

**MINUTES OF THE MEETING OF THE
BOARD OF REGENTS OF THE UNIVERSITY SYSTEM OF GEORGIA
HELD AT
Atlanta Georgia
November 9-10, 2010**

CALL TO ORDER

The Board of Regents of the University System of Georgia met on Tuesday, November 9, 2010, and Wednesday, November 10, 2010, in the Board Room, 270 Washington St., S.W., in Atlanta, Georgia. The Chair of the Board, Regent Willis J. Potts, Jr., called the meeting to order at approximately 12:15 p.m. on Tuesday, November 9, 2010, and again at 9:40 a.m. on Wednesday, November 10, 2010. Present on Tuesday and Wednesday, in addition to Chair Potts, were Regents Kenneth R. Bernard, Jr., James A. Bishop, Frederick E. Cooper, Larry R. Ellis (by telephone), Robert F. Hatcher, C. Thomas Hopkins, Jr., W. Mansfield Jennings, Jr. (by telephone), James R. Jolly, Donald M. Leebern, Jr., William H. NeSmith, Jr., Doreen Stiles Poitevint, Wanda Yancey Rodwell, Kessel D. Stelling, Jr., Benjamin J. Tarbutton, III, Richard L. Tucker, and Larry Walker. Regent Felton Jenkins was excused on both days.

INVOCATION AND PLEDGE

The invocation and Pledge of Allegiance were given on each day by Regent Frederick E. Cooper.

SAFETY BRIEFING

The safety briefing was given on each day by Chief Bruce Holmes.

ATTENDANCE REPORT

The attendance report was given on each day by Secretary Burns Newsome.

APPROVAL OF MINUTES

The minutes of the Board of Regents meeting held on October 12-13, 2010, were unanimously approved.

RECOGNITION OF GUESTS

Chair Willis J. Potts, Jr., took a moment on Tuesday, October 12, 2010, to recognize and welcome two student leaders: Mr. Alton Standifer, a member of both the Georgia Southern University Student Advisory Council and the Chancellor's Search Committee, and Ms. Jasmine Thomas, President of the Student Government Association of Abraham Baldwin Agricultural College. The Chair thanked each student for his and her leadership.

REMARKS FROM DR. BELLE WHEELAN

Chair Willis J. Potts, Jr., introduced and welcomed Dr. Belle Wheelan, President of the Southern Association of Colleges and Schools. Chair Potts thanked Dr. Wheelan for her support of and partnership with the University System of Georgia.

Dr. Wheelan presented to the Board a general overview of the accreditation process of SACS' Committee on Colleges. She discussed issues regarding credit hours and transfers, federal financial aid, and other issues in higher education. She discussed the Board of Regents' primary governance responsibilities: to make policy for public higher education institutions in Georgia and to hire and evaluate the University System's executive and administrative officers.

Dr. Wheelan also spoke to matters regarding strengthening and gauging institutional effectiveness, to prohibited political interference in academic matters, and to SACS' expectations regarding Board oversight of University System institutions.

An audio copy of Dr. Wheelan's presentation is on file and available for inspection in the Office of the Secretary to the Board.

COMMITTEE OF THE WHOLE: INTERNAL AUDIT, RISK AND COMPLIANCE

The Committee on Internal Audit, Risk, and Compliance met on Tuesday, November 9, 2010, at approximately 1:00 p.m. in the Board Room. Committee members in attendance included all members except Regents Larry R. Ellis, Felton Jenkins, and W. Mansfield Jennings, Jr.. Chair Kessel Stelling introduced John Fuchko, the Board's chief audit officer, who provided the committee with a mid-point review and audit report on his office's audit of the Board's Shared Services Initiative. A copy the presentation and audit report is on file and available for inspection in the Board's Office of Internal Audit. No action was taken by the committee. The committee meeting adjourned at approximately 2:05 p.m.

REMARKS FROM THE DR. KELLY HENSON

Chair Willis J. Potts, Jr., introduced and welcomed Dr. Kelly Henson, Executive Secretary of the Georgia Professional Standards Commission and a member of the Chancellor's Search Committee. Dr. Henson gave a very brief overview of the mission and operations of the Professional Standards Commission. He then discussed his main purpose for appearing before the Board: the effort to create a seamless educational system between the various educational entities and agencies in Georgia.

Dr. Henson discussed some of the barriers to seamless movement:

1. Articulation and Transfer Issues;
2. Dual Enrollment and Dual Credit Issues;
3. Postsecondary Efficiencies; and
4. Associate of Science Degrees in Specific Program Areas.

Dr. Henson assured the Board that solutions will be student-focused and not institution-focused. Complete College America, a national non-profit organization will assist Georgia in this effort. Legislation will be recommended only where necessary; most solutions are expected to come from the affected educational agencies.

The Chair expressed the Board's appreciation for Dr. Henson's leadership in this effort. An audio copy of Dr. Henson's presentation is on file and available for inspection in the Office of the Secretary to the Board.

COMMITTEE OF THE WHOLE: ACADEMIC AFFAIRS

The Committee on Academic Affairs, meeting as the Committee of the Whole, met on Tuesday, November 9, 2010, at approximately 2:30 p.m. in the Board Room. Members in attendance included all Regents except Regent Felton Jenkins. Chair NeSmith reported to the Board that the Committee reviewed five items, four of which required action. With motions properly made, seconded, and adopted, the Board approved and authorized the following:

1 & 2. Establishment of Undergraduate Degrees in Engineering, The University of Georgia and Georgia Southern University

On motion properly made, seconded, and continued from the October 12-13, 2010, meeting of the Board, the Board, by a vote of 9-8:

- (a) waived Policy 6.3.1 of the Policy Manual requiring the approval of any administrative officer for consideration of the following six degree proposals;
- (b) waived any provision of the Academic Affairs Handbook requiring any of the following six degree proposals to be considered by Board staff for any given period of time prior to Board consideration;
- (c) approved the request of President Michael F. Adams that the University of Georgia be authorized to establish the following three undergraduate engineering degree programs:

- (i) a Bachelor of Science in Electrical and Electronics Engineering, effective November 10, 2010;
 - (ii) a Bachelor of Science in Mechanical Engineering, effective November 10, 2010; and
 - (iii) a Bachelor of Science in Civil Engineering, effective November 10, 2010; and
- (d) approved the request of President Brooks A. Keel that Georgia Southern University be authorized to establish the following three undergraduate engineering degree programs:
- (i) a Bachelor of Science in Electrical Engineering, effective November 10, 2010;
 - (ii) a Bachelor of Science in Mechanical Engineering, effective November 10, 2010; and
 - (iii) a Bachelor of Science in Civil Engineering, effective November 10, 2010.

Voting in favor of the motion were Board Chair Willis J. Potts, Jr., Committee Chair William H. NeSmith, Jr., and Regents Kenneth R. Bernard, Jr., James A. Bishop, C. Thomas Hopkins, Jr., Donald M. Leebern, Jr., Kessel D. Stelling, Jr., Richard L. Tucker, and Larry Walker. Voting against the motion were Regents Frederick E. Cooper, Larry R. Ellis (by telephone), Robert F. Hatcher, W. Mansfield Jennings, Jr. (by telephone), James R. Jolly, Doreen Stiles Poitevint, Wanda Yancey Rodwell (by telephone), and Benjamin J. Tarbutton, III.

3. Establishment of the Nalley Distinguished Chair in Entrepreneurship, University of Georgia

The Board unanimously approved the request of President Michael F. Adams that the University of Georgia be authorized to establish the Nalley Distinguished Chair in Entrepreneurship, effective November 10, 2010.

4. Establishment of the Earnest Corn Professorship of Infectious Disease in Epidemiology, University of Georgia

The Board unanimously approved the request of President Michael F. Adams that the University of Georgia be authorized to establish the Earnest Corn Professorship of Infectious Disease in Epidemiology, effective November 10, 2010.

5. Named Faculty Positions

The administrative and academic appointments were reviewed by the Chair of the Committee on Academic Affairs.

The committee meeting adjourned at approximately 3:35 p.m.

COMMITTEE REPORTS

EXECUTIVE AND COMPENSATION COMMITTEE

The Executive and Compensation Committee met on Tuesday, November 9, 2010, at approximately 10:35 a.m. in room 7019. Committee members in attendance were Chair Willis J. Potts, Jr., and Regents Robert F. Hatcher, James R. Jolly, Donald M. Leebern, Jr., Wanda Yancey Rodwell, and Richard L. Tucker. Chancellor Erroll B. Davis, Jr., and members of his staff also were present. Chair Potts reported to the Board that no action was taken by the committee.

Executive Session: Personnel Matters

At approximately 10:39 a.m. on Tuesday, November 9, 2010, Chair Willis J. Potts, Jr., called for an executive session for the purpose of discussing personnel matters. With motion properly made and seconded, the Regents who were present voted unanimously to go into executive session. Those Regents are as listed above. The Chancellor and members of his senior staff also were present. In accordance with H.B. 278, Section 3 (amending O.C.G.A. 50-14-4), an affidavit regarding this executive session is on file in the Office of the Secretary to the Board.

Chair Potts reconvened the committee in its regular session at approximately 10:52 a.m. and announced that no actions were taken during executive session.

The committee meeting adjourned at approximately 10:55 a.m.

COMMITTEE ON ORGANIZATION AND LAW

The Committee on Organization and Law met on Wednesday, November 10, 2010, at approximately 9:00 a.m. in Room 5158 of the Board offices. Committee members in attendance were Chair Larry Walker, Vice-Chair Wanda Yancey Rodwell, and Regents Kenneth R. Bernard, Jr., C. Thomas Hopkins, Donald M. Leebern, Jr., William H. NeSmith, Jr., and Benjamin Tarbuton, III. Chair Walker reported to the Board that the Committee reviewed two items, each of which required action. In accordance with H.B. 278, Section 3 (amending O.C.G.A. § 50-14-4), an affidavit regarding the committee's executive session is on file with the Office of the Secretary to the Board. With motion properly made, seconded, and unanimously adopted, the Board approved and authorized the following:

1. Revision to the Policy Manual, 7.12.4.1, Appropriate Use

The Board approved the following deletion of language from Section 7.12.4.1, of The Board Policy Manual:

Policy 7.12.4.1 Appropriate Use

It is USG policy to provide an environment that encourages the free exchange of ideas and sharing of information. Access to this environment and the USG's information technology (IT) resources is a privilege and must be treated with the highest of ethical standards.

The USG requires all institutions and their users to use IT resources in a responsible manner, respecting the public trust through which these resources have been provided, the rights and privacy of others, the integrity of facilities and controls, state and Federal laws, and USG policies and standards. USG institutions may develop policies, standards and guidelines based on their specific needs that augment, but do not lessen, the intent of this policy.

This policy outlines the standards for appropriate use of USG IT resources, which include, but are not limited to, equipment, software, networks, data, and telephones whether owned, leased, or otherwise provided by the USG institutions.

This policy applies to all users of USG IT resources including faculty, staff, students, guests, and external organizations and individuals accessing network services, such as the Internet, via USG resources.

Preserving the access to information resources is a system-wide effort that requires each institution and its leadership to act responsibly and to proactively guard against abuses. Therefore, the USG as a whole, each individual institution, and its users have an obligation to abide by the following standards of appropriate and ethical use:

1. Use only those IT resources for which you have authorization
2. Protect the access and integrity of IT resources.
3. Abide by applicable local, state, federal laws, university policies and respect the copyrights and intellectual property rights of others, including the legal use of copyrighted material.
4. Use IT resources only for their intended purposes.
5. Respect the privacy and personal rights of others.
6. Do no harm.

Failure to comply with the appropriate use of these resources threatens the atmosphere for the sharing of information, the free exchange of ideas, and the secure environment for creating and

maintaining information, and subjects one to discipline. Any user of any USG system found using IT resources for unethical and/or inappropriate practices has violated this policy and is subject to disciplinary proceedings including suspension of system privileges, expulsion from his/her institution, termination of employment, and/or legal action as may be appropriate.

~~Although all USG members have an expectation of privacy, if a user is suspected of violating this policy, his/her right to privacy may be superseded by the USG's requirement to protect the integrity of IT resources, the rights of all users, and the property of the USG and the State. The USG thus reserves the right to examine material stored on or transmitted through its resources if there is cause to believe that the standards for appropriate use are being violated by a member institution, a user, or a trespasser onto its systems or networks.~~

2. Applications for Review

At approximately 9:10 a.m. on Wednesday, November 10, 2010, Chair Larry Walker called for an executive session for the purpose of discussing personnel matters and academic records of students. With motion properly made and seconded, the Regents who were present voted unanimously to go into executive session. Those Regents are as listed above. Also in attendance was the Vice Chancellor for Legal Affairs, Burns Newsome, Assistant Vice Chancellor for Legal Affairs, Kimberly Ballard-Washington, and Senior Assistant Attorney General Kathleen Gosden. In accordance with H.B. 278, Section 3 (amending O.C.G.A. 50-14-4), an affidavit regarding this executive session is on file in the Office of the Secretary to the Board.

Chair Walker reconvened the committee meeting in its regular session at approximately 9:38 a.m. With motion properly made, seconded, and unanimously adopted, the Board accepted the committee's report of the following:

- a. In the matter of Mr. Larry Beckwith, at the Georgia Institute of Technology, concerning his termination, the application for review was denied.
- b. In the matter of Mr. Jack Ramsey, at the Georgia Institute of Technology, concerning his termination, the application for review was denied.
- c. In the matter of Mr. Hosea Lewis, at Fort Valley State University, concerning his termination, the institution's decision was upheld.
- d. In the matter of file no. 2107, at Georgia College & State University, concerning the dismissal of a student, the application for review was remanded to the institution for further consideration.
- e. In the matter of Dr. Rachel Belinsky, at Georgia State University, concerning denial of her promotion and subsequent termination, the institution's decision was upheld.

The committee meeting adjourned at approximately 9:39 a.m.

COMMITTEE ON FINANCE AND BUSINESS OPERATIONS

The Committee on Finance and Business Operations met on Wednesday, November 10, 2010, at approximately 8:00 a.m. in Room 5158 of the Board offices. Committee members in attendance were Chair Benjamin Tarbutton, III, and Regents Kenneth R. Bernard, Jr., C. Thomas Hopkins, Donald M. Leebern, Jr., William H. NeSmith, Jr., and Larry Walker. Chancellor Errol B. Davis, Jr., also was in attendance. Chair Tarbutton reported to the Board that the committee reviewed one item, which did not require action. With motion properly made, seconded, and unanimously adopted, the Board accepted the report of the following:

1. Information Item: Report on First Quarter Revenues and Expenditures

The Vice Chancellor for Fiscal Affairs, Usha Ramachandran, presented to the committee a report on First Quarter revenues and expenditures. A copy of Ms. Ramachandran's report is on file and available for inspection in the Board's Office of Business and Finance.

The committee meeting adjourned at approximately 8:30 a.m.

COMMITTEE ON HEALTH PROFESSIONS AND EDUCATION

The Committee on Health Professions and Education met on Wednesday, November 10, 2010, at approximately 8:30 a.m. in Room 5158 of the Board offices. Committee members in attendance were Chair Kenneth R. Bernard, Jr., and Regents C. Thomas Hopkins, Donald M. Leebern, Jr., William H. NeSmith, Jr., Wanda Yancey Rodwell, Benjamin Tarbutton, III, and Larry Walker. Chancellor Errol B. Davis, Jr., also was in attendance. Chair Bernard reported to the Board that the committee reviewed three items, none of which required action. With motion properly made, seconded, and unanimously adopted, the Board accepted the report of the following:

1. Information Item: Update on Medical Education Program at Partnership Campus

Dr. Barbara Schuster, Dean of the MCG/UGA Medical Partnership Campus in Athens, provided the committee with an update of progress in the first year of medical education operations and ongoing developments in preparation for the second year.

2. Information Item: Developments at Clinical Campuses

Dr. Peter Buckley, Interim Dean of the School of Medicine at the Medical College of Georgia, provided the committee with an update on efforts to implement the clinical campuses in Savannah and Rome and progress in Albany with its first rotation of students.

3 Information Item: Challenges with Health Professions Education

Dr. Dara O’Neil provided the committee with an overview of the unique attributes and challenges that impact health professions education.

The committee meeting adjourned at approximately 8:55 a.m.

COMMITTEE ON REAL ESTATE AND FACILITIES

The Committee on Real Estate and Facilities met on Wednesday, November 10, 2010, at approximately 8:30 a.m. in the Board Room. Committee members in attendance were Chair James R. Jolly, Vice Chair Frederick E. Cooper, and Regents James A. Bishop, Robert F. Hatcher, Doreen Stiles Poitevint, Kessel D. Stelling, Jr., and Richard L. Tucker. The Vice Chancellor for Facilities, Linda M. Daniels, and representatives from System institutions were also in attendance. Chair Jolly reported to the Board that the Committee reviewed 16 items, 14 of which required action. With motion properly made, seconded, and unanimously adopted, the Board approved and authorized the following:

1. Project Approval, Tennis Complex, Georgia Institute of Technology

1.a. Demolition of Bill Moore Tennis Center, Georgia Institute of Technology

The Board declared the Bill Moore Tennis Center (Building No. 80) on the campus of the Georgia Institute of Technology (“GIT”), Atlanta, Georgia, to be no longer advantageously useful to GIT or other units of the University System of Georgia and authorized the demolition and removal of this facility.

The Board requested the Governor to issue an Executive Order authorizing the demolition and removal of this facility from the campus of GIT and determined that the demolition and removal be subject to adequate mitigation of all adverse environmental impacts.

1.b. Authorization of Project, Project No. BR-30-1105, Tennis Complex, Georgia Institute of Technology

The Board authorized Project No. BR-30-1105, Tennis Complex, Georgia Institute of Technology (“GIT”), with a total project budget of \$11.8 million, to be funded by the Georgia Tech Athletic Association.

The estimated construction cost for this project, which is consistent with GIT’s Master Plan, is \$10,000,000. University System Office staff and GIT will proceed with design and construction of the project in accordance with Board of Regents procedures.

2. **Authorization of Project, Project No. BR-71-1101, Arts Building, University of West Georgia**

The Board authorized Project No. BR-71-1101, Arts Building, University of West Georgia, (“UWG”) with a total project budget of \$2,700,000, to be funded from UWG institutional funds.

The estimated construction cost for this project, which is consistent with UWG’s Master Plan, is \$2,000,000. University System Office staff and UWG will proceed with design and construction of the project in accordance with Board of Regents procedures.

3. **Authorization of Project, Project No. BR-70-1102, Education Center Classroom Addition, Valdosta State University**

The Board authorized Project No. BR-70-1102, Education Center Classroom Addition, Valdosta State University (“VSU”), with a total project budget of \$3.0 million, to be funded from VSU institution funds.

The estimated construction cost for this project, which is consistent with VSU’s Master Plan, is \$2,300,000. University System Office staff and VSU will proceed with design and construction of the project in accordance with Board of Regents procedures.

4. **Authorization of Project, Project No. BR-90-1101, Infrastructure Expansion, Kennesaw State University**

The Board authorized Project No. BR-90-1101, “Infrastructure Expansion”, Kennesaw State University, (“KSU”) with a total project budget of \$6,400,000.

The estimated land acquisition cost for this project, which is consistent with KSU’s Master Plan, is \$5,000,000. The estimated construction cost for campus utility improvements is \$1,400,000.

5. **Authorization of Project, Project No. BR-30-1106, Transportation Transit Hub, Georgia Institute of Technology**

The Board authorized Project No. BR-30-1106, Transportation Transit Hub, Georgia Institute of Technology (“GIT”), with a total project budget of \$2.6 million, to be funded from \$500,000 GIT Auxiliary Services funds and \$2.1 million GIT institution funds.

The estimated construction cost for this project, which is consistent with GIT’s Master Plan, is \$2,000,000. University System Office staff and GIT will proceed with design and construction of the project in accordance with Board of Regents procedures.

6. **Authorization of Project Modification, Project No. BR-64-0402, Family Development Center, Fort Valley State University**

The Board modified the project scope and budget of Project No. BR-64-0402, Family Development Center, Fort Valley State University, (“FVSU”) to include the Quality Childcare Center and increase the total project budget from \$3,100,000 to \$5,052,847.

The Family Development Center project, approved by the Board in September 2003 is currently in design. In November 2008, the Board modified the budget. FVSU has received a \$1,972,722 grant from the United States Department of Agriculture (“USDA”) for construction of a Quality Childcare Center. In order to maximize resources, the Quality Childcare Center will be incorporated into the Family Development Center project. The project will be renamed “Family Development and Quality Child Care Center”.

	<u>November 2008</u>	<u>Now</u>
Total Project Cost	\$3,100,000	\$5,052,847
Construction Cost (Stated Cost Limitation)	\$2,510,000	\$3,800,000

7. **Appointment of Design Professional Firm, Project No. BR-65-1101, Historic Ennis Hall Renovation, Georgia College & State University**

The Board appointed the first-named design professional firm listed below for this project and authorized the execution of a contract with the identified firm. Should it not be possible to execute a contract with the top-ranked firm, staff will then attempt to execute a contract with the other listed firms in rank order.

Following public advertisement, a qualifications-based selection process was held in accordance with Board of Regents procedures. The following recommendation was accepted by the Board:

Project No. BR-65-1101, Historic Ennis Hall Renovation, Georgia College & State University

Project Description: This project was authorized by the Board in August 2010. The project includes the adaptation and rehabilitation of Ennis Hall into a modern teaching facility for the Georgia College & State University (“GCSU”) Art Department. Built in 1918, Ennis Hall is a 4-story structure containing approximately 31,500 square feet. The renovated teaching facilities will include specialized photography, painting, and drawing studios; teaching labs and classrooms; faculty offices; gallery space, and support spaces. The project will also include installation of all new mechanical, electrical, plumbing, data and information technology network systems.

The project design will be funded from GCSU institution funds.

Total Project Cost	\$10,800,000
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Construction Cost (Stated Cost Limitation) \$ 7,900,000

Number of firms that applied for this commission: 28

Recommended firms in rank order:

- 1) Lord Aeck Sargent, Inc., Atlanta
- 2) Smith Dalia Architects, LLC, Atlanta
- 3) Surber Barber Choate Hertlein, Inc., Atlanta

8. Project Approval, Ground Lease and Rental Agreements, Savannah State University

8.a. Authorization of Project, Project No. BR-69-1101, SSU Sports and Recreation Fields

The Board authorized Project No. BR-69-1101, SSU Sports and Recreation Fields, Savannah State University, (“SSU”) with a total project budget of \$4,000,000, to be funded by Savannah State University Community Development I, LLC.

The Board also authorized the execution of site licenses between the LLC, Licensee, and the Board of Regents, to allow for the construction of the sports and recreation fields. This project is consistent with SSU’s master plan.

8.b Authorization of Ground Lease and Rental Agreements, Student Housing

The Board declared an approximately 1.386 acre tract of real property on the campus of Savannah State University (“SSU”), to be no longer advantageously useful to SSU or other units of the University System of Georgia, but only to the extent and for the purpose of allowing this real property to be ground leased to SSU Community Development I, LLC (the “LLC”) for the purpose of providing student housing facilities containing approximately 601 beds and site amenities (the “Housing”).

The Board also authorized the execution of a ground lease, including necessary access, use, and construction easements and encroachments, between the Board of Regents, Lessor, and the LLC, Lessee, for the above-referenced approximately 1.386 acres of real property on the campus of SSU for a period not to exceed 32 years (not to exceed 30 years from the date the LLC obtains a certificate of occupancy for the Housing and providing a construction period of not more than two years) with an option to renew for up to an additional five years should there be debt outstanding at the end of the original ground lease term, for the purpose of providing the Housing.

The Board further authorized the execution of a rental agreement between the LLC, Landlord, and the Board of Regents, Tenant, for Peacock Hall for the period commencing on execution of the above referenced ground lease and ending the following June 30 at a rent not to exceed \$1.00.

The Board further authorized the execution of a rental agreement between the LLC, Landlord, and the Board of Regents, Tenant, for the approximately 279 student housing beds for the period commencing on the first day of the first month after the LLC obtains a certificate of occupancy for approximately 279 student housing beds but not earlier than August 1, 2011 and ending the following June 30 at a rent not to exceed \$400,000, with an option to renew for one year upon the LLC obtaining a certificate of occupancy for the Housing but not earlier than July 1, 2012 at a rent not to exceed \$2,350,000, with further options to renew on a year-to-year basis for up to 28 consecutive one-year periods (the total not to exceed 30 years from the date the LLC obtains a certificate of occupancy for the Housing) with rent increasing no more than 3% for each further option period exercised.

The Board further authorized the execution of a site licenses between the LLC, Licensee, and the Board of Regents, to allow early site access to mobilize and commence site work, and for the renovation of Adams Hall and Morgan Hall.

9. Gift of Real Property, Ground Leases and Rental Agreements, Student Housing, Darton College

9.a. Gift of Real Property, Darton College

The Board accepted a gift of approximately 6.604 acres of unimproved real property located on Foundation Lane, Albany, from the Darton Capital Project I, LLC (the "LLC"), for the use and benefit of the Darton College ("DC").

The Board also determined that acceptance of this gift of real property be subject to a ground lease of approximately 0.914 acre to the LLC for improvements known as Darton Commons I, including approximately 210 student housing beds, existing on the real property.

The Board further determined that acquisition of this real property be subject to completion of an environmental assessment of the real property indicating no significant problems or, if environmental problems are indicated, said problems be mitigated before the real property is acquired.

9.b. Rental Agreement, Student Housing, Darton College

The Board authorized the execution of a rental agreement between the Darton Capital Project I, LLC (the "LLC"), Landlord, and the Board of Regents, Tenant, for Darton Commons I student housing for the period commencing on the date of execution of the rental agreement but not earlier than December 1, 2010 and ending the following June 30 at a no rent, with an option to renew for one year at a rent not to exceed \$800,000, with further options to renew on a year-to-year basis for up to 29 consecutive one-year periods (the total not to exceed 31 years from the date of execution of the rental agreement) with rent increasing no more than 3% for each further option period exercised.

9.c. Ground Lease and Rental Agreement, Student Housing, Darton College

The Board declared an approximately 1.085 acre tract of real property on the campus of Darton College (“DC”), to be no longer advantageously useful to DC or other units of the University System of Georgia, but only to the extent and for the purpose of allowing this real property to be ground leased to Darton Capital Project I, LLC (the “LLC”) for the purpose of providing a student housing facility containing approximately 250 beds and site amenities (the “Darton Commons II”).

The Board also authorized the execution of a ground lease, including necessary access, use, and construction easements and encroachments, between the Board of Regents, Lessor, and the LLC, Lessee, for the above-referenced approximately 1.085 acres of real property on the campus of DC for a period not to exceed 32 years (not to exceed 30 years from the date the LLC obtains a certificate of occupancy and providing a construction period of not more than two years) with an option to renew for up to an additional five years should there be debt outstanding at the end of the original ground lease term, for the purpose of providing Darton Commons II.

The Board further authorized the execution of a rental agreement between the LLC, Landlord, and the Board of Regents, Tenant, for Darton Commons II for the period commencing on the first day of the first month after the LLC obtains a certificate of occupancy but not earlier than August 1, 2011 and ending the following June 30 at a rent not to exceed \$525,000, with an option to renew for one year at a rent not to exceed \$900,000, with further options to renew on a year-to-year basis for up to 28 consecutive one-year periods (the total not to exceed 30 years from the date the LLC obtains a certificate of occupancy for Darton Commons II) with rent increasing no more than 3% for each further option period exercised.

The Board further authorized the execution of a site license between the LLC, Licensee, and the Board of Regents, to allow early site access to mobilize and commence site work including clearing and grading, install access roads, and relocate utilities.

10. Modification of the Rental Agreement, Athletic Fieldhouse, Valdosta State University

The Board authorized the modification of the rental agreement between Valdosta State University Foundation, Inc. (the “Foundation”), Landlord, and the Board of Regents, Tenant, approved by the Board in June 2007 for an Athletic Fieldhouse (the “Fieldhouse”) to increase the rent to not exceed \$635,000 per year annualized for the option period commencing July 1, 2011, with further options to renew on a year-to-year basis for up to 18 consecutive one-year periods (the last option period ending no later than June 30, 2029) with rent increasing no more than 3% for each further option period exercised for the use of Valdosta State University (“VSU”).

This modification to the rental agreement is for three athletic fields that will be constructed on the real property rented. Construction of the soccer field, football field and synthetic multi-purpose field is anticipated to commence in January 2011 and be completed in June 2011.

The source of funds for the modification to the rental agreement will be the Fieldhouse fee. It is the intent of the Foundation to donate the real property, all improvements, and any accumulated capital reserves to the Board of Regents no later than June 30, 2029. All remaining actions contained in the June 2007 approval remain the same.

11. Naming of the Mary R. and John F. Brock III Indoor Football Practice Facility, Georgia Institute of Technology

The Board approved the naming of the Football Indoor Practice Facility at the Georgia Institute of Technology the “Mary R. and John F. Brock III Indoor Football Practice Facility” in recognition of Mr. and Mrs. John Brock.

12. Naming of the Ken Byers Tennis Complex, Georgia Institute of Technology

The Board of Regents approved the naming of the new tennis complex at the Georgia Institute of Technology the “Ken Byers Tennis Complex” in recognition of Mr. and Mrs. Kenneth G. Byers, Jr.

13. Naming of the Bill Moore Indoor Tennis Center, Georgia Institute of Technology

The Board of Regents approved the naming of the new indoor tennis pavilion, to be located within the Ken Byers Tennis Complex at the Georgia Institute of Technology the “Bill Moore Indoor Tennis Center,” in recognition of Mr. and Mrs. William E. Moore.

14. Naming of the James D. Maddox Heritage Hall, Georgia Highlands College

The Board approved the naming of Heritage Hall at Georgia Highlands College the “James D. Maddox Heritage Hall” in recognition of James D. Maddox.

15. Information Item: Gift of Real Property, Navy School, University of Georgia

Mr. Tim Burgess, the Senior Vice President for Finance and Administration of the University of Georgia, provided information concerning the proposed gift of the Navy School in Athens.

16. Information Item: Periodic Report on Real Estate Acquisitions

The Board was provided an update on real estate acquisitions which were approved in executive session and which have closed, including:

March 9, 2010 Board meeting –

The Board approved the acquisition of the following real property on behalf of Bainbridge College:

0.66 Acres 315 Boulevard, Bainbridge

May 11, 2010 Board meeting –

The Board approved the acquisition of the following real property on behalf of Macon State College:

7.33 Acres 5512 and 5540 Columbus Road, Macon

3.71 Acres 5442 Columbus Road, Macon

The Board approved the acquisition of the following real property on behalf of Abraham Baldwin Agricultural College:

93.305 Acres 1392 Whiddon Mill Rd, Tifton

June 8, 2010 Board meeting –

The Board approved the acquisition of the following real property on behalf of Georgia State University:

3.82 Acres 175 Piedmont Avenue, Atlanta

The Board approved the acquisition of the following real property on behalf of Gordon College;

9.92 Acres Collier Road, Barnesville

12.98 Acres Collier Road, Barnesville

34.69 Acres Collier Road, Barnesville

17. Executive Session

At approximately 9:16 a.m. on Wednesday, November 10, 2010, Chair James R. Jolly called for an executive session for the purpose of discussing the acquisition of real property. With motion properly made and seconded, the Regents who were present voted unanimously to go into executive session. Those Regents are as listed above. Also in attendance was the Vice Chancellor for Facilities, Linda Daniels, members of the Vice Chancellor's staff, and representatives from University System institutions. In accordance with H.B. 278, Section 3 (amending O.C.G.A. 50-14-4), an affidavit regarding this executive session is on file in the Office of the Secretary to the Board.

The executive session adjourned at approximately 9:32 a.m.

The committee meeting adjourned at approximately 9:33 a.m.

COMMITTEE ON INTERNAL AUDIT, RISK, AND COMPLIANCE

The Committee on Internal Audit, Risk, and Compliance met on Wednesday, November 10, 2010, at approximately 8:00 a.m. in the Board Room. Committee members in attendance were Chair Kessel D. Stelling, Jr., Vice Chair Robert F. Hatcher, and Regents James A. Bishop, Frederick E. Cooper, James R. Jolly, Doreen Stiles Poitevint, and Richard L. Tucker. The Chief Audit Officer, John Fuchko was also in attendance. Chair Stelling reported to the Board that the committee reviewed one information item, which did not require Board action. With motion properly made, seconded, and unanimously adopted, the Board accepted the following report:

1. Information Item: University System Office Audit Plan and Risk Assessment

Chief Audit Officer John Fuchko summarized the near-term, medium-term, and long-term audit plan for the University System Office as of November, 2010. A copy of the report is on file and available for inspection in the Board's Office of Internal Audit and Compliance.

The committee meeting ended at approximately 8:30 a.m.

CHANCELLOR'S REMARKS

Chancellor Erroll B. Davis, Jr. offered congratulations to Georgia's Governor-Elect, Nathan Deal.

The Chancellor also discussed Governor Perdue's announcement that November, 2010, would be Georgia Apply to College Month. The Chancellor noted that the declaration would be an excellent opportunity for the Board to work with the Board's educational partners to reach more students about the importance and availability of higher education opportunities in the state.

The Chancellor informed the Board that the University System of Georgia had been declared the Customer Service Agency of the Year. The state's program compliments the System's own program. The Chancellor took the opportunity to recognize the University System's Gold Level winners.

Finally, the Chancellor announced that the total number of students enrolled in the University System for the Fall, 2010 Semester is 311,442 students, which is a remarkable increase and continues the long-term pattern of growth for the System.

An audio copy of the Chancellor's remarks is on file and available for inspection in the Office of the Secretary to the Board.

UNFINISHED BUSINESS

There was none.

NEW BUSINESS

The Board approved the requests of Presidents Michael F. Adams and Linda Bleicken that the University of Georgia and Armstrong Atlantic State University be authorized to offer honorary degrees to Mr. Alston D. "Pete" Correll and Mr. Alva B. Lines, respectively.

PETITIONS AND COMMUNICATIONS

Regent William H. NeSmith, Jr., updated the Board regarding the University System of Georgia Foundation's work and its Spring, 2011 Gala.

The Secretary to the Board noted the passing of Dr. Lonnie Harvel, the Vice President for Educational Technology at Georgia Gwinnett College. Chair Willis J. Potts, Jr., and Chancellor Erroll B. Davis, Jr., expressed the Board's condolences to the Harvel family.

The Secretary announced that the next regular meeting of the Board is scheduled for January 11-12, 2011, in Atlanta.

EXECUTIVE SESSION

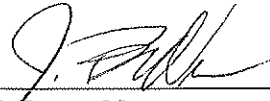
At approximately 11:15 a.m. on Wednesday, November 10, 2010, Chair Willis J. Potts, Jr., called for an executive session for the purpose of discussing personnel matters. With motion properly made and variously seconded, the Regents who were present voted unanimously to go into executive session. Those Regents are as listed above. Mr. William Funk was present during the executive session. In accordance with H.B. 278, Section 3 (amending O.C.G.A. § 50-14-4), an affidavit regarding this executive session is on file with the Office of the Secretary to the Board.

At approximately 2:35 p.m., Chair Potts reconvened the Board meeting in its regular session and announced that no actions were taken during the executive session.

In open session and with motion properly made, seconded, and unanimously adopted, the Board elected Dr. Richard A. Carvajal as the President of Bainbridge College, per terms to be negotiated by the Chancellor.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at approximately 2:45 p.m. on Wednesday, November 10, 2010.



J. Burns Newsome
Secretary, Board of Regents
University System of Georgia



Willis J. Potts, Jr.
Chair, Board of Regents
University System of Georgia