-Pay Incorporated, the University developed a Request for Proposal (RFP) for reinsurance (stop-loss) coverage. The requirement was advertised, and the RFP was issued to sources identified and recommended by the consultant. A proposal was received from ReliaStar Life Insurance Company, and an amendment quotation was submitted by Optum, the incumbent, against current Contract C6108-1.

Med-Pay has recommended that the University accept Optum's proposal of \$1,112,891.52, which includes a specific deductible of \$275,000.00, and an aggregating specific deductible of \$300,000.00.

The University also recommends acceptance of the Optum quotation, which is the lowest offer. Pricing continues unchanged from 2017, and the contract period is extended from January 1, 2018 through December 31, 2018.

Note: Funding to be from the FY18 operational budget.

October 13, 2017 through November 10, 2017

IV.A.

RECOMMENDED ACTION – Approval of bids and award of a contract for the locker room addition at Greenwood Laboratory School.

The following resolution was moved by _____ and seconded by _____:

BE IT RESOLVED by the Board of Governors for Missouri State University that the low bid of Bales Construction Company, Inc. in the amount of One Million Two Hundred Twenty-eight Thousand Eight Hundred and 00/100ths dollars (\$1,228,800.00) for the base bid plus alternates 3, 4, 5, and 6 for the locker room addition at Greenwood Laboratory School be accepted, approved, and awarded.

BE IT FURTHER RESOLVED that the financial plan be established as follows:

Project Budget	
Consultant Fees	\$96,875.00
Construction Contracts	\$1,228,800.00
Project Administration	\$12,380.00
Construction Contingency	\$56,945.00
Furniture, Fixtures, and Equipment	\$0.00
Telecommunications	\$5,000.00
Relocation Costs	\$0.00
Total Project Budget	\$1,400,000.00
Funding Source	
Greenwood Addition budget	\$1,400,000.00
Total Funding Source	\$1,400,000.00

BE IT FURTHER RESOLVED that this be paid from the Greenwood Addition budget funded by the President’s Program Enhancement budget and private donations.

BE IT FURTHER RESOLVED that the Vice President for Administrative Services or the University Architect and Director of Planning, Design & Construction be authorized to sign the agreement with the selected contractor, incorporated herein by reference, and perform those acts necessary to carry out and perform the terms of the agreement. With approval of the above project budget, authorization is also provided to further sign agreements or amendments to existing agreements directly related to this project as long as the approved project budget is not exceeded.

VOTE: AYE _____

NAY _____

COMMENTS:

The bids received on this project are as follows:

Contractor	Bales Construction Company, Inc.	Nesbitt Construction, Inc.	DeWitt & Associates, Inc.	MSI Constructors	Kenmar Construction, Inc.	Oke-Thomas + Associates, Inc.
Base Bid	\$1,238,000.00	\$1,257,000.00	\$1,278,000.00	\$1,293,273.00	\$1,491,650.00	\$1,600,000.00
Alt. 1	\$7,800.00	\$16,000.00	\$7,400.00	\$31,735.00	\$32,775.00	\$38,500.00
Alt. 2	\$5,800.00	\$2,600.00	\$3,000.00	\$2,874.00	\$3,450.00	\$6,700.00
Alt. 3	(\$1,500.00)	(\$1,500.00)	(\$1,800.00)	(\$4,500.00)	\$2,068.00	(\$8,500.00)
Alt. 4	(\$5,500.00)	(\$1,500.00)	(\$1,500.00)	(\$2,450.00)	(\$4,543.00)	\$3,400.00
Alt. 5	(\$1,500.00)	(\$800.00)	\$560.00	\$3,953.00	\$644.00	\$0.00
Alt. 6	(\$700.00)	(\$600.00)	(\$200.00)	\$0.00	(\$224.00)	\$2,400.00
Alt. 7	\$5,500.00	\$14,000.00	\$4,800.00	\$28,395.00	\$29,325.00	\$29,750.00
Total (Base Bid + Alt. 3, 4, 5, & 6)	\$1,228,800.00	\$1,252,600.00	\$1,275,060.00	\$1,290,276.00	\$1,489,595.00	\$1,597,300.00

This is the first phase of an overall master plan that was developed for Greenwood Laboratory School. The project will construct a new compliant locker room that will connect to the existing gymnasium. The schedule for the project calls for the construction to begin at the end of the fall 2017 semester with the project complete and ready for use for the fall 2018 semester.

Alternate 3 will reduce the amount of exhaust ductwork in the shower rooms. Alternate 4 will provide shower valves concealed in the walls in lieu of surface mount units. Alternate 5 will provide floor-mount water closets in lieu of wall-mount water closets. Alternate 6 will provide manual flush valves in lieu of automatic flush valves. It is recommended that these alternates be accepted.

Alternate 1 would have provided formed metal wall panels with concealed fasteners in lieu of standard panels. Alternate 2 would have added wall mirrors and a solid wood shelf along the wall across from the showers in locker rooms. Alternate 7 would have provided an alternate concealed fastener metal panel. None of these alternates are being accepted due to cost.

This project will be paid from the Greenwood Addition budget funded by the President's Program Enhancement (\$850,000.00) budget and private donations (\$550,000.00).

V.

RECOMMENDED ACTION - Resolution authorizing closed meeting

The following resolution was moved by _____ and seconded
by _____:

BE IT RESOLVED by the Board of Governors for the Missouri State University that a closed meeting, with closed records and closed vote, be held during a recess of this Executive meeting of the Board of Governors to consider items pursuant to

- A. R.S.Mo. 610.021(1). “Legal actions, causes of action, or litigation involving a public governmental body...”
- B. R.S.Mo. 610.021(2). “Leasing, purchase or sale of real estate by a public governmental body...”
- C. R.S.Mo. 610.021(3). “Hiring, firing, disciplining or promoting of particular employees by a public governmental body...”
- D. R.S.Mo. 610.021(6). “Scholastic probation, expulsion, or graduation of identifiable individuals...”
- E. R.S.Mo. 610.021(9). “Preparation, including any discussions or work product, on behalf of a public governmental body or its representatives for negotiations with employee groups;”
- F. R.S. Mo. 610.021(11) and (12). “Specifications for competitive bidding...;” and “Sealed bids and related documents...;”
- G. R.S.Mo. 610.021(13). “Individually identifiable personnel records, performance ratings or records pertaining to employees or applicants for employment...;”
- H. R.S.Mo. 610.021(14). “Records which are protected from disclosure by law;” and
- I. R.S.Mo. 610.021(17). “Confidential or privileged communications between a public governmental body and its auditor,...”

VOTE: ___ AYE

___ NAY