

**UNIVERSITY OF MINNESOTA**

**BOARD OF REGENTS**

**July 12, 2002**

A meeting of the Board of Regents of the University of Minnesota was held on Friday, July 12, 2002 at 9:00 a.m. in the Boardroom, 600 McNamara Alumni Center.

Regents present: Maureen Reed, presiding; Anthony Baraga, Robert Bergland, Frank Berman, Jean Keffeler, Richard McNamara, David Metzen, H. Bryan Neel, Michael O'Keefe, and Lakeesha Ransom.

Staff present: President Mark Yudof; Executive Vice President and Provost Robert Bruininks; Senior Vice President Frank Cerra; Vice Presidents Christine Maziar, Tonya Moten Brown, and Carol Carrier; Interim Vice President Greg Fox; Executive Director Ann Cieslak; Associate Vice Presidents Gerald Fischer, Gail Klatt, Donna Peterson, and Richard Pfitzenreuter.

**RECOGNITION OF PRESIDENT MARK YUDOF**

**AND JUDY YUDOF**

Recognition was given to outgoing president Mark G. Yudof and his wife Judy Yudof for their five years of service to the University of Minnesota. Chair Reed commented on the accomplishments of Yudof during his tenure which included improvements to the undergraduate experience, the designation of five interdisciplinary academic initiatives, and renewal of the campuses. His firm commitment to accountability and transparency was also noted. Judy Yudof was commended for her exemplary service to the University and her enhancements to Eastcliff, the home of University presidents. Reed presented Yudof with a certificate conferring him with the title of President Emeritus, effective August 1, 2002.

**INTRODUCTIONS**

Dean of the Law School

Executive Vice President & Provost Robert Bruininks introduced Alex M. Johnson Jr., newly-appointed dean of the University of Minnesota Law School.

Civil Service Committee Chair

Vice President Carrier recognized the following Civil Service Committee chairs for their service:

Wendy Williamson, 2001

Mary Berg, 2002

Carla Volkman Lien was introduced as the incoming chair for 2003.

#### Council of Academic & Professional Administrators

Vice President Carrier introduced Randy Croce, the 2002 chair of the Council of Academic & Professional Administrators. Carrier noted that Croce will continue as chair for 2003.

#### **APPROVAL OF MINUTES**

A motion was made and seconded, and the Board of Regents voted unanimously to approve the minutes of the following meetings:

Board of Regents Emergency Meeting - June 7, 2002

Litigation Review Committee - June 13, 2002

Audit Committee - June 13, 2002

Educational Planning & Policy Committee - June 13, 2002

Facilities Committee - June 13, 2002

Faculty, Staff & Student Affairs Committee - June 13, 2002

Finance & Operations Committee - June 13, 2002

Board of Regents Annual Meeting - June 14, 2002

Board of Regents - June 14, 2002

#### **REPORT OF THE PRESIDENT**

President Yudof presented his final report to the Board. He addressed his accomplishments during the past five years noting the renovation of the campuses, improvements to the undergraduate experience, the return of the Medical School to its former prominence, and the restructuring of athletics. He thanked the Board for its support and spoke highly of the Board's focus on broad policy-setting which allowed the administration to implement policy. The delineation of roles has been a key feature of the Board's ability to govern effectively. He believes the University is positioned well for the future and has great momentum. A copy of President Yudof's statement is on file in the Board Office.

## **REPORT OF THE CHAIR**

Chair Reed thanked Board members for their consideration of the issues surrounding the presidential search. She stated that it is a delicate balance to preserve confidentiality in the environment of the Open Meeting Law. She is confident the Board can recruit the best person for the position while abiding by the open process. She called on Vice Chair Bergland who moved the following resolution:

The Board of Regents will serve as the official Search and Selection Committee for the University President.

The motion was moved and seconded and the Board of Regents voted unanimously to approve the motion.

Reed reported that she has waived President Yudof's 90-day notice requirement. His last day at the University of Minnesota will be

July 31, 2002. Interim President Bruininks officially begins on August 1, 2002. Susan Hagstrom, spouse of Robert Bruininks, is designated Associate to the Interim President.

Finally, Reed reported that the Board will hold a retreat August 14-15, 2002. If Board members have suggestions for agenda items, they can be submitted to the Board Office.

## **RECEIVE AND FILE REPORTS**

Chair Reed noted the receipt and filing of the Civil Service Committee Report and the Council of Academic & Professional Administrators Report.

## **GIFTS**

Associate Vice President Gerald Fischer presented the monthly list of gifts to the University of Minnesota, the University of Minnesota Foundation, the Arboretum Foundation, and the Minnesota Medical Foundation through May 31, 2002, as presented in the docket material and on file in the Board Office.

A motion was made, seconded, and the Board of Regents voted unanimously to approve the receipt of gifts as presented.

## **APPOINTMENT OF REGENTS PROFESSOR**

President Yudof reported that the Regents Professor Nominating Committee forwarded a recommendation to the Board of Regents on

June 30, 2002. He recommends approval of the recommendation.

A motion was made, seconded, and the Board of Regents voted unanimously to approve the recommendation of the Regents Professor Nominating Committee.

## **REPORT OF THE FACULTY, STAFF, & STUDENT AFFAIRS COMMITTEE**

Regent Metzen, Chair of the committee, reported that the committee voted unanimously to recommend:

1. Approval of the Consent Report for the Faculty, Staff & Student Affairs Committee as presented to the

committee and described in the July 11, 2002 committee minutes.

2. Adoption of an amended Regents Policy: *Grievance Process*, as follows:

### **GRIEVANCE PROCESS**

**Subd. 1. Purpose.** The University of Minnesota shall have an internal process for the good faith review and resolution of employment grievances.

**Subd. 2. Delegation of Authority.** The Board of Regents delegates to the president the authority to administer this policy. The president, after consultation with the University Senate and the Grievance Advisory Committee, is authorized to adopt and amend administrative procedures to implement this policy.

**Subd. 3. Scope.** This process shall apply to the employment grievances of faculty, academic professional and administrative staff, civil service staff, and student employees. The process also shall apply to grievances of faculty emeriti in accordance with the terms of the administrative procedures implementing the policy. This process shall not otherwise apply to non-employees or to employees in bargaining units represented by labor organizations.

**Subd. 4. Review.** The administrative procedures implementing this policy will be reviewed every five years pursuant to provisions established in those procedures.

The Board of Regents voted unanimously to approve the recommendations of the Faculty, Staff & Student Affairs Committee.

Metzen reported that the committee also engaged in a discussion relating to the residential life program at the University of Minnesota Crookston and reviewed information items as described in the docket materials.

### **REPORT OF THE FINANCE & OPERATIONS COMMITTEE**

Regent Baraga, Vice Chair of the committee, reported that the committee voted unanimously to recommend:

1. Approval of the Consent Report for the Finance & Operations Committee as presented to the committee and described in the July 11, 2002 committee minutes.

The Board of Regents voted unanimously to approve the recommendation of the Finance & Operations Committee.

Baraga reported that the committee engaged in a discussion regarding a central reserves strategy and reviewed information on the Financial Systems Replacement Project.

### **REPORT OF THE EDUCATIONAL PLANNING & POLICY COMMITTEE**

Regent Hogan, Chair of the committee, reported that the committee voted unanimously to recommend:

1. Approval of the Consent Report for the Educational Planning & Policy Committee as presented to the committee and described in the July 11, 2002 committee minutes.

The Board of Regents voted unanimously to approve the recommendation of the Educational Planning & Policy Committee.

Hogan reported that the committee received a program and financial review relating to the University of Minnesota Morris. The committee also reviewed information items as described in the docket materials.

### **REPORT OF THE FACILITIES COMMITTEE**

- Regent Baraga, Chair of the committee, reported that the committee voted unanimously to recommend:
  1. Approval of the Consent Report for the Facilities Committee as presented to the committee and described in the July 11, 2002 committee minutes.
  2. Approval of an amendment to the FY2003 Capital Budget by \$600,000 to incorporate funding to complete the schematic plans for the Translational Research Facility on the Twin Cities campus.
  3. Approval that the appropriate administrative officers receive authorization to execute the appropriate documents providing for the following real estate transactions:
    - A. Phased conversion of up to 350 acres at the Fens Research Facility in Zim, Minnesota into a Wetland Bank.
    - B. Five-Year lease for Academic Health Center Units, 925 Delaware Street S.E., Minneapolis.

The Board of Regents voted unanimously to approve the recommendation of the Facilities Committee.

Baraga reported that the committee reviewed the proposed sales of the Supercomputer Center at 1200 Washington Avenue South in Minneapolis and land at the West Central Research and Outreach Center in Morris. The committee also reviewed information on construction project delivery and received a presentation on maintenance and operations issues on the Twin Cities campus. A number of information items were reviewed as described in the docket materials.

### **REPORT OF THE AUDIT COMMITTEE**

Regent Bergland, Chair of the committee, reported that the committee discussed the internal audit annual workplan; reviewed the semi-annual controller's report; and engaged in a discussion relating to administrative oversight and monitoring.

### **REPORT OF THE LITIGATION REVIEW COMMITTEE**

Regent Neel, Chair of the committee, reported that the committee did not meet this month.

### **FAIRVIEW-UNIVERSITY AFFILIATION AGREEMENT**

Senior Vice President Frank Cerra, Rodney Burwell, Chair of Fairview Health Services, and David Page, President and CEO of Fairview Health Services, presented proposed changes in the governance structure of the Fairview Health System (FHS) as provided in the docket material. The goal of the proposed changes is to improve the efficiency and effectiveness of the governance of the FHS. These changes constitute a change in the Fairview-University Affiliation Agreement that has been in effect since January 1997 and require regental approval prior to implementation.

The proposed changes include:

1. Reducing the size of the system board;
2. Engaging the whole board in dialog with less committee work;

3. Reducing the number of committees of the board;
4. Moving toward a competency-based board model; and
5. Having the hospital boards focus on quality management, credentialing, compliance and safety, and community relations, while the FHS board retains final authority over strategic planning and finance, and Fairview central administration manages the common service functions (e.g. human resources, information systems, financial reporting), and will be responsible for the hiring, dismissal and performance of the chief executive officer of each hospital.

A comparison of the original system model and the proposed model were reviewed. The item will be on the agenda in September for action.

The meeting adjourned at 10:45 a.m.

**ANN D. CIESLAK**  
**Executive Director and**  
**Corporate Secretary**

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