



**AGENDA
SPECIAL CALLED TELEPHONE MEETING
of
THE UNIVERSITY OF TEXAS SYSTEM
BOARD OF REGENTS**

May 20, 2014
Austin, Texas

Page

CONVENE THE BOARD IN OPEN SESSION TO RECESS TO EXECUTIVE SESSION PURSUANT TO *TEXAS GOVERNMENT CODE*, CHAPTER 551

11:00 a.m.

1. Consultation with Attorney Regarding Legal Matters or Pending and/or Contemplated Litigation or Settlement Offers – Section 551.071

U. T. System Board of Regents: Discussion with Counsel on pending legal issues

2. Personnel Matters Relating to Appointment, Employment, Evaluation, Assignment, Duties, Discipline, or Dismissal of Officers or Employees – Section 551.074

a. U. T. Rio Grande Valley: Discussion and appropriate action on individual personnel matter related to consideration of the appointment of Dr. Guy Bailey as President

b. U. T. System: Discussion and appropriate action regarding individual personnel matters relating to appointment, employment, evaluation, compensation, assignment, and duties of presidents (academic and health institutions), U. T. System Administration officers (Executive Vice Chancellors and Vice Chancellors), other officers reporting directly to the Board (Chancellor, General Counsel to the Board, and Chief Audit Executive), and U. T. System and institutional employees

3. Negotiated Contracts for Prospective Gifts or Donations – Section 551.073

U. T. Rio Grande Valley: Discussion and appropriate action regarding proposed negotiated gifts with potential naming features

RECONVENE IN OPEN SESSION TO CONSIDER ACTION, IF ANY, ON EXECUTIVE SESSION ITEMS AND TO CONSIDER AGENDA ITEMS

11:15 a.m.

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| 1. | U. T. System Board of Regents: Proposed appointment to the Board of Directors of The University of Texas Investment Management Company (UTIMCO) | Action | 3 |
| 2. | U. T. System Board of Regents: Proposed appointments of Regental Representatives to U. T. Austin Intercollegiate Athletics Council for Men and Intercollegiate Athletics Council for Women effective September 1, 2014 | Action | 4 |
| 3. | U. T. System: Discussion and appropriate action regarding tuition and fee proposals for in-state tuition and fee plans for each U. T. System academic institution | Action | 5 |

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| 4. | U. T. System Board of Regents: Discussion and appropriate action regarding proposed amendment of Regents' <i>Rules and Regulations</i> concerning best practices for Board governance, operation, and engagement potentially including, but not limited to, a) Rule 10101 (Board Authority and Duties), b) Rule 10102 (Chairman and Vice Chairmen), c) Rule 10401 (Meetings of the Board and Standing Committees), d) Rule 10403 (Procedure), and e) Rule 10801 (Policy on Transparency, Accountability, and Access to Information) | Action | 6 |
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ADJOURN

*12:00 p.m.
approximately*

1. **U. T. System Board of Regents: Proposed appointment to the Board of Directors of The University of Texas Investment Management Company (UTIMCO)**

RECOMMENDATION

Chairman Paul Foster and The University of Texas Investment Management Company (UTIMCO) Chairman Morris Foster recommend the appointment of Mr. H. Lee S. Hobson to the UTIMCO Board of Directors for a term to expire on April 1, 2017.

BACKGROUND INFORMATION

Texas Education Code Section 66.08 and Regents' *Rules and Regulations*, Rule 10402, Section 4 require that the U. T. System Board of Regents appoint five members to the UTIMCO Board of Directors of whom three must be members of the Board of Regents and the other two must have a substantial background and expertise in investments. The U. T. System Chancellor serves as a member of the UTIMCO Board, and two additional members are appointed by The Texas A&M University System Board of Regents. The approved UTIMCO bylaws allow external directors to serve a maximum of three terms of three years each.

Mr. Hobson is recommended to replace Mr. Charles W. Tate, who was appointed to the UTIMCO Board of Directors on September 28, 2004, and was reappointed on March 26, 2008, and on March 18, 2011. His third term as an external director expired on April 1, 2014.

Mr. Hobson is the founder and managing partner of Highside Capital Management, a private investment firm based in Dallas, Texas. Prior to founding Highside in 2003, Mr. Hobson was a partner at Maverick Capital from 1994 to 2003, where he focused on investments in the consumer sector and in Latin America. Prior to his time with Maverick, he worked with PepsiCo Foods International in finance and new business development, with Goldman Sachs as a corporate finance analyst, and with Societe Generale as an analyst in the capital markets group. He is a graduate of Princeton University (cum laude) and received an MBA from Harvard Business School.

2. U. T. System Board of Regents: Approval of proposed appointments of Regental Representatives to U. T. Austin Intercollegiate Athletics Council for Men and Intercollegiate Athletics Council for Women effective September 1, 2014

RECOMMENDATION

Chairman Foster recommends appointment of Mr. Charles Matthews to the position of Regental representative to the U. T. Austin Intercollegiate Athletics Council for Men and appointment of Mrs. Fallon Vaughn to the position of Regental representative to the Intercollegiate Athletics Council for Women, each for a four-year term beginning September 1, 2014.

BACKGROUND INFORMATION

Each U. T. Austin Intercollegiate Athletics Council is a nine member advisory group composed of students, two Regental appointees, and five members of the University General Faculty. There is one student and one ex-student on the Men's Council and two students (one nonvoting) and one ex-student on the Women's Council. The Regental appointments are for four-year, staggered terms.

The terms of Mr. John W. Barnhill on the Intercollegiate Athletics Council for Men and The Honorable Pamela P. Willeford on the Intercollegiate Athletics Council for Women will expire on August 31, 2014. Regental representatives currently serving are David J. Beck (Men's Council) and Cyndi Taylor Krier (Women's Council).

Mr. Charles Matthews is the Retired Vice President and General Counsel of ExxonMobil. He earned a J.D. degree from the University of Houston and B.A. in Government from U. T. Austin. He and his wife have funded two endowed scholarships and one endowed fellowship at U. T. Austin. Mr. Matthews has served in numerous civic leadership roles, including the boards of the UT Foundation, the U. T. Southwestern Medical Center, and the University of Houston Law Foundation.

Mrs. Fallon Vaughn was a member of the USA Skeleton National Team from 1999-2002, qualified for the USGA Women's Mid-Amateur and Senior Golf Championships, has served as Director of the U.S. Lacrosse Foundation, and supports a multitude of philanthropic organizations, including Think Human First, which seeks to build schools around the world. She is an accomplished tennis player, and in her honor her husband established the Fallon B. Vaughn Tennis Scholarship at U. T. Austin. Mrs. Vaughn received a B.S. degree in Business Administration from Arizona State University in 1981 and a Masters of International Management from the American Graduate School of International Management in 1984.

3. **U. T. System: Discussion and appropriate action regarding tuition and fee proposals for in-state tuition and fee plans for each U. T. System academic institution**

RECOMMENDATION

The U. T. System Board of Regents will be asked to take appropriate action regarding the proposed in-state tuition and fee plans for each U. T. System academic institution. As required by law, the institutions will also propose an additional guaranteed tuition and fee plan to be offered beginning Fall 2014.

4. **U. T. System Board of Regents: Discussion and appropriate action regarding proposed amendment of Regents' *Rules and Regulations* concerning best practices for Board governance, operation, and engagement potentially including, but not limited to, a) Rule 10101 (Board Authority and Duties), b) Rule 10102 (Chairman and Vice Chairmen), c) Rule 10401 (Meetings of the Board and Standing Committees), d) Rule 10403 (Procedure), and e) Rule 10801 (Policy on Transparency, Accountability, and Access to Information)**

RECOMMENDATION

Chairman Foster may recommend that the Board consider proposed amendments to the Regents' *Rules and Regulations*, to be distributed to the Board in advance of the meeting.