

**TELECONFERENCE
AGENDA
SPECIAL MEETING
BOARD OF REGENTS
UNIVERSITY AND COMMUNITY COLLEGE SYSTEM OF NEVADA
System Administration, Las Vegas
5550 W. Flamingo Road, Suite C-1
System Administration, Reno
2601 Enterprise Road
Thursday, July 29, 1999**

Members Present: Dr. Jill Derby, Chair

Mr. Mark Alden

Mrs. Thalia Dondero

Mrs. Dorothy S. Gallagher

Mr. Douglas Roman Hill

Dr. Tom Kirkpatrick

Mr. Howard Rosenberg

Mr. Doug Seastrand

Mr. Steve Sisolak

Members Not Present: Mr. David Phillips

Mr. Tom Wiesner

Others Present: Vice Chancellor, Tom Anderes

Vice Chancellor Jane Nichols

General Counsel Tom Ray

President Joe Crowley, UNR

President Carol Harter, UNLV

President Stephen Wells, DRI

Interim President Michelle Dondero, WNCC

Rita Huneycutt for President Richardson, TMCC

Stan Aiazzi for President Remington, GBC

Bob Silverman for President Moore, CCSN

Interim Board Secretary Suzanne Ernst

Also present were Ken Hunter, UNR; Ron Zurek, UNR; Shannon Ellis, UNR; Paul Page, UNR Foundation; Jenny Frayer, UNR Foundation; Scott Higginson, Del Webb Representative; Gary Mead for Faculty Senate Susan Bunyan, UNR; Karl Armstrong, UCCSN; Jim Randolph, UCCSN; Karen Steinberg, UCCSN; John Filler, Vice Chair UNLV Senate; Bill Culbreth, UNLV Faculty Senate.

Vice Chair Thalia Dondero called the meeting to order at 8:05 am on Thursday, July 29, 1999 with all members present except Regent Phillips and Regent Wiesner.

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- o Approved Sale Agreement, UNR - The Board approved the Amended and Restated Sale Agreement (and related documents) between Del Webb Conservation Holding Corp., as seller and Thunderbird Lodge Preservation Society, as buyer. The Board of Regents had previously approved the contingent purchase of the improvements known as the Whittel Estate. In this amended agreement the

Thunderbird Lodge Preservation Society, a non-profit corporation, is substituted in as buyer in the place of the Board of Regents and the Society is purchasing the property for itself and for the benefit of and use by UNR in furtherance of research in the Lake Tahoe Basin.

President Crowley thanked the members of the board for scheduling this special teleconference meeting. Exhibit #1 is a synopsis of the Whittel Estate transaction and the agreement (on file in the board office). The progress that has been made with this agreement has been reported via fax and at Board of Regents meetings. President Crowley stated that UNR's interest in this agreement is to have a research presence at the lake, a conferencing facility and a public access unit. The universities, the community colleges and DRI, can utilize the research presence. UNR will be allowed 30 days of free conferencing abilities and will also be in charge of conducting the tours of the lodge. President Crowley also suggested that a member of the Board of Regents serve on that advisory board to serve as a liaison. President Crowley stated that general counsel had reviewed the agreement and that he was happy that three years of hard work has paid off.

Chair Derby moved approval of the Amended and Restated Sale Agreement, the Joint Use Agreement within the Thunderbird Lodge Preservation Society. Dr. Kirkpatrick seconded.

Mr. Alden thanked the Del Webb organization and President Crowley for their efforts. He noted that he was happy that there will be no out of pocket expenses with Del Webb expressing that if there was a shortfall that they will be picking that up. He stated that this was a win-win situation and that it was an excellent position for research efforts.

Scott Higginson stated that this has been a dream of Del Webb in preserving this historical structure and giving it the protection that it needs. He thanked UNR for their commitment. He explained that there had been a significant amount of confusion with the Whittel Estate and another Tahoe land exchange but that they are separate issues. He also thanked the Board for their support.

Mr. Hill commented that the plan was a good one and that he would like to have a Regent as a representative on the advisory board in the future.

Mr. Sisolak questioned what would happen to the three year term of the note if it was not paid off in that amount of time, with Scott Higginson answering that they would continue to fundraise to make up the difference. He also stated that the note should be retired quickly.

Mr. Rosenberg had explained that he was unsure of who Phillip Caterino was, how he got involved and what his salary was going to be. Ken Hunter explained that Phillip Caterino is a long time lake resident who was the construction manager of the Dreyfus addition. Both Ken Hunter and Scott Higginson agreed that Phillip Caterino would work in a very professional manner to make this a good preservation asset. Mr. Caterino has been envisioned as the operator and his salary is being discussed in the neighborhood of \$75,000 per year.

Scott Higginson explained that the agreement is that this will be a lease holding on land of 40 years with a 20-year option. It will be re-evaluated every 20 years.

Upon a roll call vote the motion carried unanimously with Regent Phillips and Regent Wiesner absent.

Ms. Dondero asked that everyone be notified who to contact for conferences. President Crowley stated that Ken Hunter would be the person to contact for conferencing or if there are any other questions. Mr. Hunter stated that he would provide his address and telephone numbers to the board.

- o Approval of Loan, UNR - The Board approved the loan for UNR from the UNR Foundation in the amount of \$3 million in order to proceed with construction of the new student services building authorized and partially funded by the 1997 Nevada Legislature. A gift has been received by the Foundation for the new building in the form of an irrevocable charitable remainder trust. Under the terms of the gift agreement, the donor is receiving all income from the trust until his/her death. Upon the donor's death, the remainder amount of the trust passes in its entirety to the University for the building. The loan is in the form of interest only payments.

President Crowley explained that this was a promissory note (on file in the board office) and that the Legislature had appropriated money to complete the parking structure but not the student services building. He also explained that UNR had agreed to raise the additional funds to complete the building. President Crowley explained that the \$3 million gift is in the trust for this purpose and will allow them to proceed with construction of the building with an opening date of between August and September of the year 2000.

Dr. Kirkpatrick asked whether the student services had a revenue stream of some sort with Shannon Ellis responding that they had set aside funding from student fees. She explained that \$1.00 of the student fees will be reverting towards the \$180,000. Mr. Sisolak asked where that \$1.00 was being used now and if there was going to be a shortfall in that area. Shannon Ellis explained that it was being used in housing but they had built a reserve and that they were in good shape right now.

Chair Derby moved approval of the loan for UNR from the UNR Foundation for the new student services building. Dr. Kirkpatrick seconded.

Upon a roll call vote the motion carried unanimously with Regent Phillips and Regent Wiesner absent.

3. Approved Board calendar change - The Board approved changes to the Board of Regents' calendar.

Ms. Dondero explained that the changes to be made would be the September meeting to Reno, the October meeting to Elko and the April meeting to TMCC. She explained that the September and October changes were to accommodate the UNR Foundation dinner that is to be held in September and that the April changes was to accommodate the Regents' Northern Outstanding Reception.

Mr. Alden had concerns over the number of meeting that were being held in Las Vegas. He also asked if there was a cost issue of having these meetings at these various places. He stated that he liked attending these places, but questioned if there was a better place to have these at a better cost.

Chair Derby explained that a number of years ago it was decided that it was important to have meetings at various campuses so the Board could familiarize themselves with these campuses and that it was also a time for the campuses to get to know the Board.

Interim Board Secretary Suzanne Ernst explained that there are 6 sites in the North and 3 sites in the South and that it is very difficult to put together this calendar without having more meetings in the North. She commented that the approval of the September, October and April sites was important and

that the rest of the changes could be discussed at the September meeting.

President Harter commented that the UNLV students had asked for the technology fee to be postponed to the October meeting and that Elko would be difficult of the students to get to. Mr. Rosenberg asked if it could be postponed to December, with President Harter explaining that it would not to be implemented by January if it was postponed until December. Mr. Rosenberg commented that what he had heard from students was that they were not happy about this and that he felt it should be discussed at the UNR or UNLV campus. President Harter commented that the students would not have enough time to go over it as they will have just arrived back to school if the fee was to be discussed at the September meeting.

Dr. Kirkpatrick commented that we need the money but that we also need the student input. He expressed that the Board had told the students that we would not increase their fees without their knowledge and comments. Mr. Rosenberg asked if video input could be an option with Mr. Sisolak opposing the video input. Mr. Rosenberg then suggested a special November meeting. Mr. Sisolak asked when these meetings were scheduled and Chair Derby stated that they are scheduled 1 year in advance.

Mr. Rosenberg moved approval of the calendar changes. Mr. Hill seconded.

Mr. Sisolak noted that he opposed the question as he was not getting an explanation. Chair Derby explained that it would be very difficult for everyone involved having a special award ceremony if they will have to travel to Fallon for the reception.

Mr. Hill called for the question.

Motion to stop debate fails via a roll call vote with Regents Derby, Alden, Dondero, Gallagher, Kirkpatrick, Rosenberg, Seastrand & Sisolak voting no. Regent Hill voted yes and Regents Phillips and Wiesner were not present.

Chair Derby suggested the issues be separated. She noted that it was agreed that they have a special meeting for the technology fee issue.

Mr. Hill apologizes to Board for having to excuse himself due to prior commitments. (Mr. Hill leaves at 8:45 am)

Mr. Alden requested that the Board have its Elko meeting in October and a special meeting when the students will have a chance to have input. Chair Derby stated that she would support those changes. Mr. Sisolak asked President Harter if having a special meeting in November would help implement the fee in January, with President Harter stating that she could not be certain. President Crowley stated that if a special meeting was scheduled as quickly as possible after the October meeting that it should be enough time to implement the fee. Chair Derby suggested that in November there would be a Regents' workshop and that they could piggyback a special meeting before the workshop.

The motion to approve the 3 site changes failed via a roll call vote with Regents Derby, Dondero, Gallagher, Rosenberg and Seastrand voting yes and Regents Alden and Sisolak voting no. Regent Kirkpatrick abstained and Regents Hill, Phillips and Wiesner were absent.

Mr. Alden moved approval of holding the September 1999 meeting at UNR and the October 1999 meeting at GBC. Regent Kirkpatrick seconded. Motion carried unanimously. Regents Hill, Phillips and Wiesner were absent.

Dr. Kirkpatrick requested that the discussion of the April meeting be included on the September agenda.

- Public Comment - None

5. New Business - None

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The meeting adjourned at 8:50 am.

Suzanne Ernst

Interim Secretary of the Board