

WEST VIRGINIA UNIVERSITY
BOARD OF GOVERNORS

December 13, 2012

The one hundred sixth meeting of the West Virginia University Board of Governors (scheduled as a telephone meeting) was held on December 13, 2012, with the call originating in the West Virginia University Stewart Hall President's Conference Room. Board members in attendance/participating included: David Alvarez, Ellen Cappellanti, Dr. Tom Clark, Dr. Lesley Cottrell, James W. Dailey, II, Thomas Flaherty, Dr. Robert Griffith, Diane Lewis, Raymond Lane, Dixie Martinelli, William Nutting, Andrew A. Payne, III, Zach Redding, J. Robert (J.R.) Rogers, and William Wilmoth. Board members, Raymond Lane and Ed Robinson, were absent and excused.

WVU officers and representatives participating included:

President, James P. Clements;
Provost and Vice President for Academic Affairs, Michele Wheatly;
Health Sciences Chancellor, Dr. Christopher Colenda;
Vice President for Legal Affairs and General Counsel & Assistant BOG
Secretary, William H. Hutchens, III;
Vice President for Administration and Finance, Narvel Weese;
Interim Vice President for Research, Fred King;
Vice President for University Relations, Chris Martin;
Athletic Director, Oliver Luck;
West Virginia University Institute of Technology, Chief Executive Officer,
Carolyn Long;
Assistant Vice President for University Communications, Becky Lofstead; and,
Special Assistant to the Board of Governors, Valerie Lopez.

Members of the Press were also present.

CALL TO ORDER

The meeting was called to order by Board Chairman, Andrew A. Payne, III, at 10:00 a.m. A roll call was taken to determine who was in attendance and a quorum established.

EXECUTIVE SESSION

Chairman Payne requested a motion that the Board go into Executive Session, under authority in West Virginia Code §§ 6-9A-4(b) (10), and (12) to discuss: Legal matters and Approval of Honorary Degree Candidates. The motion was made by Dr. Robert Griffith, seconded by Dixie Martinelli, and passed. Following the conclusion of Executive Session, William Wilmoth moved that the Board reconvene into regular session. This motion was seconded by Ellen Cappellanti, and passed.

DISCUSSIONS EMANATING FROM EXECUTIVE SESSION

Chairman Payne requested a motion to approve the Honorary Degree candidates discussed during today's Executive Session, with a notation that the persons to be honored will be announced at a later date. This motion was made by J. Robert "J.R." Rogers, seconded by William Nutting, and passed. It is noted that BOG Chairman, Andrew A. Payne, III, abstained from the vote on the honorary degree candidates since he was a member of Nominating Committee involved in this process.

APPROVAL OF MINUTES

Diane Lewis moved that the minutes of the November 16, 2012 regular meeting be approved. The motion was seconded by Dr. Charles Vest, and passed.

INFORMATION ITEMS

There were no questions or concerns expressed by any Board members pertaining to the Information Items contained within today's meeting agenda.

CONSENT AGENDA

Chairman Payne called for any discussion of today's Consent Agenda items. There being none, Thomas Flaherty moved that the Board accept the Consent Agenda items as presented in today's agenda booklet. This motion was seconded by Zach Redding, and passed.

Thereupon, the following Consent Agenda items were approved:

1. Refunding Bond Resolution

Resolved: That the West Virginia University Board of Governors approves and authorizes a resolution supplementing and amending the resolution adopted by the WVU Board of Governors on June 7, 2012, authorizing the advance refunding and redemption of all or a portion of the outstanding West Virginia University Board of Governors University Revenue Improvement Bonds (West Virginia University Projects) 2004 Series C through the issuance by the Board of Governors of refunding revenue bonds in an aggregate principal amount of not more than \$150,000,000, the issuance by the Board of Governors of revenue bonds in an aggregate amount of no more than \$12,000,000 for the purpose of financing proposed capital improvement projects, and other actions in connection with such bonds; authorizing the advance refunding and redemption of all or a portion of the outstanding West Virginia Board of Governors University Revenue Refunding Bonds (West Virginia University Projects) 2004 Series B through the issuance by the Board of Governors of taxable refunding revenue bonds in an aggregate principal amount of not more than \$55,000,000; increasing the authorized maximum principal amount of revenue bonds for the purpose of financing proposed capital improvement projects from \$12,000,000 to the maximum principal amount, not to exceed \$30,000,000, the repayment of which can be supported from the savings realized from the advance refunding; including the taxable refunding revenue bonds and the increased principal amount of capital improvement revenue bonds in the authorizations with respect to

documents and other actions set forth in the original resolution and taking other actions in connection with such bonds; and authorizing the adoption and implementation of certain post-issuance compliance procedures relating to the Board of Governor's tax-exempt bonds.

2. Appointment to County Extension Committees

Resolved: That the West Virginia University Board of Governors approves the nominees and alternates for positions on the County Extension Service Committees in West Virginia, as presented.

3. Approval of West Virginia University Ten-Year Campus Master Plan

Resolved: That the West Virginia University Board of Governors approves the West Virginia University Ten-Year Campus Master Plan, as presented.

ADJOURNMENT

Chairman Payne reminded everyone that our next regular meetings would be held in Morgantown on February 21-22, 2013. There being no further business, Chairman Payne requested a motion to adjourn the meeting. This motion was made by Dr. Thomas Clark, seconded by Dr. Robert Griffith, and passed. The meeting was adjourned at 10:30 a.m.

Secretary