



BAYLOR
UNIVERSITY

**MINUTES
BAYLOR UNIVERSITY
BOARD OF REGENTS
July 20, 2018**

Regents present: Joel Allison, Chair, Daniel Chapman, Vice Chair, Jerry Clements, Vice Chair, Mark Hurd, (Vice Chair), Jay Allison, Jennifer Elrod, Shelly Giglio, Cary Gray, Larry Heard, Milton Hixson, Dan Hord, Neal Jeffrey, Mark Lovvorn, Jill Manning, Mark McCollum, Melissa Mines, Alicia Monroe, Randy Pullin, Jeff Reeter, William Robbins, Jr., Clifton Robinson, Mark Rountree, Kim Stevens, Julie Turner, Dennis Wiles, Ron Wilson, William Brett Beene, William Cassara, Andrea Dixon, Dusty Sanderson, Gaynor Yancey

Regents absent: None.

Staff present: President Linda Livingstone; Kristy Orr, Board Professional; Christopher Holmes, Corporate Secretary and General Counsel; and other staff

Mr. Allison, Chair of the Board of Regents for Baylor University, called the meeting to order at 8:00 a.m. on Friday, July 20 2018. Mr. Holmes certified that a quorum was present. Cade Kyle, a student of Church Music Studies, opened the meeting with a prayer.

CONSENT AGENDA ITEMS

Chair Allison asked for approval of the May 11, 2018, Regular Meeting minutes. They were approved. Chair Allison called for the adoption of the corporation's Signature Authorization Resolution (attached hereto as Exhibit A). The Resolution was approved.

PRESIDENT'S REPORT

President Livingstone presented her goals for the 2018-2019 year.

Dr. Gary Carini, Vice Provost for Graduate Professional Education and Professor of Management, provided an update on the Strategic Plan.

Mr. Dave Rosselli, Vice President for University Advancement, provided an update on the fundraising campaign.

Mr. Brett Dalton, Chief Business Officer, provided an update on the Enterprise Risk Planning project.

Mr. Jason Cook, Vice President for Marketing and Communications and Chief Marketing Officer, provided an update on Baylor branding and the Conversation Series held in several states with the president and Chairman Allison.

Mr. Mack Rhoades, Vice President and Director of Intercollegiate Athletics provided a presentation on Athletics Brand Identity Development.

President Livingstone provided a summary of the Board retreat held the day before.

ITEMS FOR BOARD DISCUSSION AND FORMAL ACTION

Mr. Heard, on behalf of the Finance and Facilities Committee, moved for the adoption of the following resolution, which passed:

RESOLVED that upon the recommendation of the Finance and Facilities Committee, the Board of Regents of Baylor University hereby approves the 2017-2018 discretionary financial transfers to/(from) Board Designated Endowment, as presented to the Board and found in Exhibit B, attached.

Mr. Heard, on behalf of the Finance and Facilities Committee, moved for the adoption of the following resolution, which passed:

RESOLVED that upon the recommendation of the Finance and Facilities Committee, the Board of Regents of Baylor University hereby approves the tuition and fees rates for fiscal year 2019-2020, as presented to the Board and found in Exhibit C, attached.

Mr. Heard, on behalf of the Finance and Facilities Committee, moved for the adoption of the following resolution, which passed:

RESOLVED that upon the recommendation of the Finance and Facilities Committee, the Board of Regents of Baylor University hereby approves \$1.2 million for renovations within the Umphrey Law Center and Wallace Family Courtyard, as presented to the Board and found in Exhibit D, attached.

EXECUTIVE SESSION

The Board went into Executive Session at 10:00 a.m. All guests left the room and the Board went into Executive Session to discuss compensation of highly compensated personnel.

President Livingstone and Ms. Orr joined the Board.

Mr. Holmes joined the Board. The Board reviewed the Board Policy on Alcohol and Other Drugs upon recommendation by the administration. After discussion, Regent Jennifer Elrod moved for adoption of the following motion, which passed:

RESOLVED that the Board of Regents of Baylor University delegates the alcohol policy to the administration for review and updates as necessary, and for the Board to require annual review by the Audit Committee of any exceptions under the administration's policy.

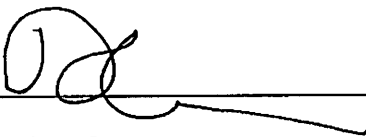
Mr. Holmes spoke to the Board about fiduciary duties and obligations as Board members.

Mr. Holmes and Mr. David Iler, Deputy General Counsel, provided an update on litigation and related ongoing investigations.

Mr. Jason Cook and Mr. Mack Rhoades joined the discussion related to the NCAA and Big 12 investigations.

The meeting adjourned at 12:41 p.m.

Note: A retreat of the Board was held on July 19, 2018. Please refer to the retreat agenda and audio recording for more information on topics discussed.

A handwritten signature in black ink, appearing to be 'K. Orr', is written above a horizontal line. The signature is cursive and loops back under the line.

Ms. Kristy Orr
Recorder