

Meeting No. 1,112

THE MINUTES OF THE BOARD OF REGENTS
OF
THE UNIVERSITY OF TEXAS SYSTEM

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November 11, 2013

Austin, Texas

MEETING NO. 1,112

MONDAY, NOVEMBER 11, 2013.--The members of the Board of Regents of The University of Texas System convened this special called meeting at 10:31 a.m. on Monday, November 11, 2013, in the Chairman's Office on the Ninth Floor, Ashbel Smith Hall, 201 West Seventh Street, Austin, Texas, with the following participation:

ATTENDANCE.--

Present

Chairman Foster
Vice Chairman Powell
Vice Chairman Hicks
Regent Aliseda
Regent Cranberg
Regent Hall
Regent Hildebrand
Regent Pejovich
Regent Stillwell
Regent Horne, Student Regent, nonvoting

In accordance with a notice being duly posted with the Secretary of State and there being a quorum present, Chairman Foster called the meeting to order.

RECESS TO EXECUTIVE SESSION.--At 10:32 a.m., Chairman Foster said the Board would recess to convene in Executive Session pursuant to *Texas Government Code* Sections 551.071 and 551.074 to consider the matters listed on the Executive Session agenda.

RECONVENE IN OPEN SESSION.--At 12:23 p.m., the Board reconvened in open session. No action was taken on matters discussed in Executive Session.

1a. U. T. System Board of Regents: Discussion with Counsel on pending legal issues

No action was taken on this item.

1b. U. T. System: Discussion of legal issues concerning legal advice and Counsel for the U. T. System

No action was taken on this item.

1c. U. T. System Board of Regents: Approval of matters related to the judicial impeachment proceeding of the Select Committee on Transparency in State Agency Operations of the Texas House of Representatives

Regent Hildebrand moved that the Board authorize Chairman Foster to seek an opinion from the Office of the Attorney General concerning the ability of The University of Texas System to preserve the attorney-client privilege, as well as the obligation of attorneys for the U. T. System to respect the privilege, in the current judicial impeachment proceeding under Chapter 665, *Texas Government Code*, before the Select Committee on Transparency in State Agency Operations of the Texas House of Representatives authorized in the June 25, 2013 Proclamation issued by Speaker Joe Straus.

This motion is made with an understanding that the Board's April 11, 2013 action waiving the assertion of the attorney-client privilege was only in relation to producing documents to members of the Texas Legislature for legislative purposes under Section 552.008 of the *Texas Government Code* and to be done with the documents marked as confidential and provided pursuant to confidentiality agreements signed by legislators and their staffs pursuant to Section 552.008, with the understanding that the confidential information would not be distributed further.

Regent Hildebrand further moved that the Board expressly waive the attorney-client privilege in a limited manner concerning those certain matters as recommended by outside counsel in Executive Session of the Board.

Vice Chairman Hicks seconded the motion, which carried with Regent Cranberg, Regent Hall, and Regent Pejovich abstaining from vote. Regent Hall said he abstained under the circumstances of the Transparency Committee's investigation into his conduct, but had he been able to vote, he would have voted "nay."

2a. U. T. Austin: Approval of terms of compensation for Mr. Stephen W. Patterson as Men's Athletics Director (Regents' *Rules and Regulations*, Rule 10501, Subsection 2.2.12, regarding Athletic Employment Agreements and Rule 20204, regarding highly compensated employees)

Acting upon the recommendation of the Board's Athletics Liaisons, the Chancellor, the Executive Vice Chancellor for Academic Affairs, and President Powers, Vice Chairman Hicks moved that the Board approve terms of compensation for Mr. Stephen W. Patterson as Men's Athletics Director at The University of Texas at Austin, as recommended in Executive Session and as consistent with the Regents' *Rules and Regulations*, Rule 20204 (Determining and Documenting the Reasonableness of Compensation); Rule 10501, Subsection 2.2.12 (Athletic Employment Agreements); and The University of Texas System Administration Policy UTS144 (Establishing Compensation for Highly Compensated Employees).

He further moved that President Powers be authorized to negotiate and execute an employment agreement with Mr. Patterson, subject to review and approval by the Chancellor, the Executive Vice Chancellor for Academic Affairs, and the Vice Chancellor and General Counsel.

Vice Chairman Hicks said that this motion was made with the understanding that the details of proposed compensation will be made available to the public following Board action and that the resulting employment agreement will be submitted for Board ratification and findings as required by State law via a future Consent Agenda.

The motion was duly seconded and carried unanimously.

- 2b. U. T. System: Discussion regarding individual personnel matters relating to appointment, employment, evaluation, compensation, assignment, and duties of presidents (academic and health institutions), U. T. System Administration officers (Executive Vice Chancellors and Vice Chancellors), other officers reporting directly to the Board (Chancellor, General Counsel to the Board, and Chief Audit Executive), and U. T. System and institutional employees

No action was taken on this item.

ADJOURNMENT.--At 12:29 p.m., there being no further business, the meeting was adjourned.

/s/ Carol A. Felkel
Secretary to the Board of Regents

November 12, 2013