

MINUTES OF RECONVENED MEETING OF THE
BOARD OF TRUSTEES
OF
AUBURN UNIVERSITY

JUNE 10, 2016

AGENDA
AUBURN UNIVERSITY BOARD OF TRUSTEES
JUNE 10, 2016

1. Approval of the April 8, 2016 Meeting Minutes

2. Awarding of Degrees

3. President's Report

4. Action Items and Committee Reports

A. Academic Affairs/Chairperson Newton

1. Proposed Bachelor of Science Degree in Agricultural Science

2. Proposed Bachelor of Science Degree in Geospatial and Environmental Informatics

3. Proposed Changes to Faculty Personnel Policies

4. Proposed Department of Communication Disorders, Auburn University at Montgomery

5. Proposed Undergraduate Certificate in Substance Abuse Prevention Studies

6. Proposed Graduate Certificate in Nursing Education

B. Audit and Compliance Committee

1. Receipt of Code of Ethics Compliance Documents (Bob Dumas)

2. Approval of Independent Auditors for Fiscal Year Ended September 30, 2016

C. Finance Committee/Chairperson Harbert

1. Proposal to Establish a Professional Fee for the Interior Design Program in the College of Human Sciences

2. Proposal to Increase Professional Fees for the College of Veterinary Medicine

3. Non-Endowment Cash Pool Investment Policy and Guidelines

4. Proposed Revisions to Auburn University Debt Policy

D. Property and Facilities Committee/Chairperson Roberts

1. Gavin Engineering Research Laboratory Renovation, Final Project Approval

2. Broun Hall Renovation, Final Project Approval
3. Leach Science Center Addition, Final Project Approval
4. Performing Arts Center, Selection of Construction Manager
5. Haley Center Quad Renovation, Approval of Project Initiation and Authorization to Commence the Project Architect Selection Process
6. Recreation & Wellness Center Basement Buildout, Approval of Project Initiation and Authorization to Commence the Project Architect Selection Process
7. Poultry Infectious Disease Biocontainment Research Facility & Fish Biodiversity Laboratory Relocation, Approval of Project Initiation and Selection of the Project Architect
8. Auburn University Hotel & Dixon Conference Center Ballroom Renovation, Approval of Project Initiation and Selection of the Project Architect
9. Timber Harvest and Sales at the Solon Dixon Forestry Education Center
10. Kappa Sigma Fraternity Lease Extension

E. Executive Committee/Chairperson DeMaioribus

1. Posthumous Awarding of the Bachelor of Science Degree to John Eric Jaegge
 2. Proposed Policy Statement
 3. Election of Officers
 4. Presidential Assessment
 5. Proposed Awards and Namings
5. Recess Meeting

MINUTES OF A RECONVENED MEETING OF THE
AUBURN UNIVERSITY BOARD OF TRUSTEES
FRIDAY, JUNE 10, 2016
BALLROOM B, AU HOTEL
AUBURN UNIVERSITY

The Board of Trustees of Auburn University reconvened for a meeting on Friday, June 10, 2016, in Ballroom B of the Auburn University Hotel. President Pro Tempore Charles McCrary convened the meeting at 10:05 a.m. Upon roll call by Board Secretary Grant Davis, the following named members of the Board of Trustees were deemed to be in attendance:

Mike DeMaioribus, Bob Dumas, Raymond Harbert, Elizabeth Huntley, Charles McCrary, Gaines Lanier, Sarah B. Newton, Jim Pratt, Jimmy Rane, Clark Sahlie, Jimmy Sanford, and Wayne Smith

The following named Trustees were absent:

Governor Robert Bentley and B.T. Roberts

The individuals listed above represent all persons recognized as members of the Board of Trustees of Auburn University at the time of the meeting. Also sitting with the Board were Patricia Duffy, Faculty Advisor (AU); Pamela Long, Faculty Advisor (AUM); AUM SGA President Ethan Gregory; and AU SGA President Jesse Westerhouse. Other persons in attendance at the meeting included the following:

Jay Gogue, President; Timothy Boosinger, Provost; Don Large, Executive Vice President; John Veres, Chancellor of AUM; Joe King, Provost of AUM; Lee Armstrong, General Counsel; Bobby Woodard, Vice President and Associate Provost for Student Affairs; Jane Parker, Vice President for Development; Gretchen VanValkenburg, Vice President for Alumni Affairs; Jon Waggoner, University Counsel; Brian Keeter, Director of Public Affairs; Sherri Fulford, Executive Director of Governmental Affairs; Dan King, Associate Vice President for Facilities; Royrickers Cook, Assistant Vice President for Outreach; Larry Fillmer, Executive Director of External Engagement and Support; Mike Clardy, Interim Executive Director of Communications and Marketing; Thom Gossom, President, Auburn University Foundation; Jack Fite, President, Auburn Alumni Association; Pia Knigge, President, AUM Faculty Senate; Vic Walker, Chair, AU Administrative and Professional Assembly; Larry Teeter, Chair, AU University Senate; Kendra Morris, AUM Staff Council President; and AU and AUM Faculty Representatives on Committees: Dennis DeVries, Elizabeth Woodworth, Beverly Marshall, Richard Turpen, Duane Brandon, Rebecca O'Neal Dagg and James Witte. Also in attendance was the newly selected AUM Chancellor, Carl Stockton.

Mr. McCrary asked Mr. Armstrong if there were matters to be discussed in Executive Session. Mr. Armstrong indicated that there were pending or potential litigation matters to discuss. A motion was received from Mr. Harbert to move into Executive Session, seconded by Mr. Lanier, and the Board of Trustees unanimously approved. Mr. McCrary announced that the meeting would reconvene within thirty minutes.

Mr. McCrary reconvened the meeting at 11:07 a.m. and asked for a motion to adopt the minutes from the April 8, 2016 meeting. A motion was received from Mr. Rane, seconded by Mr. Smith, and the following minutes were unanimously approved.

RESOLUTION

APPROVAL OF MINUTES

WHEREAS, copies of the minutes of the Reconvened Meeting on Friday, April 8, 2016 have been distributed to all members of this Board of Trustees for review.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees that the minutes of its Friday, April 8, 2016, meeting are hereby approved as distributed.

Mr. McCrary then asked for a motion to approve the Awarding of Degrees. A motion to approve was received from Mr. Rane, seconded by Mr. Sahlie, and the awarding of degrees was unanimously approved by the Board as follows:

RESOLUTION

AWARDING OF DEGREES

WHEREAS, Auburn University confers appropriate degrees upon those individuals who have completed requirements previously approved by this Board of Trustees and stated in University Catalogs.

NOW, THEREFORE, BE IT RESOLVED as follows:

1. That all degrees to be awarded by the faculty of Auburn University at the end of Summer Semester 2016, complying with the requirements heretofore established by the Board of Trustees, be and the same are hereby approved.
2. That a list of the degrees awarded be filed in the Book of Exhibits and made a part of this resolution and of these minutes.

Mr. McCrary then called upon Dr. Gogue for the President's Report. Dr. Gogue reported on items from the Auburn University campus and then called upon Chancellor Veres for a report from the AUM campus. Dr. Boosinger concluded with the Academic Report that was received from the College of Sciences and Mathematics.

Mr. McCrary then moved to Committee Reports as follows:

Academic Affairs Committee -- Chairperson Newton. Trustee Newton reported that earlier the Academic Affairs, AUM and Finance Committees had reviewed items and moved for adoption of a consent agenda. A second was received from Mr. Harbert, and the Board unanimously approved the following resolutions:

RESOLUTION

PROPOSED BACHELOR OF SCIENCE DEGREE IN AGRICULTURAL SCIENCE

WHEREAS, the College of Agriculture is committed to offering innovative academic and outreach programs designed to support students and enhance the quality of life for Alabama's citizens; and

WHEREAS, the College proposes to add a new degree program, the Bachelor of Science in Agricultural Science, that would provide diversified agricultural education for those seeking generalist positions with agricultural companies, producer groups, or extension agencies; and

WHEREAS, Auburn University would be the first institution in Alabama to offer such a degree program in this marketable field; and

WHEREAS, the proposed degree program will utilize existing faculty, and would not require any additional resources or space; and

WHEREAS, the request to create this degree has been endorsed by the Dean of the College of Agriculture, the University Curriculum Committee, the Provost, and the President.

NOW, THEREFORE, BE IT RESOLVED by the Auburn University Board of Trustees that the proposed Bachelor of Science in Agricultural Science be approved and submitted to the Alabama Commission on Higher Education for review and approval.

RESOLUTION

PROPOSED BACHELOR OF SCIENCE DEGREE IN GEOSPATIAL AND ENVIRONMENTAL INFORMATICS

WHEREAS, the School of Forestry and Wildlife Sciences currently offers academic programs that support the sustainable management of forest, wildlife, and natural resources; and

WHEREAS, the School proposes to add a new degree program, the Bachelor of Science in Geospatial and Environmental Informatics, that would provide interdisciplinary knowledge and skills for those seeking professional positions in natural resource and environmental management; and

WHEREAS, Auburn University would be the first institution in Alabama to offer such a degree program; and

WHEREAS, the proposed degree program will utilize existing faculty, and would not require any additional resources or space; and

WHEREAS, the request to create this degree has been endorsed by the Dean of the School of Forestry and Wildlife Sciences, the University Curriculum Committee, the Provost, and the President.

NOW, THEREFORE, BE IT RESOLVED by the Auburn University Board of Trustees that the proposed Bachelor of Science in Geospatial and Environmental Informatics be approved and submitted to the Alabama Commission on Higher Education for review and approval.

RESOLUTION

PROPOSED CHANGES TO FACULTY PERSONNEL POLICIES

WHEREAS, the faculty personnel policies included in the *Faculty Handbook* reflect Auburn University policies and information; and

WHEREAS, the proposed changes to the faculty personnel policies have been recommended by the University Senate and have received the approval of the Provost and the President; and

WHEREAS, the Board defines policies related to appointment, promotion, tenure and dismissal of faculty, and development and approval of procedures to implement those policies is the responsibility of the President or those duly authorized by the President.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that Jay Gogue, President, or such other person as may be acting as President, be and the same is hereby authorized to revise the contents of the faculty personnel policies as shown on Attachment A and is delegated the authority to approve procedures for the administration of these policies.

(See Attachment A at the back of these minutes)

RESOLUTION

PROPOSED DEPARTMENT OF COMMUNICATION DISORDERS AUBURN UNIVERSITY AT MONTGOMERY

WHEREAS, AUM in 2014 underwent an academic reorganization approved by the Board of Trustees and ACHE; and

WHEREAS, this reorganization entailed the establishment of a College of Nursing and Health Sciences consisting of a School of Nursing, Department of Medical and Clinical Sciences, Student Health Services and Speech and Hearing Clinic; and

WHEREAS, as part of this plan, a Speech Pathology and Audiology option under the B.A. in Communication in the Department of Communication and Theatre in the College of Arts and Sciences was elevated to a B.S. in Communication Disorders; and

WHEREAS, AUM now proposes to place this degree program in a new Department of Communication Disorders in the College of Nursing and Health Sciences; and

WHEREAS, this configuration will group health-related units in a common college to make them easier to locate by potential students, to foster collaborations between these units, and to provide a platform for creation of additional programs; and

WHEREAS, this proposal has been endorsed by the Dean of Arts and Sciences, Dean of Nursing and Health Sciences, Director of Speech and Hearing Clinic, Director of Student Health Services, the Provost and the Chancellor; and

WHEREAS, there are no additional costs associated with the proposed organization.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Trustees of Auburn University that the proposed new Department of Communication Disorders be approved and submitted to The Alabama Commission on Higher Education as an information item.

RESOLUTION

PROPOSED UNDERGRADUATE CERTIFICATE PROGRAM IN SUBSTANCE ABUSE PREVENTION STUDIES AT AUBURN UNIVERSITY AT MONTGOMERY

WHEREAS, the Department of Sociology, Anthropology and Geography at Auburn University at Montgomery wishes to provide an undergraduate certificate in Substance Abuse Prevention Studies; and

WHEREAS, the proposed certificate program will target students pursuing bachelor's degrees in Sociology, Social Work, and Psychology as well as current and aspiring paraprofessionals in the community, supporting their education and providing them with internship opportunities; and

WHEREAS, the proposed certificate program will help to expand Alabama's substance abuse prevention workforce by training students who are ready to compete and thrive in that field; and

WHEREAS, the addition of this certificate program will expand AUM's undergraduate program offerings to be more comprehensive, competitive, visible, and attractive to students and community members interested in making themselves more marketable; and

WHEREAS, the proposed certificate program will strengthen current partnerships between AUM and the Alabama Department of Mental Health, the Alabama Department of Public Health, and the Montgomery community; and

WHEREAS, the proposed certificate program will not require the addition of new faculty members or course offerings; and

WHEREAS, the proposal to create this undergraduate certificate program has been endorsed by the Sociology faculty; the Head of the Department of Sociology, Anthropology and Geography; the Dean of the College of Public Policy and Justice; the Provost; and the Chancellor.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that the proposed undergraduate certificate program in Substance Abuse Prevention Studies from the AUM College of Public Policy and Justice be approved and submitted to the Alabama Commission on Higher Education.

RESOLUTION

PROPOSED GRADUATE CERTIFICATE IN NURSING EDUCATION

WHEREAS, the College of Nursing and Health Sciences, School of Nursing seeks to provide professional nurses interested in combining their clinical expertise with a passion for teaching with the option for a Graduate Certificate in Nursing Education; and

WHEREAS, such nurses desire to further develop skills as a nurse educator; and

WHEREAS, the Graduate Certificate in Nursing Education will provide opportunity for currently licensed registered nurses to further develop skills in nursing education theory, teaching and learning strategies, distance learning, assessment, evaluation, and curriculum and program development; and

WHEREAS, instruction in nursing education is necessary to facilitate the professional nurse into the role of educator; and

WHEREAS, the request to create the Graduate Certificate in Nursing Education has been endorsed by AUM Graduate Council, AUM School of Nursing, Dean of the College of Nursing and Health Sciences, the Provost, the Chancellor, and Auburn University's President.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that the proposed Graduate Certificate in Nursing Education be approved and submitted as an information item to the Alabama Commission on Higher Education.

Audit Committee -- Chairperson Dumas. Trustee Dumas reported that two items were discussed by the Audit Committee. The first was Receipt of Code of Ethics Compliance Documents from the Auburn University Board Members. He indicated that the Audit Committee, General Counsel Armstrong and Secretary Davis had reviewed the Trustees Code of Ethics Forms, which set forth relationships Board Members have to each other and to the university. In compliance with the requirement of the SACS Commission on Colleges, these reviewers deemed that the presiding officer of the Board is free of any contractual, employment, or personal or familial financial interest in Auburn University and that a majority of other voting members of the Board are likewise free of such interests. This item is for reporting purposes only and is not an action item. (See the Receipt of the Code of Ethics Compliance Documents attached at the back of these minutes.)

Mr. Dumas then reported on the next item, which was a request for approval of Independent Auditors for fiscal year ended September 30, 2016 and moved for approval. A second was received from Ms. Huntley, seconded by Mr. Smith, and the following resolution was approved Board:

RESOLUTION

APPROVAL OF INDEPENDENT AUDITORS FOR FISCAL YEAR ENDED SEPTEMBER 30, 2016

WHEREAS, The Audit Committee of the Board of Trustees is charged with recommending the appointment of the University's external auditor; and

WHEREAS, The Audit Committee recommends the appointment of PricewaterhouseCoopers to audit the University's financial statements and to conduct the Federally required A-133 audit.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University PricewaterhouseCoopers is appointed as the university's external auditor.

Finance Committee - - Chairperson Harbert. Mr. Harbert indicated that the Finance, Academic Affairs and AUM Committee has met early and discussed several items and moved for approval of a Consent Agenda. A second was received Mr. Rane, and the following resolutions were unanimously approved:

RESOLUTION

PROPOSAL TO ESTABLISH A PROFESSIONAL FEE FOR THE INTERIOR DESIGN PROGRAM IN THE COLLEGE OF HUMAN SCIENCES

WHEREAS, the College of Human Sciences is committed to providing the highest quality instruction to its students; and

WHEREAS, the Department of Consumer and Design Sciences maintains a nationally ranked program leading to the Bachelor of Science in Interior Design and has a strong record of placing its graduates in design-related professions; and

WHEREAS, requirements to offer the Interior Design program include low faculty-student ratios, advanced technology, specialized equipment, and adequate design studio space; and

WHEREAS, the program continues to experience increased student demand, resulting in the need for additional course sections, faculty, software technology, and studio space; and

WHEREAS, establishing a professional fee for students enrolled in the Interior Design Program would enable the department to continue offering smaller classes and focused capstone opportunities; and

WHEREAS, the proposed fee amounts align with similar program fees at peer institutions; and

WHEREAS, the College has effectively communicated the proposed fee to its primary stakeholders, including current students, faculty, staff, and alumni; and

WHEREAS, the accrediting bodies and peer review team for Interior Design program have recommended the department increase its resources to accommodate current and future students; and

WHEREAS, the request to establish a professional fee for the Interior Design Program in the Department of Consumer and Design Sciences has been endorsed by the Dean of the College of Human Sciences, the Dean's Advisory Board, the Provost, and the President.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that Jay Gogue, President, or such other person as may be acting as President, be and the same is hereby

authorized and empowered to implement the establishment of a Professional Fee for students enrolled in the Interior Design Program in the College of Human Sciences according to the following schedule:

1. Effective Fall 2017 for academic year 2017-18 only, the fee will be \$1,000 per semester for students enrolled in the program;
2. Effective Fall 2018 for academic year 2018-19 and thereafter, the fee will be \$2,000 per semester for students enrolled in the program;
3. Effective Fall 2019 for academic year 2019-20 and thereafter, each fee level will be adjusted in proportion to any percentage increases that may be necessary in undergraduate tuition, such that a 1% increase in tuition would correspond to a 1% increase in the Interior Design Professional Fee.

RESOLUTION

PROPOSAL TO INCREASE PROFESSIONAL FEES FOR THE COLLEGE OF VETERINARY MEDICINE

WHEREAS, the College of Veterinary Medicine is committed to providing the highest quality instruction to its professional students; and

WHEREAS, the College offers advanced instructional and research facilities designed to prepare graduates who will meet the critical needs of professionals working in the field of veterinary medicine; and

WHEREAS, the College has maintained professional fees for its students since 2011; and

WHEREAS, when compared to both peer institutions and the national average, the current tuition and fees for resident and non-resident students in the College of Veterinary Medicine remain below the median; and

WHEREAS, the College of Veterinary Medicine wishes to continue providing adequate resources and faculty to ensure and advance the overall education and learning experience of professional students in veterinary medicine.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University, that Jay Gogue, President, or such other person as may be acting a President, be and the same is hereby authorized and empowered to implement the following.

1. Increase the Professional Fees for the College of Veterinary Medicine by \$542 per student per semester, effective Fall 2017. Increased fees will be used to meet

instructional obligations as required by accreditation standards and provide support for the operation of facilities.

RESOLUTION

REVISION OF THE NON-ENDOWMENT CASH POOL INVESTMENT POLICY

WHEREAS, experience and changing circumstances suggest that the Non-Endowment Cash Pool Investment Policy of the Board be revised to make it current and align with evolving practices.

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees adopts the “Non-Endowment Cash Pool Investment Policy” as set forth in Exhibit A.

(See Attachment to these minutes.)

RESOLUTION

REVISION OF DEBT POLICY

WHEREAS, prudent financial management calls for periodic debt policy review to ensure consideration is given to current higher education industry practices and standards and such review has identified revisions to the Deb Policy to align it with current best practices, accounting terminology and organizational structure.

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees adopts the “Debt Policy” as set forth in Exhibit A.

(See Exhibit to these minutes.)

Property and Facilities Committee - - Chairperson B.T. Roberts. In the absence of Chairperson Roberts, Mr. Harbert indicated that the Property and Facilities Committee had met earlier with the Agriculture and Natural Resources Committee and moved for approval of a consent agenda. Before receiving a second on the agenda, Mr. Harbert reminded everyone that he recused himself from voting on item #4, Performing Arts Center, Selection of Construction Manager. Mr. Smith recused himself from voting on the Kappa Sigma Fraternity Lease renewal.

A second was received from Mr. Rane, and the following resolutions were approved, with Trustee Harbert and Trustee Smith recusing themselves:

RESOLUTION

GAVIN ENGINEERING RESEARCH LABORATORY RENOVATION FINAL PROJECT APPROVAL

WHEREAS, the Textile Building was originally constructed in 1930 and was renamed as the Gavin Engineering Research Laboratory in January 2016; and

WHEREAS, at its meeting of November 7, 2014, the Board of Trustees approved the initiation of the Gavin Engineering Research Laboratory Renovation project; and

WHEREAS, The project will comprehensively renovate 59,100 square feet of space in the existing Gavin Engineering Research Laboratory to provide the necessary space to relocate and consolidate research labs for:

1. Polymer Composites Center
2. Additive Manufacturing
3. Aerospace Engineering Wind Tunnels
4. Nuclear Power Generation Simulation
5. Pulp & Paper Pilot Machine
6. General Research Assets from the Engineering Shops and L-Building; and

WHEREAS, the estimated total project cost for the Gavin Engineering Research Laboratory Renovation project is \$16.75 million, to be financed by University general funds and Samuel Ginn College of Engineering gift funds.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that the Gavin Engineering Research Laboratory Renovation project is approved and that Jay Gogue, President, or such other person as may be acting as President, be and the same is hereby authorized and empowered to:

1. Establish a budget for the Gavin Engineering Research Laboratory Renovation project in the amount of \$16.75 million, to be financed by University general funds and Samuel Ginn College of Engineering gift funds.
 2. Direct the consultants to complete the required plans for the project.
 3. Solicit bids and award a contract for construction conditioned upon the lowest responsible and responsive bid being consistent with the project budget.
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RESOLUTION

BROUN HALL RENOVATION, FINAL PROJECT APPROVAL

WHEREAS, at its meeting of April 17, 2015, the Board of Trustees approved the initiation of the Broun Hall Renovation project; and

WHEREAS, the Broun Hall renovation includes a two-story main entrance addition, revised lighting, finishes, information technology, mechanical and electrical systems, and landscape improvements adjacent to the concourse; and

WHEREAS, this modernization will create a high quality teaching and learning environment for current students and faculty and significantly improve the College of Engineering's ability to recruit electrical and computer engineering students; and

WHEREAS, the estimated total project cost for the Broun Hall Renovation project is \$5.0 million, to be financed by Samuel Ginn College of Engineering gift funds.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that the Broun Hall Renovation project is approved and that Jay Gogue, President, or such other person as may be acting as President, be and the same is hereby authorized and empowered to:

1. Establish a budget for the Broun Hall Renovation project in the amount of \$5.0 million, to be financed by Samuel Ginn College of Engineering gift funds.
2. Direct the consultants to complete the required plans for the project.
3. Solicit bids and award a contract for construction conditioned upon the lowest responsible and responsive bid being consistent with the project budget.

RESOLUTION

LEACH SCIENCE CENTER ADDITION FINAL PROJECT APPROVAL

WHEREAS, at its meeting of September 25, 2015, the Board of Trustees approved the initiation of the Leach Science Center Addition project; and

WHEREAS, the project would construct a 50,000 square foot addition to the Leach Science Center to relocate and consolidate the Physics Department and faculty from Parker Hall and Allison Laboratory; and

WHEREAS, the Leach Science Center addition consists of instructional laboratories, research laboratories, student success and collaborative study spaces, departmental offices, and support facilities for the College of Sciences and Mathematics; and

WHEREAS, the estimated total project cost for the Leach Science Center Addition project is \$19.0 million, to be financed by University general and gift funds.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that the Leach Science Center Addition project is approved and that Jay Gogue, President, or such other person as may be acting as President, be and the same is hereby authorized and empowered to:

1. Establish a budget for the Leach Science Center Addition project in the amount of \$19.0 million, to be financed by University general and gift funds.
2. Direct the consultants to complete the required plans for the project.
3. Solicit bids and award a contract for construction conditioned upon the lowest responsible and responsive bid being consistent with the project budget.

RESOLUTION

PERFORMING ARTS CENTER SELECTION OF THE CONSTRUCTION MANAGER

WHEREAS, the Board of Trustees, at its meeting held on June 5, 2015, approved the initiation of a project to construct a Performing Arts Center and authorized the commencement of the process to select a construction manager; and

WHEREAS, the Executive Director of Design & Construction, after conducting interviews with three candidate firms, determined the firm B.L. Harbert International Inc., of Birmingham, Alabama, was best qualified to provide construction management services on this project.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that Jay Gogue, President, or such other person as may be acting as President, be and the same is hereby authorized and empowered to:

1. Engage B.L. Harbert International Inc., of Birmingham, Alabama as construction manager to consult in the development of the facility program and manage the construction of the facility.
 2. Limit the project planning and design development to the schematic design phase until such time as the program requirements, budget, funding plan, and site are approved by the Board.
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RESOLUTION

HALEY CENTER QUAD RENOVATION APPROVAL OF PROJECT INITIATION AND AUTHORIZATION TO COMMENCE THE PROJECT ARCHITECT SELECTION PROCESS

WHEREAS, in preparation for construction of the Academic Classroom and Laboratory Complex project, all departmental and academic functions need to be relocated from Parker Hall and Allison Laboratory prior to the demolition of those buildings; and

WHEREAS, the Provost proposes a project to renovate a portion of Haley Center to facilitate the relocation of the Department of Mathematics and Statistics from Parker Hall and Allison Laboratory; and

WHEREAS, depending on departmental needs, the project will renovate approximately 40,000 square feet of space on the third floor of Haley Center Quads One and Two; and

WHEREAS, the proposed project is expected to cost in excess of \$1,000,000 and Board of Trustees policy stipulates that all construction and renovation/adaptation, infrastructure or outdoor facility projects with budgets of \$1,000,000 or more, must be submitted to the Board through the Property and Facilities Committee for action.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that the Haley Center Quad Renovation project is approved and that Jay Gogue, President, or such other person as may be acting as President, be and the same is hereby authorized and empowered to commence the selection process for a project architect.

RESOLUTION

RECREATION & WELLNESS CENTER BASEMENT BUILD OUT APPROVAL OF PROJECT INITIATION AND AUTHORIZATION TO COMMENCE THE PROJECT ARCHITECT SELECTION PROCESS

WHEREAS, since the Recreation & Wellness Center opened in August 2013, the personal training and small group programs have continued to grow steadily, and there is a high demand for additional dedicated personal, small-group, and powerlifting training program spaces; and

WHEREAS, Campus Recreation proposes a project to build out approximately 13,000 square feet of unfinished basement space in the Recreation & Wellness Center to create dedicated space for these programs; and

WHEREAS, this project will be funded by Campus Recreation funds; and

WHEREAS, the proposed project is expected to cost in excess of \$1,000,000 and Board of Trustees policy stipulates that all construction and renovation/adaptation, infrastructure or outdoor facility projects with budgets of \$1,000,000 or more, must be submitted to the Board through the Property and Facilities Committee for action.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that the initiation of the Recreation & Wellness Center Basement Build Out project is approved and that Jay Gogue, President, or such other person as may be acting as President, be and the same is hereby authorized and empowered to commence the selection process for a project architect.

RESOLUTION

POULTRY INFECTIOUS DISEASE BIOCONTAINMENT FACILITY AND FISH BIODIVERSITY LABORATORY RELOCATION APPROVAL OF PROJECT INITIATION AND SELECTION OF THE PROJECT ARCHITECT

WHEREAS, the College of Agriculture has ongoing research programs in the Poultry Infectious Disease Biocontainment Research Facility & Fish Biodiversity Laboratory located along Woodfield Drive, and these facilities will need to be relocated for the construction of the Performing Arts Center; and

WHEREAS, the University Architect recommends the firm Foil Wyatt Architects and Planners, of Jackson, Mississippi, be retained as the project architect due to their expertise and knowledge of research facilities and laboratories; and

WHEREAS, the proposed project is expected to cost in excess of \$1,000,000 and Board of Trustees policy stipulates that all construction and renovation/adaptation, infrastructure or outdoor facility projects with budgets of \$1,000,000 or more, must be submitted to the Board through the Property and Facilities Committee for action.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that the project is approved and that Jay Gogue, President, or such other person as may be acting as President, be and the same is hereby authorized and empowered to:

1. Engage Foil Wyatt Architects and Planners, of Jackson, Mississippi, as project architect to consult in the development of the facility program and project design.
 2. Limit the project planning and design development to the schematic design phase until such time as the program requirements, budget, funding plan, and site are approved by the Board.
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RESOLUTION

AUBURN UNIVERSITY HOTEL & DIXON CONFERENCE CENTER BALLROOM RENOVATION APPROVAL OF PROJECT INITIATION AND SELECTION OF THE PROJECT ARCHITECT

WHEREAS, the Auburn University Hotel & Dixon Conference Center (AUHCC) proposes a project to enhance the facility to better serve the University and its guests by improving its ballroom and conference spaces; and

WHEREAS, the proposed renovations will improve space utilization by expanding Ballroom A, as well as renovating and refinishing Ballroom A, Ballroom B, four meeting room spaces, and the associated conference center corridors and gathering areas; and

WHEREAS, the University Architect recommends that the firm Birchfield Penuel & Associates, of Birmingham, Alabama, be retained as the project architect due to their expertise and knowledge of AUHCC projects and operations; and

WHEREAS, the proposed project is expected to cost in excess of \$1,000,000 and Board of Trustees policy stipulates that all construction and renovation/adaptation, infrastructure or outdoor facility projects with budgets of \$1,000,000 or more, must be submitted to the Board through the Property and Facilities Committee for action.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that the project is approved and that Jay Gogue, President, or such other person as may be acting as President, be and the same is hereby authorized and empowered to:

1. Engage Birchfield Penuel & Associates, of Birmingham, Alabama, as project architect to consult in the development of the facility program and project design.
2. Limit the project planning and design development to the schematic design phase until such time as the program requirements, budget, funding plan, and site are approved by the Board.

RESOLUTION

TIMBER HARVEST AND SALES AT THE SOLON DIXON FORESTRY EDUCATION CENTER

WHEREAS, Auburn University owns and manages those lands known as the Solon Dixon Forestry Education Center, consisting of approximately 5,350 acres located in Escambia and Covington Counties, Alabama; and

WHEREAS, the School of Forestry & Wildlife Sciences manages said lands through the employment of full time professional staff located at the Solon Dixon Center; and

WHEREAS, the Board of Trustees at its meeting of September 25, 2015 approved a Five Year Forest Management Plan for the Solon Dixon Center, based on sound forestry practices, for the years of 2015–2020.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that Jay Gogue, President, or such other person as may be acting as President, be and the same is hereby authorized and empowered to implement this Five Year Forest Management Plan and approve an annual schedule for the harvesting and sale of timber consistent with University policy.

BE IT FURTHER RESOLVED that the funds generated from the sale of timber be used for forest regeneration, management, use, and support of operations of the Solon Dixon Forestry Education Center.

RESOLUTION

KAPPA SIGMA FRATERNITY REQUEST TO RENEW LEASE 104 HEMLOCK DRIVE

WHEREAS, the Kappa Sigma Fraternity previously occupied a fraternity house on campus at 104 Hemlock Drive pursuant to a ground lease that expires May 31, 2063; and

WHEREAS, the ground lease contemplated a renovation project that is no longer viable, and the fraternity would like to revise the ground lease to allow the demolition of the existing structure and the construction of a new fraternity house; and

WHEREAS, the request has been reviewed and recommended, with conditions by the Associate Provost and Vice President for Student Affairs, the Committee on Fraternities and Sororities, and the Office of Campus Planning and Space Management.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that Jay Gogue, President, or such other person as may be acting as President, be and the same is hereby authorized and empowered to:

1. Revise and execute for, and on behalf of Auburn University, an amendment to the 49-year lease renewal for the site located at 104 Hemlock Drive with the following conditions:
 - A. The fraternity agrees to demolish the existing structure and clean the lot prior to December 2016; and

- B. The fraternity will raise funds and commence construction of the new fraternity house no later than May 31, 2021 or the new lease will automatically terminate; and
 - C. The fraternity will be required to complete all phases of the work and bring all improvements into compliance with applicable University, local, state, or federal codes, rules and regulations by no later than May 31, 2022.
2. Authorize such other or further provisions of said lease found to be desirable and in the University's best interest. All actions and instruments in this transaction shall be approved as to legal form by the University's General Counsel.

Executive Committee - - Chairperson Mike DeMaioribus. Chairperson DeMaioribus advised everyone that the Executive Committee met earlier and approved the awarding of a Posthumous Degree of the Bachelor of Science Degree to John Eric Jaegge and moved for approval. A second was received from Ms. Huntley, and the Board unanimously approved the following resolution:

RESOLUTION

POSTHUMOUS AWARDING OF THE BACHELOR OF SCIENCE DEGREE TO JOHN ERIC JAEGBE

WHEREAS, John Eric Jaegge, an undergraduate student in Biomedical Sciences at Auburn University, passed away on March 12, 2016; and

WHEREAS, John Eric Jaegge passed away before he could complete the requirements necessary for a Bachelor of Science in Biomedical Sciences; and

WHEREAS, faculty in the College, the Dean of the College of Sciences and Mathematics, the Provost, and the President recommend that the Bachelor of Science in Biomedical Sciences be awarded posthumously.

NOW, THEREFORE, BE IT RESOLVED by the Auburn University Board of Trustees that the degree of Bachelor of Science in Biomedical Sciences is hereby granted posthumously to John Eric Jaegge in recognition of his academic achievements as a student at Auburn University.

BE IT FURTHER RESOLVED that the Board hereby expresses its sympathy and condolences to the family of John Eric Jaegge in this period of sadness and that a copy of this resolution be presented to them so that they will know of this action and the University's deep loss.

The next request was to approve a resolution updating the Auburn University Policy Statement and Trustee DeMaioribus moved for approval. A second was received from Mr. Rane, and the Board unanimously approved the following resolution:

RESOLUTION

PROPOSED POLICY STATEMENT

WHEREAS, the Policy Database serves as the official repository for all University Policies; and

WHEREAS, the Policy on Policies ensures that university-wide policies extend the mission of the institution and are promulgated in accordance with a standardized approval process; and

WHEREAS, University Policies help to ensure compliance with applicable laws and regulations, promote one or more of the University's missions, contain guidelines for governance, and sets limits within which all University employees, faculty, students, visitors are expected to operate; and

WHEREAS, the Board of Trustees of Auburn University authorize the Executive Officers of the University maintain exclusive discretion to exercise the customary functions of institutional management to revise University Policies as they deem appropriate.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that Jay Gogue, President, or such other person as may be acting as President, and other appropriate administrators as defined by individual policies are hereby authorized to revise University Policies and are delegated the authority to approve procedures for the administration of these policies.

BE IT FURTHER RESOLVED that the Board of Trustees retains the exclusive authority to create, modify, revise or delete policies adopted by the Board.

Mr. DeMaioribus moved to the next item, Election of Officers. He opened the floor for nominations and nominated Charles McCrary. There being no other nominations, he closed the floor for nominations and moved to approve the election of Charles McCrary as the President Pro Tempore for 2016-2017. A second was received from Mr. Rane, and Mr. McCrary was elected as the 2016-2017 President Pro Tempore.

Mr. DeMaioribus deferred to Mr. McCrary for the next item, election of the Vice President Pro Tempore. Mr. McCrary opened the floor for nominations, and a nomination of Mike DeMaioribus was received. There being no other nominations, Mr. McCrary closed the floor for nominations. Ms. Newton then moved for approval of Mr. DeMaioribus to serve as the 2016-2017 Vice President Pro Tempore. A second was received from Mr. Dumas, and Mr. DeMaioribus was elected as the 2016-2017 Vice President Pro Tempore.

The next item was selection of Board members to participate in the 2016 President Assessment, and Mr. McCrary indicated he would keep the same members who participated in as the 2015 President Assessment: himself, Ms. Newton and Mr. Rane.

The next item was a resolution naming the Auburn Oaks at Samford Park and Mr. DeMaioribus moved for approval. A second was received from Mr. Rane, and the Board unanimously approved the following resolution:

RESOLUTION

NAMING THE AUBURN OAKS AT SAMFORD PARK

WHEREAS, for more than 80 years, the Auburn Oaks at Toomer's Corner majestically welcomed visitors and offered the Auburn Family a place to congregate and celebrate; and

WHEREAS, in 2001, Dr. Scott Enebak, a faculty member in the School of Forestry and Wildlife Sciences, initiated a program to ensure the Auburn Oaks' legacy continued by having Forestry Club and Wildlife Society members cultivate acorns from the original trees; and

WHEREAS, in addition to these descendant trees being planted all over the world, including the U.S. Capitol, some were reserved for later planting on Auburn's campus; and as part of the redevelopment of Samford Park, 10 of these descendant trees were planted in March 2016; and

WHEREAS, philanthropic gifts made in honor of these trees established the Auburn Oaks at Samford Park Endowed Fund for Excellence.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that these descendants of the original Auburn Oaks be named, in accordance with the terms outlined in the Auburn Oaks at Samford Park Endowed Fund for Excellence agreement, as requested by the individuals and organizations whose support will advance the school's vision. The names of these donors, the amounts and conditions of their gifts, their naming requests, and the location of each tree that will bear these namings are a part of this resolution.

Next was a request to name 100-Seat Classroom in the Brown-Kopel Engineering Student Achievement Center as the Ed and Peggy Reynolds Classroom. Mr. DeMaioribus moved for approval, seconded by Ms. Huntley, and the following resolution was unanimously approved:

RESOLUTION

REQUEST TO NAME A 100-SEAT CLASSROOM IN THE BROWN-KOPEL ENGINEERING STUDENT ACHIEVEMENT CENTER AS THE ED AND PEGGY REYNOLDS CLASSROOM

WHEREAS, Ed Reynolds earned a bachelor's degree in electrical engineering from Auburn University in 1970, and spent 38 years working for BellSouth/AT&T in Mobile, Alabama; New Orleans; Basking Ridge, New Jersey; Birmingham, Alabama; Washington, D.C.; and Atlanta; and

WHEREAS, he moved into the wireless part of the business in 1989, and served as president of BellSouth Wireless, American Cellular Communications Corp., BellSouth Mobility DCS and BellSouth Mobility; and

WHEREAS, he was president of network services for Cingular Wireless, the largest wireless carrier in the country, from formation of the company in 2000 until he retired in 2007 after the company was renamed AT&T Mobility; and

WHEREAS, in August 2012, Ed was appointed by the U. S. Secretary of Commerce as a board member of the First Responder Network Authority; and

WHEREAS, he has been recognized by the college with the Distinguished Auburn Engineer award in 2012 and the Outstanding ECE Alumni award in 2013, in addition to being inducted into the State of Alabama Engineering Hall of Fame and the Robert E. Lee High School Hall of Fame; and

WHEREAS, he and his wife, Peggy, have been dedicated benefactors of the Samuel Ginn College of Engineering having previously established a significant scholarship endowment and through their membership in the Engineering Eagles, Keystone and Ginn societies, as well as the University's Foy and 1856 societies; and

WHEREAS, Ed and Peggy have committed a significant gift to support the educational needs of our students, the research efforts of our faculty and the technological advances of our engineering facilities.

NOW, THEREFORE, BE IT RESOLVED that a 100-seat classroom in the Brown-Kopel Engineering Student Achievement Center be named the *Ed and Peggy Reynolds Classroom* in honor of their generous support and ongoing dedication.

The next request introduced by Mr. DeMaioribus was for naming the Scholarship Entrance Atrium of the Auburn Arena as the Mike and Virginia McCartney Atrium and moved for adoption. A second was received from Mr. Rane, and the following resolution was unanimously approved:

RESOLUTION

REQUEST TO NAME THE SCHOLARSHIP ENTRANCE
ATRIUM OF THE AUBURN ARENA
AS THE
MIKE AND VIRGINIA MCCARTNEY ATRIUM

WHEREAS, Dr. Michael B. McCartney graduated from Alabama Polytechnic Institute, now known as Auburn University, with a bachelor of science degree in civil engineering in 1957 and was awarded a doctor of science *honoris causa* in 1994; and

WHEREAS, Dr. McCartney has served Auburn University at the highest levels, including service on the Auburn University Board of Trustees, the Alumni Engineering Council, the National Center for Asphalt Technology Board of Directors, the Campaign Executive Committee, and the College of Engineering Campaign Leadership Team; and

WHEREAS, Dr. McCartney also has served in the highest levels of leadership in Auburn Athletics, including membership on the Athletic Advisory Council, the Athletics Legends Campaign Committee, and as a founding director and long-time President of the Tigers Unlimited Foundation; and

WHEREAS, as a member of Auburn Athletics Oaks Society; Dr. McCartney has provided invaluable support to Tigers Unlimited and Auburn Athletics; and

WHEREAS, Virginia McCartney has been a treasure to the Auburn family and a generous benefactor to the University, brightening the lives of all who know her and epitomizing the human touch and helpfulness memorialized and cherished in the Auburn Creed; and

WHEREAS, the McCartneys have made a very significant commitment to the *Because This is Auburn – A Campaign for Auburn University* in support of the Auburn Men's Basketball program.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that the McCartney's long-standing generosity, leadership and dedication to Auburn University and Auburn Athletics are recognized by naming the scholarship entrance atrium of the Auburn Arena as the Mike and Virginia McCartney Atrium.

Mr. DeMaioribus introduced the final naming request for the Coaches' Conference Room in the Auburn Arena as the Carol Ann Gavin Conference Room and moved for approval. A second was received from Mr. Rane, and the following resolution was unanimously approved:

RESOLUTION

REQUEST TO NAME THE COACHES' CONFERENCE ROOM IN THE AUBURN ARENA AS THE CAROL ANN GAVIN CONFERENCE ROOM

WHEREAS, Carol Ann Gavin, born in Lanett, Alabama, attended Alabama Polytechnic Institute, now known as Auburn University, and later worked for Farmers and Merchants Bank in Opelika to support the education of her husband, Charles E. Gavin III, a 1959 textile management graduate; and

WHEREAS, Carol Ann continued her education while her two children also were in college, earning a degree in math education and being named outstanding student of the year at Columbus College, now known as Columbus State University; and

WHEREAS, following a career in teaching in Columbus and Dalton, Georgia, she helped form and grow the family business, MFG Chemical, Inc., serving as the CFO and as the right hand to her husband who was CEO; and

WHEREAS, Carol Ann and Charles are generous philanthropists, supporting education through an endowed fellowship at Vanderbilt University Medical Center and numerous gifts to Auburn University, including an endowed faculty chair, a named auditorium, and named Dean's Office Suite in the Samuel Ginn College of Engineering, as well as a recent, significant gift to renovate the textile building into the Gavin Engineering Research Laboratory; and

WHEREAS, Carol Ann, whose mother played basketball at Jacksonville State University, is a life long fan of the game of basketball, a staunch supporter of Coach Bruce Pearl, and John Mengelt's "biggest fan"; and

WHEREAS, the Gavins have generously supported *Because This is Auburn – A Campaign for Auburn University* and the Auburn Men's Basketball program.

NOW, THEREFORE, BE IT RESOLVED by the Auburn University Board of Trustees that the Gavins' long-standing generosity and dedication to Auburn University and Auburn Athletics is recognized by naming the coaches' conference room in the Auburn Arena as the Carol Ann Gavin Conference Room.

Mr. DeMaioribus called Chancellor John Veres to the podium for a tribute resolution from the Auburn University Board of Trustees. He asked Grant Davis to read the resolution and after

reading of the resolution, Mr. DeMaioribus moved for adoption. A second was received from Mr. Sahlie, and the following tribute resolution was unanimously approved:

RESOLUTION

TRIBUTE TO JOHN G. VERES III

WHEREAS, John G. Veres III, Chancellor, will conclude 38 years of dedicated service to Auburn University at Montgomery with his retirement effective June 30, 2016; and

WHEREAS, as AUM's fifth Chancellor, Dr. Veres demonstrated abilities as a leader, educator and strong community partner with a collaborative and entrepreneurial spirit and keen appreciation of the place AUM holds in the community; and

WHEREAS, Dr. Veres served AUM as a researcher, faculty member and administrator including 18 years as Director of the Center for Business and Economic Development and 6 years as Executive Director of University Outreach before being named Chancellor on June 30, 2006; and

WHEREAS, throughout his exemplary career, Dr. Veres labored tirelessly to ensure high academic standards, enhance campus life, promote a rich educational experience and engineer the internationalization of AUM's campus; and

WHEREAS, in addition to being an energetic member of both the campus and external communities where he served numerous organizations and economic development efforts, he provided leadership for several major strategic initiatives to grow AUM and its recognition as a provider of quality higher education; and

WHEREAS, through dedication, sincerity, honesty, loyalty and hard work, the numerous contributions of Dr. Veres will have lasting benefit to the State of Alabama and future generations of AUM students and faculty; and

WHEREAS, this Board desires to formally acknowledge the indelible impact Dr. Veres made on this University and wishes to express its sincerest thanks to him for his many personal sacrifices on AUM's behalf.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that Dr. John G. Veres III is hereby recognized and the Board extends its appreciation for his many years of distinguished service to AUM and the State of Alabama.

BE IT FURTHER RESOLVED that this resolution be spread upon the minutes of this meeting as a permanent reminder of our respect for Dr. Veres and as a testament of our deep appreciation for his commitment to Auburn University at Montgomery.

Mr. DeMaioribus indicated that this concluded his Committee report. Mr. McCrary then informed everyone that since moving to the new Committee/Lead Trustee Structure in 2015-2016 he had heard some suggestions for going forward and he indicated he would be in touch with the Board members regarding the 2016-2017 Committees and Lead Trustees and that at this time, the structure and appointments would remain the same.

Mr. Rane addressed the Board and the public by commending the service of Mrs. Susie Gogue and publicly thanked her for her dedicated service to Auburn University.

There being no other items for discussion, President Pro Tempore McCrary recessed the meeting at 11:45 a.m.

Grant Davis

A handwritten signature in blue ink, appearing to read "Grant Davis", with a stylized, cursive script.

Secretary to the Board of Trustees

2015-2016
AUBURN UNIVERSITY BOARD OF TRUSTEES
CODE OF ETHICS COMPLIANCE DOCUMENTS

AUBURN UNIVERSITY BOARD OF TRUSTEES
CODE OF ETHICS COMPLIANCE DOCUMENT
2015-2016

I affirm that I have reviewed the Auburn University Code of Ethics and that I have and will fully comply with its requirements. I further certify that:

1. I have _____, or do not have ☒, (check one) a business or professional relationship with any other Board member or any entity affiliated with any other Board member (If you do not have any such relationships skip #2 and answer #3.)
2. I have business or professional relationships with _____ other Board member(s). I certify that all such relationships are on terms no more favorable to me than the terms that are usual and customary in the ordinary course of comparable business or professional relationships between such other Board members and persons similarly situated to me who are not members of the Board of Trustees. Should any effort occur to influence the independent judgment on my part required in paragraph 1 of the Code of Ethics resolution, I will sever any and all business relationships with any member of the Board associated with such effort, or I will resign from the Board.

Name(s) and Nature of Relationship:

3. I further certify, that I have _____, or do not have ☒, (check one) contractual, employment, personal or familial financial interest in Auburn University.

If so, please explain: _____

The information supplied above conforms to the requirements of Ala. Code (1975), § 13A-10-102. "A person commits the crime of perjury in the second degree when he swears with intent to mislead a public servant in the performance of his duty and his false statement is material to the action, proceeding or matter involved."

Signed:

Robert Bentley
Member
Auburn University, Board of Trustees

STATE OF ALABAMA)

Montgomery)
COUNTY)

Before me, the undersigned, a Notary Public in and for said State and County, personally appeared _____, whose name is signed to the foregoing instrument and who is known to me and acknowledged before me that he/she has executed said instrument on the day the same bears date.

Signed and sealed on this the 27 day of May, 2016

(SEAL)

Annika R. Chaseth
Notary Public, State of Alabama

My Commission Expires: 1-8-2018

AUBURN UNIVERSITY BOARD OF TRUSTEES
CODE OF ETHICS COMPLIANCE DOCUMENT
2015-2016

I affirm that I have reviewed the Auburn University Code of Ethics and that I have and will fully comply with its requirements. I further certify that:

1. I have _____, or do not have XX, (check one) a business or professional relationship with any other Board member or any entity affiliated with any other Board member (If you do not have any such relationships skip #2 and answer #3.)
2. I have business or professional relationships with _____ other Board member(s). I certify that all such relationships are on terms no more favorable to me than the terms that are usual and customary in the ordinary course of comparable business or professional relationships between such other Board members and persons similarly situated to me who are not members of the Board of Trustees. Should any effort occur to influence the independent judgment on my part required in paragraph 1 of the Code of Ethics resolution, I will sever any and all business relationships with any member of the Board associated with such effort, or I will resign from the Board.

Name(s) and Nature of Relationship:

N/A

3. I further certify, that I have _____, or do not have _____, (check one) contractual, employment, personal or familial financial interest in Auburn University.

If so, please explain: See Attachment A

The information supplied above conforms to the requirements of Ala. Code (1975), § 13A-10-102. "A person commits the crime of perjury in the second degree when he swears with intent to mislead a public servant in the performance of his duty and his false statement is material to the action, proceeding or matter involved."

Signed: _____

Member

Auburn University, Board of Trustees

STATE OF ALABAMA)

Madison)
COUNTY)

Before me, the undersigned, a Notary Public in and for said State and County, personally appeared Michael A. Demjoribus, whose name is signed to the foregoing instrument and who is known to me and acknowledged before me that he/she has executed said instrument on the day the same bears date.

Signed and sealed on this the 28 day of April, 2016

(SEAL)

Dandra G. G.
Notary Public, State of Alabama

My Commission Expires: 06/06/2016

Attachment A

Auburn University Board of Trustees

Code of Ethics Compliance Document

2015 – 2016

Attachment for Michael A. DeMaioribus



I have no employment, personal or familial financial interest in Auburn University. My company, Dynetics, Inc., does subcontract a small amount of our high technology work to Auburn University when Auburn has a particular expertise we need on a project. The terms and conditions for Auburn University are not more favorable than are usual and customary in our industry. This contract work results in extramural research funding to Auburn University. The contracts are reviewed by our legal and contracting groups, signed by our Vice President of contracts and are independently audited by the Defense Contract Auditing Agency (DCAA).

AUBURN UNIVERSITY BOARD OF TRUSTEES
CODE OF ETHICS COMPLIANCE DOCUMENT
2015-2016

I affirm that I have reviewed the Auburn University Code of Ethics and that I have and will fully comply with its requirements. I further certify that:

1. I have X, or do not have , (check one) a business or professional relationship with any other Board member or any entity affiliated with any other Board member (If you do not have any such relationships skip #2 and answer #3.)

SEE COMMENT PAGE A

2. I have business or professional relationships with other Board member(s). I certify that all such relationships are on terms no more favorable to me than the terms that are usual and customary in the ordinary course of comparable business or professional relationships between such other Board members and persons similarly situated to me who are not members of the Board of Trustees. Should any effort occur to influence the independent judgment on my part required in paragraph 1 of the Code of Ethics resolution, I will sever any and all business relationships with any member of the Board associated with such effort, or I will resign from the Board.

Name(s) and Nature of Relationship:

SEE COMMENT PAGE A

3. I further certify, that I have X, or do not have , (check one) contractual, employment, personal or familial financial interest in Auburn University.

If so, please explain: My daughter, Kristin Dumas Phillips,
is employed by Auburn University (Tigers Unlimited) as
Director of Stewardship.

The information supplied above conforms to the requirements of Ala. Code (1975), § 13A-10-102. "A person commits the crime of perjury in the second degree when he swears with intent to mislead a public servant in the performance of his duty and his false statement is material to the action, proceeding or matter involved."

Signed:

Robert W. Dumas
Member Robert W. Dumas
Auburn University, Board of Trustees

STATE OF ALABAMA)
)
Lee COUNTY)

Before me, the undersigned, a Notary Public in and for said State and County, personally appeared Robert W. Dumas, whose name is signed to the foregoing instrument and who is known to me and acknowledged before me that he/she has executed said instrument on the day the same bears date.

Signed and sealed on this the 27 day of April, 2016



Marcia Lanier Otwell
Notary Public, State of Alabama

My Commission Expires: 10-26-2016

**Auburn University Board of Trustees
Code of Ethics Compliance Document
2015-2016**

**Comment Page A for Robert W. Dumas
Page 1 of 1**

I have no personal business or professional relationships with any board members. As President/CEO of AuburnBank, a state banking corporation, my bank may serve as a depository or lending institution to a board member or an affiliate but any such relationships are on terms no more favorable than the terms that are usual and customary in the ordinary course of comparable business or professional relationships between such other Board members and persons similarly situated to me who are not members of the Board of Trustees.

J. Smith Lanier & Co. does provide some commercial insurance coverage for AuburnBank but the terms are no more favorable than the terms that are usual and customary in the ordinary course of business.

Regarding Auburn University, AuburnBank may provide banking services to the University in the normal course of business. I have no contractual, employment, personal or familial interest in Auburn University other than as described above. Please note that I serve on several public, private and charitable boards as listed below:

**AuburnBank – Board of Directors
Auburn National Bancorporation, Inc. – Board of Directors
Alabama Bankers Association – Board of Directors
East Alabama Medical Center – Board of Directors
Federal Reserve Bank of Atlanta’s Birmingham Branch –
Board of Directors
Auburn Research & Tech Foundation – Board of Directors
Auburn Business Incubator Advisory Committee Member
AU Golf Letterman Club Member**

AUBURN UNIVERSITY BOARD OF TRUSTEES
CODE OF ETHICS COMPLIANCE DOCUMENT
2015-2016

I affirm that I have reviewed the Auburn University Code of Ethics and that I have and will fully comply with its requirements. I further certify that:

1. I have _____, or do not have X, (check one) a business or professional relationship with any other Board member or any entity affiliated with any other Board member (If you do not have any such relationships skip #2 and answer #3.)
2. I have business or professional relationships with _____ other Board member(s). I certify that all such relationships are on terms no more favorable to me than the terms that are usual and customary in the ordinary course of comparable business or professional relationships between such other Board members and persons similarly situated to me who are not members of the Board of Trustees. Should any effort occur to influence the independent judgment on my part required in paragraph 1 of the Code of Ethics resolution, I will sever any and all business relationships with any member of the Board associated with such effort, or I will resign from the Board.

Name(s) and Nature of Relationship:

Note: Charles D. McCrary's son, Doug McCrary, is an employee of my firm,
Harbert Management Corporation.

Charles D. Miller, who serves on Auburn's Foundation Board, is employed by my
firm, Harbert Management Corporation.

3. I further certify, that I have ____, or do not have X, (check one) contractual, employment, personal or familial financial interest in Auburn University.

If so, please explain: _____

The information supplied above conforms to the requirements of Ala. Code (1975), § 13A-10-102. "A person commits the crime of perjury in the second degree when he swears with intent to mislead a public servant in the performance of his duty and his false statement is material to the action, proceeding or matter involved."

Signed: _____

Member
Auburn University, Board of Trustees

STATE OF ALABAMA)
)
Jefferson COUNTY)

Before me, the undersigned, a Notary Public in and for said State and County, personally appeared Raymond J. Harbert, whose name is signed to the foregoing instrument and who is known to me and acknowledged before me that he/she has executed said instrument on the day the same bears date.

Signed and sealed on this the 27th day of April, 2016

(SEAL)



Charles B. Schaefer
Notary Public, State of Alabama

My Commission Expires: 6/15/2016

AUBURN UNIVERSITY BOARD OF TRUSTEES
CODE OF ETHICS COMPLIANCE DOCUMENT
2015-2016

I affirm that I have reviewed the Auburn University Code of Ethics and that I have and will fully comply with its requirements. I further certify that:

1. I have ✓, or do not have , (check one) a business or professional relationship with any other Board member or any entity affiliated with any other Board member (If you do not have any such relationships skip #2 and answer #3.)

2. ^{SEE COMMENT PAGE A} I have business or professional relationships with other Board member(s). I certify that all such relationships are on terms no more favorable to me than the terms that are usual and customary in the ordinary course of comparable business or professional relationships between such other Board members and persons similarly situated to me who are not members of the Board of Trustees. Should any effort occur to influence the independent judgment on my part required in paragraph 1 of the Code of Ethics resolution, I will sever any and all business relationships with any member of the Board associated with such effort, or I will resign from the Board.

Name(s) and Nature of Relationship:

SEE COMMENT PAGE A

3. I further certify, that I have ✓, or do not have , (check one) contractual, employment, personal or familial financial interest in Auburn University.

If so, please explain: SEE COMMENT PAGE A

The information supplied above conforms to the requirements of Ala. Code (1975), § 13A-10-102. "A person commits the crime of perjury in the second degree when he swears with intent to mislead a public servant in the performance of his duty and his false statement is material to the action, proceeding or matter involved."

Signed: [Signature]

Member
Auburn University, Board of Trustees

STATE OF ALABAMA)
)
Jefferson COUNTY)

Before me, the undersigned, a Notary Public in and for said State and County, personally appeared Elizabeth H. Huntley, whose name is signed to the foregoing instrument and who is known to me and acknowledged before me that he/she has executed said instrument on the day the same bears date.

Signed and sealed on this the 29th day of April, 2016

(SEAL)

Teresa Kay Taylor Brinkley
Notary Public, State of Alabama

My Commission Expires 2/22/17
TERESA KAY TAYLOR BRINKLEY
Notary Public - State of Alabama
My Commission Expires
February 22, 2017

Auburn University Board of Trustees
Code of Ethics Compliance Document
2015-2016

Comment Page A for Elizabeth H. Huntley

Page 1 of 1

I have no personal business or professional relationships with any board members. However, I am an Of Counsel attorney at the law firm of Lightfoot, Franklin & White, L.L.C. Although I am not personally involved, my law firm may have or may continue to provide legal services to a board member or an affiliate, but any such relationships are on terms no more favorable than the terms that are usual and customary in the ordinary course of comparable business or professional relationships between such other Board members and persons similarly situated to me who are not members of the Board of Trustees.

In regards to Auburn University, Lightfoot, Franklin & White, L.L.C. may provide legal services to the University in the normal course of business. I have no contractual, employment, personal or familial interests in Auburn University other than as described above. Please note that I serve on the following charitable boards of directors:

Children's First Foundation Board of Directors
Children's Village Board of Directors
Alabama School Readiness Advisory Board of Directors
Leadership Alabama Board of Directors
Cornerstone Schools of Alabama Board of Directors

AUBURN UNIVERSITY BOARD OF TRUSTEES
CODE OF ETHICS COMPLIANCE DOCUMENT
2015-2016

I affirm that I have reviewed the Auburn University Code of Ethics and that I have and will fully comply with its requirements. I further certify that:

1. I have ☒, or do not have ☐, (check one) a business or professional relationship with any other Board member or any entity affiliated with any other Board member (If you do not have any such relationships skip #2 and answer #3.)
2. I have business or professional relationships with ☒ other Board member(s). I certify that all such relationships are on terms no more favorable to me than the terms that are usual and customary in the ordinary course of comparable business or professional relationships between such other Board members and persons similarly situated to me who are not members of the Board of Trustees. Should any effort occur to influence the independent judgment on my part required in paragraph 1 of the Code of Ethics resolution, I will sever any and all business relationships with any member of the Board associated with such effort, or I will resign from the Board.

Name(s) and Nature of Relationship:

See Attachment

3. I further certify, that I have ☐, or do not have ☒, (check one) contractual, employment, personal or familial financial interest in Auburn University.

If so, please explain: _____

The information supplied above conforms to the requirements of Ala. Code (1975), § 13A-10-102. "A person commits the crime of perjury in the second degree when he swears with intent to mislead a public servant in the performance of his duty and his false statement is material to the action, proceeding or matter involved."

Signed: _____

Member

Auburn University, Board of Trustees

STATE OF ~~ALABAMA~~ ^{Georgia}

Troup COUNTY)

Before me, the undersigned, a Notary Public in and for said State and County, personally appeared D. Gaines Lanier, whose name is signed to the foregoing instrument and who is known to me and acknowledged before me that he/she has executed said instrument on the day the same bears date.

Signed and sealed on this the 27th day of April, 2016

(SEAL)

Janice Whight Auldridge
Notary Public, State of ~~Alabama~~ ^{Georgia}

My Commission Expires: _____

My Commission Expires April 04, 202

AUBURN UNIVERSITY BOARD OF TRUSTEES CODE
OF ETHICS COMPLIANCE DOCUMENT

ATTACHMENT A

I have personal or business relationships with some board members. J. Smith Lanier & Co., an insurance brokerage company of which I am Chairman and Chief Executive Officer, has customers throughout the state. The company has business relationships with some board members. It also has various clubs, organizations or employees associated with Auburn University that has business relationships with J. Smith Lanier & Co. Such relationships, if any, would have been entered into at terms no more favorable than to non-board members.

AUBURN UNIVERSITY BOARD OF TRUSTEES
CODE OF ETHICS COMPLIANCE DOCUMENT
2015-2016

I affirm that I have reviewed the Auburn University Code of Ethics and that I have and will fully comply with its requirements. I further certify that:

1. I have _____, or do not have ☒, (check one) a business or professional relationship with any other Board member or any entity affiliated with any other Board member (If you do not have any such relationships skip #2 and answer #3.)
2. I have business or professional relationships with 0 other Board member(s). I certify that all such relationships are on terms no more favorable to me than the terms that are usual and customary in the ordinary course of comparable business or professional relationships between such other Board members and persons similarly situated to me who are not members of the Board of Trustees. Should any effort occur to influence the independent judgment on my part required in paragraph 1 of the Code of Ethics resolution, I will sever any and all business relationships with any member of the Board associated with such effort, or I will resign from the Board.

Name(s) and Nature of Relationship:

FOR DISCLOSURE PURPOSES, MY
35 YEAR OLD SON WORKS FOR
HARBERT MANAGEMENT.

3. I further certify, that I have _____, or do not have ☒, (check one) contractual, employment, personal or familial financial interest in Auburn University.

If so, please explain: _____

The information supplied above conforms to the requirements of Ala. Code (1975), § 13A-10-102. "A person commits the crime of perjury in the second degree when he swears with intent to mislead a public servant in the performance of his duty and his false statement is material to the action, proceeding or matter involved."

Signed: _____

Member
Auburn University, Board of Trustees

STATE OF ALABAMA)
Lee)
COUNTY)

Before me, the undersigned, a Notary Public in and for said State and County, personally appeared Charles D. McCrary, whose name is signed to the foregoing instrument and who is known to me and acknowledged before me that he/she has executed said instrument on the day the same bears date.

Signed and sealed on this the 13th day of May, 2016

(SEAL)

Doreen Lloyd Patterson
Notary Public, State of Alabama

MY COMMISSION EXPIRES:
My Commission Expires: August 2, 2019

AUBURN UNIVERSITY BOARD OF TRUSTEES
CODE OF ETHICS COMPLIANCE DOCUMENT
2014-2015

I affirm that I have reviewed the Auburn University Code of Ethics and that I have and will fully comply with its requirements. I further certify that:

1. I have _____, or do not have X, (check one) a business or professional relationship with any other Board member or any entity affiliated with any other Board member (If you do not have any such relationships skip #2 and answer #3.)
2. I have business or professional relationships with _____ other Board member(s). I certify that all such relationships are on terms no more favorable to me than the terms that are usual and customary in the ordinary course of comparable business or professional relationships between such other Board members and persons similarly situated to me who are not members of the Board of Trustees. Should any effort occur to influence the independent judgment on my part required in paragraph 1 of the Code of Ethics resolution, I will sever any and all business relationships with any member of the Board associated with such effort, or I will resign from the Board.

Name(s) and Nature of Relationship:

3. I further certify, that I have X, or do not have _____, (check one) contractual, employment, personal or familial financial interest in Auburn University.

If so, please explain: John Newton, my son is an employee with the Samuel L. Ginn
College of Engineering at Auburn University.

The information supplied above conforms to the requirements of Ala. Code (1975), § 13A-10-102. "A person commits the crime of perjury in the second degree when he swears with intent to mislead a public servant in the performance of his duty and his false statement is material to the action, proceeding or matter involved."

Signed:

Sarah B. Newton
Member
Auburn University, Board of Trustees

STATE OF ALABAMA)
)
Lee COUNTY)

Before me, the undersigned, a Notary Public in and for said State and County, personally appeared Sarah B. Newton, whose name is signed to the foregoing instrument and who is known to me and acknowledged before me that he/she has executed said instrument on the day the same bears date.

Signed and sealed on this the 24th day of May, 2015.

(SEAL)

Doreen Lloyd Patterson
Notary Public, State of Alabama

My Commission Expires ~~MY COMMISSION EXPIRES:~~
August 2, 2019

**AUBURN UNIVERSITY BOARD OF TRUSTEES
CODE OF ETHICS COMPLIANCE DOCUMENT
2013-2014**

I affirm that I have reviewed the Auburn University Code of Ethics and that I will fully comply with its requirements. I further certify that:

1. I have X, or do not have _____, (**check one**) a business or professional relationship with any other Board member or any entity affiliated with any other Board member which constitutes a violation of any provision of the Code of Ethics. (If you do not have any such relationships skip #2 and answer #3.)
2. I have business or professional relationships with 1 other Board member(s). I certify that all such relationships are on terms no more favorable to me than the terms that are usual and customary in the ordinary course of comparable business or professional relationships between such other Board members and persons similarly situated to me who are not members of the Board of Trustees. Should any effort occur to influence the independent judgment on my part required in paragraph 1 of the Code of Ethics resolution, I will sever any and all business relationships with any member of the Board associated with such effort, or I will resign from the Board.

Name(s) and Nature of Relationship:

I have represented Jimmy Rane in the past and still do, although

no active involvement on his behalf.

3. I further certify, that I have _____, or do not have X, (**check one**) contractual, employment, personal or familial financial interest in Auburn University.

If so, please explain: _____

The information supplied above conforms to the requirements of Ala. Code (1975), § 13A-10-102. "A person commits the crime of perjury in the second degree when he swears with intent to mislead a public servant in the performance of his duty and his false statement is material to the action, proceeding or matter involved."

Signed

Member

Auburn University, Board of Trustees

STATE OF ALABAMA)
)
Jefferson COUNTY)

Before me, the undersigned, a Notary Public in and for said State and County, personally appeared James R. Pratt, whose name is signed to the foregoing instrument and who is known to me and acknowledged before me that he/she has executed said instrument on the day the same bears date

Signed and sealed on this the 8th day of June, 2016.

(SEAL)

Notary Public, State of Alabama

My Commission Expires: 10/3/16

AUBURN UNIVERSITY BOARD OF TRUSTEES
CODE OF ETHICS COMPLIANCE DOCUMENT
2015-2016

I affirm that I have reviewed the Auburn University Code of Ethics and that I have and will fully comply with its requirements. I further certify that:

1. I have _____, or do not have ☒, (check one) a business or professional relationship with any other Board member or any entity affiliated with any other Board member (If you do not have any such relationships skip #2 and answer #3.)
2. I have business or professional relationships with _____ other Board member(s). I certify that all such relationships are on terms no more favorable to me than the terms that are usual and customary in the ordinary course of comparable business or professional relationships between such other Board members and persons similarly situated to me who are not members of the Board of Trustees. Should any effort occur to influence the independent judgment on my part required in paragraph 1 of the Code of Ethics resolution, I will sever any and all business relationships with any member of the Board associated with such effort, or I will resign from the Board.

Name(s) and Nature of Relationship:

Please See attached

3. I further certify, that I have ☒, or do not have _____, (check one) contractual, employment, personal or familial financial interest in Auburn University.

If so, please explain: My son-in-law, Chance Carter-Cox,
is a student employee in the office of Trademark
Licensing for Auburn University.

The information supplied above conforms to the requirements of Ala. Code (1975), § 13A-10-102. "A person commits the crime of perjury in the second degree when he swears with intent to mislead a public servant in the performance of his duty and his false statement is material to the action, proceeding or matter involved."

Signed: [Signature]
Member
Auburn University, Board of Trustees

STATE OF ALABAMA)
Henry)
COUNTY)

Before me, the undersigned, a Notary Public in and for said State and County, personally appeared James W. Rane, whose name is signed to the foregoing instrument and who is known to me and acknowledged before me that he/she has executed said instrument on the day the same bears date.

Signed and sealed on this the 16th day of May, 2016

(SEAL)

[Signature]
Notary Public, State of Alabama

NOTARY PUBLIC STATE OF ALABAMA AT LARGE
MY COMMISSION EXPIRES: Apr 12, 2017
BONDED THRU MERCHANTS BONDING COMPANY

Auburn University Board of Trustees
Code of Ethics Compliance Document
2015-2016

James W. Rane

I have no personal business or professional relationships with any board members. As President and CEO of Great Southern Wood Preserving, Incorporated, the nation's leading producer of pressure treated pine lumber for residential, farm, commercial and industrial uses, we sell products to the general public through retail building material dealers and other distributors throughout a 27 state region encompassing the Southeast, Northeast and Midwestern United States. We may serve all board members or few members indirectly through their purchase of pressure treated wood products through these distribution channels. If any purchases of goods are made by members of this board, they are at terms no more favorable than non-board members.

Great Southern Wood Preserving, Incorporated, has a business relationship with J. Smith Lanier & Co., which provides our corporate insurance. Mr. Gaines Lanier is the Chairman and CEO of this company, but any such relations are on terms no more favorable than the terms that are usual and customary in the ordinary course of comparable business or professional relationships between such other Board members and persons similarly situated to me who are not members of the Board of Trustees. My company also has a business relationship with Lightfoot, Franklin & White, LLC. Elizabeth H. Huntley is an associate with this law firm, which provides legal services to our company, but any such relationships are on terms no more favorable than the terms that are usual and customary in the ordinary course of comparable business or professional relationships between such other board members and persons similarly situated to me who are not members of the Board of Trustees. Great Southern Wood Preserving, Incorporated, also has a business relationship with the law firm Hare, Wynn, Newell & Newton. James Pratt is an associate with this firm, which provides legal services to our company, but any such relationships are on terms no more favorable than the terms that are usual and customary in the ordinary course of comparable business or professional relationships between such other board members and persons similarly situated to me who are not members of the Board of Trustees.

Regarding Auburn University, I have no contractual, employment, personal or familial interest in the University other than as described above. Please note that I am associated with several charitable organizations as listed below:

Abbeville United Methodist Church Board of Trustees
Henry County Historical Group Board of Directors
Alabama Archives & History Foundation Board of Directors
Auburn Letterman's Association Honorary Member
Alabama State Bar Member
American Bar Association Member
National Cowboy & Western Heritage Museum Board of Directors
President of the Jimmy Rane Foundation

AUBURN UNIVERSITY BOARD OF TRUSTEES
CODE OF ETHICS COMPLIANCE DOCUMENT
2015-2016

I affirm that I have reviewed the Auburn University Code of Ethics and that I have and will fully comply with its requirements. I further certify that:

1. I have _____, or do not have ✓, (check one) a business or professional relationship with any other Board member or any entity affiliated with any other Board member (If you do not have any such relationships skip #2 and answer #3.)
2. I have business or professional relationships with _____ other Board member(s). I certify that all such relationships are on terms no more favorable to me than the terms that are usual and customary in the ordinary course of comparable business or professional relationships between such other Board members and persons similarly situated to me who are not members of the Board of Trustees. Should any effort occur to influence the independent judgment on my part required in paragraph 1 of the Code of Ethics resolution, I will sever any and all business relationships with any member of the Board associated with such effort, or I will resign from the Board.

Name(s) and Nature of Relationship:

3. I further certify, that I have _____, or do not have ✓, (check one) contractual, employment, personal or familial financial interest in Auburn University.

If so, please explain: _____

The information supplied above conforms to the requirements of Ala. Code (1975), § 13A-10-102. "A person commits the crime of perjury in the second degree when he swears with intent to mislead a public servant in the performance of his duty and his false statement is material to the action, proceeding or matter involved."

Signed: _____

Member
Auburn University, Board of Trustees

STATE OF ALABAMA)
)
Mobile COUNTY)

Before me, the undersigned, a Notary Public in and for said State and County, personally appeared B.T. Roberts, whose name is signed to the foregoing instrument and who is known to me and acknowledged before me that he/she has executed said instrument on the day the same bears date.

Signed and sealed on this the 27th day of April, 2016

(SEAL)

Rebecca W. Lott

Notary Public, State of Alabama

My Commission Expires: 10/18/17

AUBURN UNIVERSITY BOARD OF TRUSTEES
CODE OF ETHICS COMPLIANCE DOCUMENT
2015-2016

I affirm that I have reviewed the Auburn University Code of Ethics and that I have and will fully comply with its requirements. I further certify that:

1. I have _____, or do not have ☒, (check one) a business or professional relationship with any other Board member or any entity affiliated with any other Board member (If you do not have any such relationships skip #2 and answer #3.)
2. I have business or professional relationships with _____ other Board member(s). I certify that all such relationships are on terms no more favorable to me than the terms that are usual and customary in the ordinary course of comparable business or professional relationships between such other Board members and persons similarly situated to me who are not members of the Board of Trustees. Should any effort occur to influence the independent judgment on my part required in paragraph 1 of the Code of Ethics resolution, I will sever any and all business relationships with any member of the Board associated with such effort, or I will resign from the Board.

Name(s) and Nature of Relationship:

3. I further certify, that I have _____, or do not have ☒, (check one) contractual, employment, personal or familial financial interest in Auburn University.

If so, please explain: _____

The information supplied above conforms to the requirements of Ala. Code (1975), § 13A-10-102. "A person commits the crime of perjury in the second degree when he swears with intent to mislead a public servant in the performance of his duty and his false statement is material to the action, proceeding or matter involved."

Signed: _____

Member
Auburn University, Board of Trustees

STATE OF ALABAMA)
)
Montgomery COUNTY)

Before me, the undersigned, a Notary Public in and for said State and County, personally appeared _____, whose name is signed to the foregoing instrument and who is known to me and acknowledged before me that he/she has executed said instrument on the day the same bears date.

Signed and sealed on this the 28 day of April, 2016

(SEAL)

January M. Horen
Notary Public, State of Alabama

My Commission Expires: 05/11/2016

AUBURN UNIVERSITY BOARD OF TRUSTEES
CODE OF ETHICS COMPLIANCE DOCUMENT
2015-2016

I affirm that I have reviewed the Auburn University Code of Ethics and that I have and will fully comply with its requirements. I further certify that:

1. I have X, or do not have , (check one) a business or professional relationship with any other Board member or any entity affiliated with any other Board member (If you do not have any such relationships skip #2 and answer #3.)
2. I have business or professional relationships with 1 other Board member(s). I certify that all such relationships are on terms no more favorable to me than the terms that are usual and customary in the ordinary course of comparable business or professional relationships between such other Board members and persons similarly situated to me who are not members of the Board of Trustees. Should any effort occur to influence the independent judgment on my part required in paragraph 1 of the Code of Ethics resolution, I will sever any and all business relationships with any member of the Board associated with such effort, or I will resign from the Board.

Name(s) and Nature of Relationship:

Trustee Bob Dumas was nominated by Auburn University (AU) Board of Trustees President Pro Tem Raymond Harbert and subsequently elected as a director of the Auburn Research Technology Foundation (ARTF) which is a 501c3 organization established in 2004 to contractually facilitate and provide enhancements for Auburn University. Prior to becoming an AU Trustee, I was elected as director of ARTF and have been annually elected and served as Chairperson since its inception.

3. I further certify, that I have , or do not have x, (check one) contractual, employment, personal or familial financial interest in Auburn University.

If so, please explain: _____

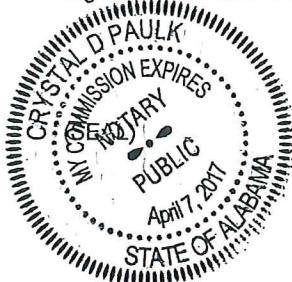
The information supplied above conforms to the requirements of Ala. Code (1975), § 13A-10-102. "A person commits the crime of perjury in the second degree when he swears with intent to mislead a public servant in the performance of his duty and his false statement is material to the action, proceeding or matter involved."

Signed: James H. Sanford
Member
Auburn University, Board of Trustees

STATE OF ALABAMA)
)
Elmore COUNTY)

Before me, the undersigned, a Notary Public in and for said State and County, personally appeared _____, whose name is signed to the foregoing instrument and who is known to me and acknowledged before me that he/she has executed said instrument on the day the same bears date.

Signed and sealed on this the 16th day of May, 2016



Crystal D. Paulk
Notary Public, State of Alabama
My Commission Expires: 4-7-2017

AUBURN UNIVERSITY BOARD OF TRUSTEES
CODE OF ETHICS COMPLIANCE DOCUMENT
2015-2016

I affirm that I have reviewed the Auburn University Code of Ethics and that I have and will fully comply with its requirements. I further certify that:

1. I have _____, or do not have ☒, (check one) a business or professional relationship with any other Board member or any entity affiliated with any other Board member (If you do not have any such relationships skip #2 and answer #3.)
2. I have business or professional relationships with _____ other Board member(s). I certify that all such relationships are on terms no more favorable to me than the terms that are usual and customary in the ordinary course of comparable business or professional relationships between such other Board members and persons similarly situated to me who are not members of the Board of Trustees. Should any effort occur to influence the independent judgment on my part required in paragraph 1 of the Code of Ethics resolution, I will sever any and all business relationships with any member of the Board associated with such effort, or I will resign from the Board.

Name(s) and Nature of Relationship:

3. I further certify, that I have ☒, or do not have _____, (check one) contractual, employment, personal or familial financial interest in Auburn University.

If so, please explain:

My brother, Jerry Smith
does business with Auburn

The information supplied above conforms to the requirements of Ala. Code (1975), § 13A-10-102. "A person commits the crime of perjury in the second degree when he swears with intent to mislead a public servant in the performance of his duty and his false statement is material to the action, proceeding or matter involved."

Signed: _____

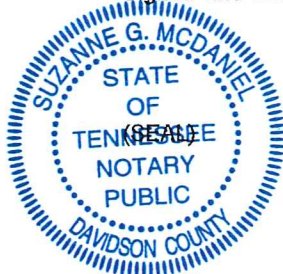
Member

Auburn University, Board of Trustees

Tennessee
STATE OF ALABAMA)
)
Davidson COUNTY)

Before me, the undersigned, a Notary Public in and for said State and County, personally appeared _____, whose name is signed to the foregoing instrument and who is known to me and acknowledged before me that he/she has executed said instrument on the day the same bears date.

Signed and sealed on this the 28th day of April, 2016



Suzanne G. McDaniel
Notary Public, State of Alabama Tennessee

My Commission Expires: 5-8-18

Attachment A

3.6.5.E. The Department's and Dean's Recommendation

After the candidate has made a presentation of his or her credentials if he or she so wishes, and after the faculty eligible to vote have had time to discuss the candidate's qualifications in a closed meeting, a secret ballot shall be taken at the meeting of eligible faculty to determine the final recommendation of the department faculty. Faculty members may participate in the promotion and/or tenure recommendation in one of the following ways:

- a. present and voting;
- b. present and abstaining;
- c. absent but submitting a written vote prior to the meeting; or
- d. absent and not voting (this response does not count as part of the total vote).

The department head/chair, dean, and any other faculty member serving as an administrator who has an official vote on the candidate at a higher administrative level shall not vote at the departmental level. Faculty members who serve on committees at the school, college, or University level may choose to vote at the department level or at higher levels, but they may vote only once on candidates from their departments. Immediate family members shall excuse themselves from discussion and voting.

The department head/chair shall announce the vote at the meeting. The vote shall be transmitted itemized as a, b, c, and d as listed above in writing, first to the dean of the candidate's college or school and the appropriate college committee, then to the Promotion and Tenure Committee along with the other information requested in this document.

The eligible department faculty who voted on a candidate's promotion and/or tenure will write a summary letter that reflects the vote and represents all aspects of the discussion leading to that vote. The department head/chair will also write an evaluative letter (that will count as his/her vote) with an explicit recommendation for or against promotion and/or tenure. In addition to these two required letters, individual faculty members may write letters explaining why they do or do not favor promotion and/or tenure. Where there are fewer than three faculty members in a department who are eligible to write letters of evaluation, the head/chair may ask for letters from faculty members in other departments who have knowledge of the candidate's professional performance. Letters should address the quality of research/creative work and the candidate's potential for continued work, teaching effectiveness, effectiveness in the area of extension, service contributions, and, in tenure cases, potential to contribute as a productive and collegial

member of the academic unit in all relevant areas. In the case of candidates for tenure-on-hire, letters from the candidate's current colleagues as well as from Auburn faculty members are strongly encouraged and should address these same issues.

Faculty should bear in mind that letters to the Promotion and Tenure Committee are an important source of information for the committee. Letters can help the committee to make an informed judgment about the candidate's collegiality by addressing the candidate's performance of his or her duties within a department. Letters can also help the committee, whose members may not come from the candidate's field, understand the significance of the candidate's work and make a fair appraisal of it. Faculty, department heads/chairs, and chairs should note that, unlike letters from outside reviewers, which remain confidential, their letters will be made available to and may be rebutted by the candidate.

The department head/chair shall communicate the department's vote to the candidate and also make available to the candidate all letters submitted by the committee, the department head/chair, and individual faculty members. After reviewing the letters, the candidate has five working days to write a rebuttal if desired. The candidate can also make an informed decision about whether or not to continue with the process of seeking promotion and/or tenure. If the candidate wishes to continue the process despite a negative recommendation, the department head/chair and dean shall honor the candidate's request.

If there is a college committee, its members will review the dossier, letters, and the candidate's rebuttal (if submitted), and they will vote by secret ballot. The committee will write a summary letter that reflects the vote and represents all aspects of the discussion leading to that vote. The dean will also write an evaluative letter (that will count as his/her vote) with an explicit recommendation for or against promotion and/or tenure. The dean shall communicate the college/school committee vote and make available to the candidate the college's/school's and dean's letters. After reviewing the letters, the candidate has five working days to write a rebuttal if desired.

Auburn University
Non-Endowment Cash Pool Investment Policy
June 10, 2016

Policy Statement

The purpose of this policy is to establish a framework within which the Office of Cash Management and Treasury manages the cash operations of Auburn University:

- To maximize earnings potential by acquiring assets within prudent guidelines.
- To provide liquidity necessary to conduct the day-to-day business activities of the University.
- To generate a favorable return on investments without undue compromise of other objectives.
- To implement efficient, cost effective banking operations.
- To conform to all statutes governing the investment and deposit of University funds.

Scope

This policy statement applies to all investment activities of the Office of Cash Management and Treasury for non-endowed cash entrusted to the Treasurer by Auburn University Board of Trustees as well as related foundations non-endowed cash. These funds are accounted for in Auburn University's Comprehensive Annual Financial Report.

Delegation of Authority

Amendment 161 as amended, Constitution 1901, states, Auburn University shall be under the management and control of a board of trustees. Therefore, the Board of Trustees shall ultimately be responsible for the investment policy. By Board Resolution the Board of Trustees has delegated investment authority to the President or Treasurer or other such persons as may be authorized to act on their behalf.

The Investment Policy is established to provide guidance in the management of the University's Non-Endowment Cash Pool to insure compliance with the laws of the State of Alabama and investment objectives. The Treasurer has delegated such authority to the Office of Cash Management and Treasury, which is accorded full discretion, within policy limits, to select individual investments and to diversify the portfolio by applying their own judgments concerning relative investment values.

Standards of Care

- Prudence- Investments shall be made with judgment and care, under circumstances then prevailing, which persons of prudence, discretion, and intelligence exercise in the management of their own affairs, not for speculation, but for investment, considering the probable safety of their capital as well as the probable income to be derived. The standard of prudence to be used by investment officials shall be the "prudent person" and/or "prudent investor" standard and shall be applied in the context of managing an overall portfolio. Investment officials acting in accordance with the investment policy and exercising due diligence shall be relieved of personal responsibility for an individual security's credit risk or market price changes, provided deviations from expectations are reported in a timely fashion and appropriate action is taken to control adverse developments.
- Ethics and Conflict of Interest- The Treasurer, the Vice President for Business and Finance and the Office of

Cash Management and Treasury staff shall refrain from personal business activity that could conflict with proper execution of the investment program, or which could impair their ability to make impartial investment decisions. Employees shall disclose to the Treasurer any financial interests in financial institutions that conduct business with the Office. Officers and employees of the Office of Cash Management and Treasury will comply with the State of Alabama Code of Ethics, as provided in Sections 36-25-1 thru 30, Code of Alabama (1975).

Objectives

The primary objectives, in priority order, of the non-endowed cash pool investment activities shall be:

- Safety- Investments shall be undertaken in a manner that seeks to ensure the preservation of principal. To obtain this objective, risk diversification will be considered and monitored, including investing funds among a variety of securities offering independent returns. Funds invested in state depositories shall be adequately collateralized.
- Liquidity- The investment portfolio shall remain sufficiently liquid to enable the Office of Cash Management and Treasury to meet all operating requirements that might be reasonably anticipated or occur. Additionally, a fundamental characteristic of investment securities will be the existence of a resilient secondary market in which assets may be sold timely at market prices.
- Return on Investment- The highest available return will be attained throughout economic cycles, commensurate with the Office of Cash Management and Treasury's investment risk constraints, statutory constraints, and the cash flow characteristics of the portfolio.

Safety and liquidity will not be compromised in favor of increased rate of return. The use of the investment portfolio for market oriented trading activities or speculative purpose is expressly prohibited.

Investment Procedures

The Office of Cash Management and Treasury shall establish a written investment procedures manual consistent with this policy. The procedures shall include reference to safekeeping, approved brokers and or professional investment managers, banking service agreements, approved depository agreements and procedures, collateral requirements, and bank deposit requests. Such procedures shall include explicit delegation of authority to staff responsible for investment transactions. No person may engage in an investment transaction except as provided under the terms of this policy and the established procedures.

Authorized Financial Dealers/Brokers, Managers and Institutions

- Authorized Dealers/Institutions- The Office of Cash Management and Treasury shall maintain a list of authorized brokers /investment managers and institutions to transact investments for the University. All interested parties must meet minimum eligibility requirements and provide audited financial statements upon request.
- Investment Managers- The Office of Cash Management and Treasury may seek qualified firms through an open, competitive search and review process to provide professional investment management services. A Request for Proposal will be consistent with the requirements of Section 14-16-72(4), Code of Alabama (1975). Investment managers will assume the standard of care defined in Section 4.1 of this document.

The Office of Cash Management and Treasury may from time to time request disciplinary history, educational background and work experience of candidate firms or representatives. Any false information knowingly submitted, any failed delivery, or failure to follow the non-Endowment Cash Pool Investment Policy may result in the permanent exclusion of the provider from any further business dealings with the University at the sole discretion of the Office of Cash Management and Treasury.

Authorized and Suitable Investment Types

All investments will be restricted to fixed income securities with the maturity range to be consistent with the liquidity needs of the pooled fund groups. It is essential that cyclical cash flow be offset by liquid investments while maintaining an overall duration not to exceed ten years. Permissible investment instruments may include but not limited to:

- Repurchase Agreements- Market value of the securities transferred shall equal at least 102% of the amount invested.
- Commercial Paper issued within the United States by any corporation provided the instrument carries a rating of at least P1 by Moody's or A1 by Standard & Poors or a comparable rating by another nationally recognized rating agency.
- Banker's Acceptances issued within the United States by banks on the AU Official Depositories List or by depository institutions with a long term debt rating of at least AA or short term debt rating of AAA (or comparable ratings) as provided by one of the top nationally recognized rating agencies.
- Money Market Deposit Accounts in banks on the AU Official Depositories List. These funds are subject to full collateralization for the amounts above the FDIC coverage limit.
- Money Market Mutual Funds that are rated AAA. (invested solely in the items listed under this section)
- Certificates of Deposit issued by banks on the AU Official Depositories List and fully collateralized for the amounts above the FDIC coverage limit. Negotiable Certificates of Deposit or Deposit Notes issued by credit worthy United States Banks in amounts not to exceed the FDIC coverage limit.
- Direct obligations of the United States or obligations unconditionally guaranteed as to principal and interest by the United States.
- Obligations of a Federally sponsored instrumentality of the United States (including mortgage-backed securities), including but not limited to the following:
 - Federal Home Loan Bank (FHLB)
 - Federal Home Loan Mortgage Corporation (FHLMC)
 - Federal Farm Credit Banks (FFCB)
 - Government National Mortgage Association (GNMA)
 - Federal National Mortgage Association (FNMA)
 - Student Loan Marketing Association (SLMA)
 - Financing Corporation (FICO)
 - Tennessee Valley Authority (TVA)
 - Government Trust Certificates (GTC)
 - Resolution Funding Corp. (REFCO)
- Municipal Bonds, both taxable and tax free, of bank qualified investment quality.

Collateralization

Collateralization is required on all bank deposits and repurchase agreements.

- Bank deposits will be collateralized consistent with the SAFE Program, Title 41, Chapter 14A of the Code of Alabama (1975).
- Repurchase agreements must be collateralized as follows:
 - Collateral shall consist of U.S. Treasury Securities, Federal Agency Securities, or Agency-Issued Mortgage Backed Securities.
 - Market value of the collateral shall be maintained at one hundred two percent (102%) of the cash invested in order to accommodate market fluctuations.
 - A safekeeping agent designated by the Office of Cash Management and Treasury will hold collateral as evidenced by safekeeping receipts.
 - The right of collateral substitution is granted.

Safekeeping and Custody

All securities purchased by the University shall be settled on a delivery versus payment (“DVP”) basis. A safekeeping agent designated by the University pursuant to a competitive selection process, or by a Federal Reserve Bank, will hold these securities.

Diversification

The investment portfolio shall be diversified by security type, institution, and maturity. The Office of Cash Management and Treasury shall take into account concentrations resulting from the obligations of a single/related issuer or industry, geographic and type distributions.

- Inherent Risk- Investment managers are expected to make decisions based upon an analysis of each security instrument to determine its quality, inherent risks, fit within the overall objectives of the University, and prospects for yield and/or appreciation. These risks include the following:
 - Credit (Default) risk- the potential for failure of a debtor to make timely payments of principal and interest as they become due.
 - Liquidity Risk- The risk that a financial instrument cannot be sold or closed out quickly, at or close to its implicit economic value. As liquidity decreases bid/offer spreads typically widen.
 - Interest Rate Risk- The risk that interest rates will change, causing a decline in either the market price for the security or a decline in yield.
 - Prepayment Risk- The risk that the actual prepayment of principal is different from the expected prepayment speed assumptions, thereby affecting the actual market price and yield of the investment.
 - Market Risk- The risk that the market price of the security will decline substantially for reasons such as market pricing aberrations, and changes in supply and demand characteristics of a particular security market(s). Market sensitivity, or the potential variability of price, yield (income), and cash flow characteristics of a security depending upon changes in market interest rates, is also a consideration.
 - Operating Risk-Potential for loss because of inadequate policies, procedures, controls, error, fraud, etc.
- Financial Institutions- Approved financial institutions perform various transactions for the University, such as cash letter processing, funds transfers, and acceptance of deposits. Additionally, these institutions may hold Certificate of Deposit accounts, and transact repurchase agreements.

Maturity and Portfolio Mix

In order to meet the primary objectives of the University’s policy, the investment portfolio will be divided into three portfolio pools:

- Primary Liquidity Portfolio- This portfolio is to be the major source for disbursement requirements and operational needs. Safety of principal and liquidity at the expense of return on investment are the foremost objectives of this portfolio. Investments in this portfolio will have an average maturity of no more than twelve months and include money market accounts, Certificate of Deposits, and repurchase agreements.
- Intermediate Portfolio- Investments within this Portfolio will be liquid within five business days or less. The investment objective of this portfolio is to produce a total return higher than the return on assets of the Primary Liquidity Portfolio. Investments in this portfolio will have an average maturity of no more than three years and include treasuries, agencies, commercial paper, mortgage backed securities, and Certificate of Deposits.
- Short Term Portfolio- The objective of the Short Term Portfolio is to generate an investment return higher than the return on assets of the Primary Liquidity Portfolio and Intermediate Portfolio. Investments in this portfolio

with maturities greater than 5 years are permitted (overall duration not to exceed ten years). It is expected that when maturity increases, return should also increase. Investments in this portfolio include treasuries, agencies, commercial paper and mortgage backed securities.

- Characteristics of the Auburn University investment portfolio include:
 - The target asset allocation for the overall investment portfolio is:
 - Primary Liquidity Portfolio 5%-20%
 - Intermediate Portfolio 30%-40%
 - Short Term Portfolio 30%-40%
 - The weighted average maturity shall not be more than three (3) years, unless authorized by the Office of Cash Management and Treasury.
 - Quality Rating. The minimum investment quality rating for all investments at time of purchase shall be "AA or Aa" by Standard & Poor's and/or Moody's. "Split" ratings where one agency rating differs from another will be reviewed on a case-by-case basis. Debt securities downgraded below BBB or equivalent rating should be sold as soon as the market conditions are favorable to avoid/minimize loss.
 - All investment instruments will be denominated in US currency only.
 - Maturity and issuer limitations are as follows:

Investment Type	Maximum Maturity at time of Purchase	Maximum Per Issuer
Treasuries	10 years	No limit
Agencies	10 years	No limit
Agency-Issued Mortgage Backed	15 year final, 5 year Average Life	No limit
Taxable Municipal Bonds	10 Years	No limit
Repurchase Agreements	60 days	15% of issuer's capital or \$400 million, whichever is less.
Mutual Funds	N/A	10% of average investment portfolio

Gifts/Awards

It is anticipated that from time to time the University will receive gifts/awards in the form of marketable securities. In such event the policy requires that the University will liquidate the securities as soon as possible. In the event that the securities are restricted from sale for a designated period of time due to regulatory reasons, the University will hold said securities until the restricted period has elapsed and then liquidate the securities as soon as possible thereafter. The University will make no attempt to add value to the Pool by holding gifted securities. Any exceptions to hold marketable securities must be approved by the Treasurer.

Exceptions to Policy

Investments are required to comply with the objectives and guidelines set forth in this policy. The Treasurer requires that any exceptions taken in this Investment Policy Statement be submitted in writing pending the approval of the Treasurer. The Treasurer must explicitly authorize each exception in writing. Failure to notify the Treasurer and obtain written authorization will result in the investment manager being liable for any corresponding loss to the University.

Pass Through or Designated Funds

This policy shall also cover pass through funds (endowment funds to be forwarded to external endowment fund managers) and any funds managed by the Office of Cash Management and Treasury and designated for specific

purposes and not covered by individual investment restrictions (i.e. endowment funds that may not be co-mingled, Bond Proceeds during construction, Health Insurance Trust, etc.).

Internal Control Objectives

The Office of Cash Management and Treasury shall establish internal controls and procedures to regulate the investment function and related activities performed by staff. The controls shall be designed to prevent the loss of University funds arising from fraud, employee error, or imprudent actions by authorized investment officers.

The Office of Internal Audit, Compliance and Privacy will provide an independent review and audit of the internal controls every 3-5 years to assure compliance with policies, procedures and applicable State laws and regulations.

Performance Standards

The portfolio shall be designed to obtain an attractive rate of return throughout economic cycles commensurate with investment risk constraints and cash flow needs. Benchmarks will be established that most closely reflect the strategy pursued or securities purchased.

Reporting

The Office of Cash Management and Treasury will maintain accurate, complete and timely records of all investment activities and submit quarterly detailed reports to the Treasurer.

Investment managers/brokers will provide monthly reports to the Office of Cash Management and Treasury and/or custodian that include performance results and market value. Additionally, quarterly reports will be provided that include economic and investment outlook, notice of any material changes in organizational structure, ownership, key personnel, etc. of the firm, and any material outstanding litigation against the firm or any of its members.

Effective Date and Transition Provisions

This policy is adopted and is effective June 10, 2016. The Office of Cash Management and Treasury shall review the policy at least annually; and make recommendations for revision to the Treasurer.

E- 2. DEBT POLICY

PURPOSE AND PHILOSOPHY

This Debt Policy serves to articulate Auburn University's (the University) philosophy regarding debt and to establish a framework to help guide decisions regarding the use and management of debt. As the University establishes institutional priorities through its strategic planning processes, including its campus master planning, the University will consider utilizing an appropriate mix of financing and funding sources, including State-state funding, gifts, internal reserves and investments, and external debt. This policy will help ensure that ~~an appropriate mix of funding sources are utilized, that~~ the University's debt capacity is allocated strategically, and that Auburn University's debt levels and types of debt are appropriate and responsible, given the University's financial strength and risk tolerance levels.

POLICY STATEMENT

Debt is a valuable source of capital project financing, and its use should be limited to projects that relate to the mission and strategic objectives of the University. The amount of debt incurred impacts the financial health of the University and its credit rating. The University will consider other funding opportunities (e.g., joint ventures, real estate development, grants, etc.) when appropriate and advantageous to the University. Opportunities and financing sources will be evaluated within the context of the Debt Policy.

OBJECTIVES

The broad objectives stated below provide the framework by which decisions will be made regarding the use and management of debt. The Debt Policy and objectives are subject to re-evaluation and change over time. This Debt Policy is set forth to:

1. Strategically use the University's credit to fund mission critical projects;
2. Manage the University's credit to maintain the highest acceptable credit rating that will permit the University to continue to issue debt at favorable rates. Use of key financial ratios provides management and the Board of Trustees (the Board) with feedback and assurances the University is not exceeding its desired use of credit capacity;
3. Optimize the debt portfolio as a whole, while also optimizing transactional and project-specific debt using an appropriate mix of ~~fixed and variable rate~~ debt to achieve the lowest cost of capital while limiting exposure to market interest rate shifts; and
4. Assign responsibilities for the implementation and management of the University's Debt Policy.

PROCEDURES AND GUIDELINES

Consideration is given to purpose, affordability, risk management, and financial structure (balance sheet) management in developing a framework for debt utilization and management. Generally, the following guidelines will be used, although they are not intended to be all-inclusive. Judgment by management and the ~~Trustees Board~~ ultimately will determine the use and amount of debt.

1. Only projects that further the mission and strategic goals of the University, either directly or indirectly will be considered for debt financing.
2. To the extent possible, ~~State-state~~ funding, gifts, grants, and internal reserves will be used to fund capital projects. Debt represents a valuable resource and will be used conservatively and strategically.
- ~~33.~~ Bond financing will be coordinated to the extent possible so that multiple projects can be accommodated in a single borrowing to reduce overall issuance costs per dollar of debt issued.
- ~~54.~~ The University will limit its overall debt to a level that, when viewed in the context of its current and future strategic objectives, is intended to optimize creditworthiness over the long term. In considering debt capacity and affordability, the University will monitor its financial condition and performance through review of (i) appropriate financial ratios (ii) public ratings; (iii) the merits and feasibility of projects being financed; and (iv) other relevant industry data such as comparison to other higher education institutions.
- ~~56.~~ The University will seek the lowest cost source of financing when issuing debt, considered concurrently with the associated risk. It will consider the costs and benefits associated with different types of financing and liquidity options.
- ~~76.~~ The portfolio allocation to variable rate debt will have an appropriate relationship to short-term liquid assets and will not exceed fifty percent (50%) of the debt portfolio. The allocation to variable rate debt may be managed or adjusted through the issuance of new debt or refundings and through the use of interest rate swaps and other derivative products such as caps and collars. The University will analyze costs and benefits of any derivative instrument relative to achieving its long-term capital structure objectives and will consider risk mitigation features. Under no circumstances will a derivative transaction be utilized that is not understood fully by management or that imposes inappropriate risk on the University. Certain risks to be considered include, but are not limited to, tax risk, interest rate risk, liquidity risk, counterparty risk, basis risk, and any other potential risk.

87. Annual debt interest and principal amortization payments will be provided for in the annual operating budget or in specific designated or restricted funds.
~~Variable rate interest will be budgeted conservatively at fixed rate levels adjusted annually.~~
98. The University will interact with credit rating agencies and will strive to maintain the highest acceptable credit rating.
109. The University will monitor and consider current or advanced refunding opportunities of outstanding debt when the net present value savings are positive, and the refunding will support the strategic need of the University. A refunding will also be considered if it relieves the University of certain limitations, covenants, payment obligations, or reserve requirements that reduce flexibility. The University will also consider refinancing certain obligations within a new money offering even if savings levels are minimal in order to consolidate debt into a general revenue pledge and/or reduce the administrative burden and cost of managing many small outstanding obligations.
110. The University will invest bond proceeds appropriately to achieve the highest return available under arbitrage limitations. The University will comply with arbitrage requirements on any invested bond funds.

DEBT RATIOS, PROJECT CONSIDERATION GUIDELINES, AND ONGOING REVIEW OF DEBT AND FINANCIAL PERFORMANCE

[11]

The following financial ratios, when considered together and over time, will help to provide a clear, high level assessment of the overall financial health of the University.

- a. Primary Reserve Ratio
Expendable Net ~~Assets~~ Position / Total Expenses – This ratio provides a snapshot of financial strength and flexibility. A positive ratio or increasing trend over time may indicate increasing strength in financial condition.
- b. Viability Ratio
Expendable Net ~~Assets~~ Position / Long Term Debt – This ratio measures the availability of expendable net ~~assets~~ position to cover debt. A strong viability ratio is one measure of the University's ability to respond to adverse conditions, attract capital from external sources, and maintain flexibility to fund new objectives.
- c. Return on Net ~~Position~~ Assets Ratio
Change in Net ~~Position~~ Assets / Total Assets – This ratio measures total economic return and can be used to indicate whether the University is financially better or worse over time.

d. Net Income Ratio

Change in Unrestricted Net ~~Assets~~ Position / Total Unrestricted Revenue –
This ratio measures success of financial operations for a given year.

Taken together, and in consideration of other indicators, the above ratios can represent a composite financial index which may be used to provide an overall financial measurement of the University. Adjustments to ratios, such as may be calculated by rating agencies, may be necessary to ensure the most appropriate calculation of the pertinent ratio.

The University recognizes the financial ratios noted above, and other industry measures of creditworthiness and sound financial management may change over time. The University will periodically review its debt policy to ~~insure~~ ensure consideration is given to current higher education industry practices and standards.

Every project considered for financing must have a defined, supportable plan of total funding costs (both construction and operating costs) approved by management. Associated revenues and cost savings should be estimated conservatively. Determination of the prioritization of individual projects to be allocated a portion of available debt capacity is a separate, internal decision that must be made before a project is initiated.

The University will monitor its debt and review financial performance on an ongoing basis. A report will be provided to the Trustees annually summarizing the University's outstanding (and proposed if applicable) debt and financial condition as indicated by appropriate industry measures, including financial ratios, public debt ratings and other relevant data.

ASSIGNMENT OF RESPONSIBILITIES

The Board ~~of Trustees~~ will review and consider for approval the annual capital project plan as well as each individual debt financing transaction. Additionally, the Board will review and approve the implementation of this Debt Policy and will approve any significant future changes.

The President/Executive Vice President is directly responsible for capital debt issuance and debt management. The authority to execute such debt issuance is delegated to the Vice President for Business and Finance and Chief Financial Officer.

Campus Planning and Facilities ~~The Associate Vice President for Facilities Management in conjunction with the University Architect~~ will take the lead role in estimating and defining project costs and obtaining Board of Trustee approval of the projects before debt issuances are constructed. These offices will work with the Executive Vice President, Director of Management Accounting, and the ~~Associate Vice President for Business and Finance~~ and Chief Financial Officer, as well as the Vice President for Development. to explore the most advantageous funding plan for individual projects. The Capital Project Prioritization Process will be employed to ensure the strategic use of debt for the highest priority projects.

The Director of Management Accounting ~~The Associate Vice President for~~

Business and Finance or designee will coordinate with ~~Campus Planning and Facilities~~ the Associate Vice President for Facilities Management to oversee the capital budgeting and funding plans for major projects.

~~This office-~~ The Associate Vice President for Business and Finance, or designee will work with ~~the Controller,~~ the Controller, Bond Counsel, ~~Campus Planning,~~ Facilities, and others to help prepare and review the documents necessary for bond issuance and rating agency reviews and visits.

The Controller's Office will maintain a schedule of current and forecasted debt and associated payment of principal, interest, and fees. The Controller will provide debt service budgets in the annual budget process and individually to all campus units which are assessed debt service. The Controller's Office is responsible for the accounting, reporting and other disclosures, monitoring compliance with covenants and private use issues, and arbitrage calculations associated with existing debt issues.

~~Treasury Services~~ The Office of Cash Management and Treasury will invest unspent bond funds according to University investment policies to achieve the highest return available under arbitrage limitations.

APPROVED: January 31, 2008

REAFFIRMED: June 19, 2009

~~REVISED: May 24, 2013~~

REVISED MAY 19, 2016