

University of Central Missouri
Board of Governors
February 13, 2014
Work Session

The University of Central Missouri (UCM) Board of Governors convened in Work Session on Thursday, February 13, 2014, at 2:00 p.m. in UN 237A on UCM's main campus in Warrensburg, Missouri. Presiding over the meeting was Board President Marvin E. Wright. Also in attendance were Governors Gus Wetzel II, John Collier, Mary Dandurand, Weldon Brady, and Kyle Shell. Governor Walter Hicklin participated via conference call, and Governor Mary Long who was unable to attend was excused. Others present included University President Charles Ambrose; General Counsel Henry Setser; Assistant Secretary to the Board Monica Huffman; administrators Deborah Curtis, Jason Drummond, Mike Grelle, and Stan Elliott; and Jim Eisenhart and Jeff Binder of ClearPath Senior Holdings and the firm's general counsel Stuart Vogelsmeier of Lashly & Baer, P.C.; and Jim Schraeder of Gould Evans Architects.

Call to Order – Agenda Item No. 1

Mr. Wright called the meeting to order and determined that a quorum was present to conduct business.

Presentation of Potential Project at Pertle Springs – Agenda Item No. 2

President Ambrose said that over the years there have been ongoing conversations throughout the community about the desire and potential need for an active senior living community in Warrensburg. A number of different viable options have been discussed, including more recently, a development at UCM's Pertle Springs. Dr. Ambrose introduced representatives of ClearPath Senior Holdings, Jim Eisenhart and Jeff Binder, and the firm's outside general counsel Stuart Vogelsmeier of Lashly & Baer, P.C. Messrs. Eisenhart and Binder presented a proposal for a senior independent living and assisted care housing facility at Pertle Springs (Attachment 1).

Mr. Binder stated there is a high demand for such services in the State of Missouri; however, because of Missouri's strict regulations, there are a limited number of such developments available. The challenge for the firm in order to go into a particular market, such as Warrensburg, is obtaining a Certificate of Need. The firm has established a need in Warrensburg under the current criteria; however, noted that the Health Facilities Review Board who issues the Certificate, will soon implement a new set of criteria that could make it difficult, if not impossible, to establish need in the area.

Discussion followed related to the establishment of rental rates, the value proposition of assisted living and independent living, and the footprint of such a facility at Pertle Springs or elsewhere in Warrensburg (all outlined in Attachment 1). ClearPath representatives reviewed the Certificate of Need timeline that would require a Letter of Intent be submitted by March 26. In closing Mr. Binder provided ClearPath's website address --

<http://www.clearpathsenior.com/> so that Board members could learn more about the company.

Update on The Crossings Project (formerly referred to as “Mixed Use”) – Agenda Item No. 3

Mr. Schraeder reported that the Crossings Project is on schedule and on budget. The renovation of the former South East Elementary School is near completion and the move will begin next week for the General Services Building (GSB) to South East. He anticipates that the opening of the weight room and locker room will follow within the next two to three weeks. Mr. Schraeder said that a new grounds maintenance storage shed will also be constructed within the next couple of weeks. With regard to the current GSB, abatement is on schedule and demolition of the GSB will initiate on Friday, March 28. Mr. Schraeder explained the demolition process and what could be expected.

President Ambrose expressed appreciation to University Relations Staff for the creative quality work they have done in relation to promoting and creating awareness of the Crossings Project in the community. He also commended McCownGordon for its quality work with the Stadium improvements. President Ambrose said that Sodexo is working to finalize the retail agreements, noting that the agreement with *Starbucks* is complete and that design elements for this retailer is in place. Work is progressing for a public announcement about UCM’s partnership with *Spin Pizza*, and UCM will become part of the retailer’s corporate training center for franchise and expansion development.

President Ambrose said he recently participated in a twitter chat where he referenced the mixed-use facility by its new working title of “The Crossings,” and received several positive comments. He presented a Power Point that reflected how the new facility would be a gathering place for students where they can engage in both curricular and co-curricular activities, and how the name ties to our *Learning to a Greater Degree Contract* (Attachment 2). Mr. Krause stated that “The Crossings” builds off of a traffic flow study that was conducted. President Ambrose said the working title reflects the interchange between downtown Warrensburg and UCM, and asked for the Board’s consideration in naming the facility “The Crossings – South at Holden.” He added that a list of different names was considered, but that The Crossings seemed to be most fitting. After some discussion, it was determined that the list of the names considered would be shared with the Board and that this matter would be brought back to the Board at its March meeting for consideration.

Note: The Board took a short recess from 3:10-3:30 p.m.

Continuing with this agenda item, Dr. Drummond provided an update on fundraising efforts for stadium improvements and a wrestling facility, both of which he expressed disappointment. He noted that 200 lockers were made available to donors. Although sponsorship of the lockers has not been what Dr. Drummond anticipated, he is optimistic that growth potential exists and that there will be greater interest as the athletic program grows. With regard to the wrestling program, Dr. Drummond said that negotiations are

still ongoing with the individuals who committed to giving if the University met certain criteria and conditions, all of which have been met. Board members said that if the interest of these individuals has diminished then the Foundation needs to begin looking for other resources to fund the facility, and encouraged Dr. Drummond to have this conversation with the potential donors.

Missouri Innovation Campus – Agenda Item No. 4

President Ambrose provided an update on the Missouri Innovation Campus (MIC) noting several moving pieces that include expanding opportunities to have multiple feeders. President Ambrose called on MIC Director Stan Elliott to provide an enrollment update. Mr. Elliott reported that currently 34 students are enrolled in The Missouri Innovation Campus. Enrollment is currently underway for all three cohorts and will end on February 28. Preliminarily, Mr. Elliott believes the number of students in the program could double this year.

Facility planning for the MIC is continuing. President Ambrose asked Mr. Setser to provide an update on this initiative. Mr. Setser recounted the RFP Process that resulted in the selection of Townsend Capital. An examination is under way and will continue over the next 60 days to determine where the building should be located, as well as what the space needs and operating costs are. Mr. Setser anticipates information will be available to the Board by its April meeting to help in making a decision to move forward. Mr. Setser reviewed UCM's and the R-7 School District's current leases and said negotiations are in progress to increase UCM's lease term and to decrease the R-7's to coincide with the construction of a new facility that would house both. President Ambrose recommended a joint meeting of the UCM and R-7 governing boards to discuss where we are going in the future.

Higher Learning Commission Update – Agenda Item No. 5

Dr. Mike Grelle reported that the Higher Learning Commission (HLC) will be on campus March 10-12. He shared with the Board a web page on UCM's website dedicated to the HLC visit, noting there are many documents posted to the site including UCM's Self-Study. Dr. Grelle reviewed sections of the Self-Study specific to the Board and recommended that the Board be familiar with these. He discussed some of the questions the Board might be asked. President Ambrose added that Board members should be able to discuss their fundamental fiduciary responsibilities, the *Learning to a Greater Degree Contract*, Strategic Governance for Student Success Model, and UCM's expectation that MIC students be held to the same standards as UCM's full-time students. Dr. Grelle also suggested familiarity with materials in the Virtual Resource Room including federal compliance and consumer information. The Board asked for bios on the HLC team members. In closing, Dr. Curtis recognized the hard work that has gone into preparing for the HLC visit by Mike Grelle, Brian Long, Joyce Downing, Donna Mayeux and many other faculty and staff.

Request for Closed Session – Agenda Item No. 6

Mr. Collier moved that pursuant to the Missouri Revised Statutes, Section 610.021, that the UCM Board of Governors meet in closed meeting, with closed record and closed vote, for the purpose of considering real estate matters, legal actions, and personnel matters. The motion was seconded by Ms. Dandurand and carried with the following roll call vote:

<i>Weldon Brady</i>	<i>aye</i>	<i>Mary Dandurand</i>	<i>aye</i>
<i>John Collier</i>	<i>aye</i>	<i>Gus Wetzel II</i>	<i>aye</i>
<i>Walter Hicklin</i>	<i>aye</i>	<i>Marvin E. Wright</i>	<i>aye</i>

The meeting concluded at 4:10 p.m.

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Attachments Listing**

<u>Attachment No.</u>	<u>Attachment Description</u>
1	ClearPath Senior Holdings Presentation
2	PPT – The Crossings – South at Holden