

**MINUTES OF A REGULAR MEETING
THE UNIVERSITY OF OKLAHOMA
DECEMBER 1, 2015**

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**MINUTES OF A REGULAR MEETING
THE UNIVERSITY OF OKLAHOMA BOARD OF REGENTS
DECEMBER 1, 2015**

A Regular Meeting of the Board of Regents governing The University of Oklahoma, Cameron University, and Rogers State University was called to order in the Oklahoma Memorial Union on the University of Oklahoma Campus in Norman, Oklahoma, at 2:34 p.m. on December 1, 2015.

The following Regents were present: Jon Stuart, Chairman of the Board, presiding; Regents Max Weitzenhoffer, Clayton I. Bennett, Leslie J. Rainbolt-Forbes, Bill W. Burgess, Jr. and C. Renzi Stone.

Others attending all or a part of the meeting included Mr. David L. Boren, President of The University of Oklahoma; Dr. J. Kyle Harper, Senior Vice President and Provost – Norman Campus; Jason Sanders, M.D., Senior Vice President and Provost – Health Sciences Center Campus; OU-Tulsa President John Schuman, M.D.; Vice Presidents Dewayne Andrews, Catherine Bishop, Joe Castiglione, Kelvin Droegemeier, Loretta Early, Nicholas Hathaway, Ken Rowe, and Clarke Stroud; Clive Mander, Director of Internal Auditing; Chief Legal Counsel Anil Gollahalli; and Executive Secretary of the Board of Regents, Dr. Chris A. Purcell.

Attending the meeting from Cameron University was Dr. John McArthur, President of the University.

Attending the meeting from Rogers State University were Dr. Larry Rice, President of the University and Vice President Tom Volturo.

Notice of the time, date and place of this meeting was submitted to the Secretary of State, and the agenda was posted in the Office of the Board of Regents on or before 8:30 a.m. on November 30, 2015, both as required by 25 O.S. 1981, Section 301-314.

ROGERS STATE UNIVERSITY

REPORT OF THE PRESIDENT OF THE UNIVERSITY

President Rice provided a written copy of his report to the Board members and pointed out some highlights, beginning with spring enrollment numbers and the results of a survey of graduating seniors. He continued by directing attention to some modest gains in fundraising that include some legacy gifts. The President noted that Dr. Carolyn Taylor was named professor of the year by the Oklahoma Political Science Association, remarking that it was an honor for her and for the University. Dr. Rice also spoke of his pride in the University Athletic Department and their participation in the charitable Operation Christmas Child, filling 175 shoeboxes with items for needy children. Finally, the President was pleased to announce a donor pledge for about \$2.1 million when all paid, the largest gift and pledge in the University's history. The donor has signed the agreement, and appropriate recognition will occur later.

GRANTS – RSU

In accordance with Regents' policy, a list of awards and/or modifications in excess of \$250,000 or that establish or make policy for the University, or that otherwise involve a substantial or significant service to be performed by the University are shown below.

Award Grantor	Award Period	Award Amount
Corporation for Public Broadcasting: Community Service Grant	10/01/15-09/30/17	\$613,799

Grant Purpose:

The Community Service Grant is used primarily for staff salaries and for operations of RSU Public Television.

President Rice recommended the Board of Regents ratify the awards submitted with this agenda item.

Regent Bennett moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

RESTATEMENT OF RSU RETIREMENT PLAN DOCUMENT – RSU

Rogers State University and Cameron University (the "Universities") have a tax-qualified retirement plan for University employees entitled the "CU/RSU Defined Contribution Retirement Plan." The administration believes that it would be beneficial for the universities and eligible employees to shorten the required eligibility period so that eligible employees can begin participation in the retirement plan as early as possible, in accordance with applicable federal tax law and regulations. Outside tax counsel has prepared an amended and restated retirement plan document in order to revise the eligibility provision accordingly.

It is recommended that the restatement of plan document for the University's retirement plan, attached hereto as Exhibit A, be approved.

President Rice recommended the Board of Regents approve restatement of the plan document for the Rogers State University retirement plan.

Regent Weitzenhoffer moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

RESTATEMENT OF SUPPLEMENTAL RETIREMENT PLAN DOCUMENT – RSU

Rogers State University has a tax-qualified retirement plan for University employees entitled the "Supplemental Retirement Plan for Rogers State University." Outside tax counsel has advised that federal tax law and regulations now require that in order for this retirement plan to maintain its tax-qualified status the plan document for the retirement plan must, at least every five years, be restated so as to comply with any changes in federal tax law and regulations which are applicable to the retirement plans and be resubmitted to the Internal Revenue Service for re-approval. Outside tax counsel has advised that the required amendments in the restatement of the plan document is technical only and does not affect eligibility or the material amount of benefits available under any of the retirement plans, nor have any material fiscal impact on the

funding or administration of any of the retirement plans. In addition, the defined benefit plan restatement provides for transferring the retirement benefit of Don Davis that is currently described in the retirement plan sponsored by Rogers State University to the defined benefit retirement plan sponsored by Cameron University. This transfer is to better align the retirement benefits with the responsible employer, and does not change Mr. Davis' retirement benefit.

On the advice of outside tax counsel, it is recommended that the restatement of plan document for the University's retirement plan be approved, so the University's retirement plan can maintain its tax-qualified status.

President Rice recommended the Board of Regents approve restatement of the supplemental plan document for the Rogers State University retirement plan.

Regent Weitzenhoffer moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

ACADEMIC PERSONNEL ACTIONS – RSU

LEAVE(S) OF ABSENCE:

Ulbrich, David, Ph.D., Assistant Professor, Department of History and Political Science, approved leave without pay for five months, January 1, 2016 through May 31, 2016. Leave is requested for Dr. Ulbrich to fulfill a contract with the U.S. Army to produce a book, "The History of the U.S. Army Engineer School."

CHANGE(S):

Brewer, Larry, M.P.H., Assistant Professor, EMS, Department of Health Sciences, one-time salary adjustment for obtaining master's degree, from \$43,864.00 to \$48,000.00, ten-month appointment, effective October 1, 2015.

Ohman, Clement, M.S., Assistant Professor/EMS Program Coordinator, Department of Health Sciences, one-time salary adjustment for obtaining master's degree, from 55,776.00 to \$60,000, ten-month appointment, effective October 1, 2015.

President Rice recommended approval of the faculty personnel actions listed above.

Regent Weitzenhoffer moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

EMERGENCY OPERATIONS PLAN ANNUAL REPORT – RSU

QUARTERLY REPORT OF PURCHASES – RSU

QUARTERLY FINANCIAL ANALYSIS – RSU

The listed items were identified, by the administration, as "For Information Only." Although no action was required, the opportunity to discuss or consider the items individually was provided.

EMERGENCY OPERATIONS PLAN ANNUAL REPORT – RSU

Pursuant to the authority contained in the Oklahoma Emergency Management Act of 2003, O.S. 63, Section 681 through 683.24, the head of each designated department and agency shall take the necessary actions to implement the Emergency Operations Plan by developing written internal procedures that detail support required by the plan and shall be prepared to put the plan into action. As required by the statutes, institutions of higher education shall make annual reports to the Board of Regents detailing the status of emergency preparedness.

The Rogers State University Emergency Operation Plan defines emergency planning and response as an evolutionary process adapting to the nature of an emergency. The intent of the Rogers State University Operations Plan is to define basic procedures as a guideline for response personnel. The University seeks to minimize the impact of emergencies and maximize the effectiveness of the campus community through increased coordination and preparedness in order to protect life, preserve property, and stabilize the incident. The plan sets the foundation for the University's response to extreme weather conditions, fires, hazardous materials incidents, large-scale events, prolonged power outages, protest actions, or any large scale event.

Although there were no significant changes to the plan this year, the RSU Police Department reviewed and updated the RSU Emergency Operation Plan in August 2015. It included updating contact information.

The Jeanne Clery Report was completed, filed with the Department of Education, and posted on the RSU website in September 2015.

In keeping with the Clery compliance, Rogers State University conducted an area-wide/first responder chemical exposure drill on October 15, 2015, with Rogers County Emergency Management, RSU Police Department, Claremore Police Department, Claremore Fire Department, Verdigris Fire Department, Pafford Ambulance, RSU students, and two local hospitals. The location of the chemical exposure drill was the RSU Loshbaugh building.

RSU conducted fire drills on the Claremore and Pryor campuses in September 2015. In addition, the RSU Student Apartments completed two weather related drills and two fire drills this year. All fire alarm and suppression systems are tested annually on all three campuses.

RSU is continuing to update the campus security system with additional security cameras in 2015. The opening of the third student housing complex included over fifty cameras.

The Rogers State University Police Department maintains a close relationship with local emergency management agencies, assists Student Affairs and Human Resources, conducts joint training exercises involving active shooter situations, bomb threats, etc., and ensures that University police officers receive annual continuing education in excess of the state mandated twenty-five hours.

The Office of Student Affairs created a "Red Folder" resource which was distributed to all faculty and staff in August 2015. This resource contains helpful information on the following topics: responding to students of concern or in distress, gender-based misconduct resources, and protocol for various emergencies such as severe weather.

In addition, throughout the year, the Facility Director of the Physical Plant and Campus Police conduct visual inspections, including nightly inspections of buildings, parking lots, campus lighting and grounds to ensure compliance with safety standards.

This was reported for information only. No action was required.

QUARTERLY REPORT OF PURCHASES – RSU

The Board of Regents policy governing the buying and selling of goods and services states that:

- I. Purchases and/or acquisition of goods and services over \$250,000 must be submitted to the Board for prior approval;
- II. Purchase obligations between \$50,000 and \$250,000 must be reported quarterly to the Board as an information item. Sole source procurements in this category must also be reported and identified as such.

The report is attached hereto as Exhibit B.

This was reported for information only. No action was required.

QUARTERLY FINANCIAL ANALYSIS – RSU

By request of the Board of Regents, the Rogers State University Statements of Net Position as of September 30, 2015, Statement of Changes in Net Position for the three months then ended and related Executive Summary are attached hereto as Exhibit C.

This was reported for information only. No action was required.

CAMERON UNIVERSITY**REPORT OF THE PRESIDENT OF THE UNIVERSITY**

President McArthur reported that November is a special, busy month on the Cameron campus, as Veterans Day is a significant celebration due to the proximity to Ft. Sill and the composition of the student body. The cafeteria served lunch to over 100 veterans and their interactions with students were very heartwarming. The Ft. Sill Commanding General John Rossi gave remarks at the celebration and spent time with students as well. The University's Ethics Bowl team did very well at regional competitions in Texas and has been invited for the first time to compete in the National Intercollegiate Ethics Bowl in Virginia in February. The President was proud to announce that the women's volleyball team made it to the Conference tournament for the second year in a row. First year student Jenna Gillean was named Newcomer of the Year while senior Kat Evans took first team honors and is fourth all time at the University in kills. Once every seven years the University has a visit from the National Council for Accreditation of Teacher Education, and the most recent visit went very well. The team made glowing remarks about current students and faculty along with the Dean of the School of Education and Behavioral Sciences in the exit meeting. The President and the administration are looking forward to the final report. Teacher education is a big part of what Cameron provides in southwest Oklahoma and one example of that is how the School of Education & Behavioral Sciences, under the leadership of Dean Lisa Huffman, is providing a series of free workshops to public school paraprofessionals to help them seek alternate certifications as one more way to address the teacher shortage in Oklahoma. The President reported that a large number of people attended the first tree lighting ceremony at the campus in Duncan, and he expects a large crowd, as usual, at the Lawton campus lighting that will include carriage rides along with cookie

and stocking decorating. Finally, Dr. McArthur noted that the external board review of the new anatomy facilities would happen shortly, as the last step before final approval is sought to offer human cadaver anatomy to students.

SUBSTANTIVE PROGRAM CHANGES – CU

The Oklahoma State Regents for Higher Education require that all substantive changes in degree programs be presented to the institution's governing board for approval before being forwarded to the State Regents for consideration. The changes in the academic programs presented below have been approved by the President, upon recommendations of the appropriate faculty, academic unit and dean, the Curriculum Committee or Graduate Council, and the Vice President for Academic Affairs. The changes are being submitted to the Board of Regents for approval prior to submission to the State Regents.

1. PROGRAM: A.S. in Allied Health Sciences

PROPOSED CHANGE: Program Requirement Change

COMMENTS: The list of course choices for fulfilling the general education physical science requirement for the major will be reduced from three to one. The remaining course in the category fulfills a prerequisite for other courses in the major and better prepares students for careers in this field. Total hours for the major and degree will not change. The requested change will not require additional funds.

2. PROGRAM: B.S. in Criminal Justice

PROPOSED CHANGE: Program Requirement Change

COMMENTS: One existing course will be added to the required major core. Three hours will be removed from the major electives category. The requested change adds a dedicated senior capstone course to the program. Total hours required for the major core will increase from 27 to 30. Total hours for the major electives category will decrease from 15 to 12. Total hours required for the degree and major will not change. The requested change will not require additional funds.

President McArthur recommended the Board of Regents approve the proposed changes to the Cameron University academic programs.

Regent Stone moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

RESTATEMENT OF CU RETIREMENT PLAN DOCUMENT – CU

Cameron University and Rogers State University (the "Universities") have a tax-qualified retirement plan for University employees entitled the "CU/RSU Defined Contribution Retirement Plan." The administration believes that it would be beneficial for the universities and eligible employees to shorten the required eligibility period so that eligible employees may begin

participation in the retirement plan as early as possible, in accordance with applicable federal tax law and regulations. Outside tax counsel has prepared an amended and restated retirement plan document in order to revise the eligibility provision accordingly.

It is recommended that the restatement of plan document for the Universities' retirement plan, attached hereto as Exhibit D, be approved.

President McArthur recommended the Board of Regents approve restatement of the plan document for the Cameron University retirement plan.

Regent Weitzenhoffer moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

RESTATEMENT OF RETIREMENT PLAN DOCUMENT FOR PRIOR PRESIDENTS – CU

Cameron University has a tax-qualified retirement plan for prior University presidents entitled "Cameron University President's Retirement Plan". Outside tax counsel has advised that federal tax law and regulations now require that in order for this retirement plan to maintain its tax-qualified status, the plan document must be restated at least every five years so as to comply with any changes in federal tax laws and regulations which are applicable to the retirement plan and be resubmitted to the Internal Revenue Service for re-approval. Outside tax counsel has advised that the required amendments in the restatement of the plan document are technical only and do not affect eligibility or the material amount of benefits available under the retirement plan, nor have any material fiscal impact on the funding or administration of the retirement plan. In addition, the defined benefit plan restatement provides for transferring the retirement benefit of Don Davis that is currently described in the retirement plan sponsored by Rogers State University to the defined benefit retirement plan sponsored by Cameron University. This transfer is to better align the retirement benefits with the responsible employer and does not change Mr. Davis' retirement benefit.

It is recommended that the restatement of plan document for the University's retirement plan, attached hereto as Exhibit E, be approved to allow the University's retirement plan to maintain its tax-qualified status.

President McArthur recommended the Board of Regents approve restatement of the plan document for the Cameron University President's Retirement Plan.

Regent Burgess moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

ACADEMIC AND ADMINISTRATIVE PERSONNEL ACTIONS –CU

RESIGNATION(S)

McIsaac, Keith, Network Administrator, Information Technology Services, November 6, 2015.

President McArthur recommended the Board of Regents approve the personnel actions listed above.

Regent Burgess moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

CURRICULUM CHANGES – CU
EMERGENCY OPERATIONS PLAN ANNUAL REPORT – CU
QUARTERLY REPORT OF PURCHASE OBLIGATIONS – CU
QUARTERLY FINANCIAL ANALYSIS – CU

The listed items were identified, by the administration, as “For Information Only.” Although no action was required, the opportunity to discuss or consider the items individually was provided.

CURRICULUM CHANGES – CU

The Oklahoma State Regents for Higher Education confer upon each institution the authority to add, modify and delete courses, but require that the changes be communicated to them for information. The modifications attached hereto as Exhibit F have been approved by the President, upon recommendations of the Vice President for Academic Affairs, respective deans and department chairs, and the Curriculum Committee or Graduate Council.

This item was reported for information only. No action was required.

EMERGENCY OPERATIONS PLAN ANNUAL REPORT – CU

Pursuant to the authority contained in the Oklahoma Emergency Management Act of 2003, O.S. 63, Section 681 through 683.24, the head of each designated department and agency shall take necessary actions to implement the Emergency Operations Plan by developing written internal procedures that detail support required by the plan and shall be prepared to put the plan into action. Section 681 also requires institutions of higher learning to make an annual report to its Board of Regents “detailing the status of emergency preparedness and identified safety needs.”

Emergency planning and response is an evolutionary process adapting to the nature of the specific emergency. The Cameron University Emergency Operations Plan defines basic procedures and guidelines to minimize the impact of emergencies and maximize the effectiveness of response personnel. Response to and recovery from major emergencies and catastrophic occurrences will be conducted within the framework of the plan assuring continuity of campus operations. The plan provides effective coordination of university and community resources to protect life, preserve property, and provide stability, and lays the foundation for responses to extreme weather conditions, fires, hazardous materials incidents, large scale events, and protest actions. Although there were no significant changes to the plan this year, contact information sheets have been reviewed and updated, statistical data in section 1.2 have been updated, section 9.0, Communications, has been updated to include the University’s new, outdoor public address system, and Annex F – Response Equipment has been reviewed and updated. A current copy is on file in the Board office. Additionally, Cameron University’s Emergency Operations Plan has been filed with the Comanche County’s Emergency Management Director.

Cameron University’s safety needs take into consideration the demographic profile of Cameron’s students as well as the physical environment of Cameron’s campus and learning site. The Cameron campus in Lawton is located adjacent to economically challenged neighborhoods and the Jim Taliaferro Community Mental Health Center. Accordingly, Cameron’s Office of Public Safety:

- maintains a close relationship with local emergency management agencies
- assists Student Services and Human Relations in updating annual orientation materials for new students and faculty members

- conducts joint training exercises involving active shooter situations, bomb threats, etc., with local emergency management agencies
- ensures that each Public Safety officer receives annual continuing education in excess of the state mandated twenty-five hours, and
- notifies all students, faculty and staff of Cameron's severe weather procedures and designated shelter areas.

In addition, throughout the year, the Directors of Physical Facilities and Public Safety conduct visual inspections, including nightly inspections of buildings, parking lots, campus lighting and grounds to ensure compliance with safety standards.

This item was reported for information only. No action was required.

QUARTERLY REPORT OF PURCHASE OBLIGATIONS – CU

The Board of Regents' policy governing the buying and selling of goods and services states that:

- I. Purchases and/or acquisition of goods and services over \$250,000 must be submitted to the Board for prior approval; and
- II. Purchase obligations between \$50,000 and \$250,000 must be reported quarterly to the Board as an information item. Sole source procurements in this category must also be reported and identified as such.

The required quarterly reports for purchase obligations between \$50,000 and \$250,000 are:

Quarterly Report of Purchases July 1, 2015 through September 30, 2015

<u>Item</u>	<u>Description</u>	<u>Campus- Department</u>	<u>Vendor</u>	<u>Award Amount</u>	<u>Explanation/ Justification</u>
1	Subscription Renewals	Library	Amigos Library Services	\$64,929.54	Annual Renewal
2	Subscription Renewals	Library	Amigos Library Services	\$73,651.47	Annual Renewal
3	Subscription Renewals	Library	EBSCO Subscription Services	\$72,000.00	Annual Renewal
4	Service Renewal	Business Office	Touchnet	\$79,000.00	Annual Renewal
5	Building Rental	Business Office	BancFirst	\$100,000.00	Counseling Clinic

SOLE SOURCE PROCUREMENTS IN EXCESS OF \$50,000

There were no Sole Source Procurements for the period of July 1, 2015 through September 30, 2015.

This item was reported for information only. No action was required.

QUARTERLY FINANCIAL ANALYSIS – CU

By request of the Board of Regents, the Cameron University Statements of Net Position as of September 30, 2015, Statements of Revenues, Expenses and Changes in Net Position for the three months then ended, and related Executive Summary are attached hereto as Exhibit G. The statements are unaudited and are presented for management use only.

This item was reported for information only. No action was required.

THE UNIVERSITY OF OKLAHOMA

REPORT OF THE PRESIDENT OF THE UNIVERSITY

The President began his report by announcing gifts from six major donors, bringing the membership in the Seed Sower Society to 206 individuals, corporations and foundations that have given \$1 million or more. The newest members are Carole and Jack Kinnebrew of Dallas; Dana and Danny Heatly of Norman; Lanise and Randall Stephenson of Dallas; and the Stanley White Foundation of Tulsa. The other two new members wish to remain anonymous. President Boren discussed the many ways private donors have helped the University and how amazing it is that they continue to step up at a tough time economically.

At this point, the President introduced the following agenda item, removing the “interim” designation from Dr. Jason Sanders’ title. Dr. Sanders and his family were present during the meeting and photographs.

Following the brief break for photographs and congratulations, President Boren mentioned the success of the football team and other Athletics teams and the praise they have received for the care they have for each other and the way they work together. The President said in working with the team through difficult off the field and on the field situations in the past year, he is tremendously proud of the character they have demonstrated.

APPOINTMENT OF SENIOR VICE PRESIDENT AND PROVOST – HSC

On May 7, 2015, Dr. Dewayne Andrews, who had led the OU Health Sciences Center as Senior Vice President and Provost for the past four years, announced his intent to return full time to his leadership post in the College of Medicine, effective June 1. Dr. Andrews, who had served as Executive Dean of the OU College of Medicine and Vice President for Health Affairs since 2002, accepted the additional responsibilities as Provost in 2011 with the agreement that he would serve in the dual posts only temporarily.

As of June 1, 2015, Dr. Jason Sanders, an OU alumnus and Rhodes Scholar, who has an M.D. and M.B.A. with honors from Harvard University, was named as Interim Senior Vice President and Provost. Before that Dr. Sanders served as Vice Provost for Planning and Administrative Affairs at the OU Health Sciences Center. In both capacities, he played a critical role in maintaining excellence in the OU Health Sciences Center’s academic and research programs and advancing OU’s mission in health care.

Dr. Sanders, who teaches courses including Clinical Medicine, Interprofessional Education and the Business of Medicine, works with medical students and residents at OU Medical Center. He also teaches Literature and Medicine in the Honors College on the Norman

campus. He practices General Internal Medicine, seeing patients at OU Physicians. He also serves on the Governing Committee for OU Medical System, the University Hospitals Authority and Trust Board, and the Stephenson Cancer Center Leadership Council.

Recognizing this as a critical period for the Health Sciences Center as it addresses a rapidly changing healthcare market and healthcare delivery system consolidation, President Boren realizes the importance of consistent leadership at this time, and proposes Dr. Sanders continue in the Senior Vice President and Provost permanent role. This month President Boren conducted personal interviews with the Health Sciences Center deans and vice presidents, the Executive Committee of the Faculty Senate, members of the University Hospital Authority and Trust, the Oklahoma Health Center Foundation and various Oklahoma City community leaders as an assessment of Dr. Sanders' performance. The response was one of resounding support for Dr. Sanders to serve as Senior Vice President and Provost.

Dr. Sanders graduated with honors from the University of Oklahoma with a B.S. in Biochemistry in 2000. As a Rhodes Scholar, he attended the prestigious Trinity College, Oxford University, and received a Master's of Art in English Language and Literature in 2003. He graduated from Harvard Medical School and Harvard Business School with honors in 2008, and was Harvard University's first combined M.D./M.B.A. program graduate. His M.B.A. field studies and research were on healthcare delivery innovation, primary care models, pediatric medical device development, medical education redesign, and working with a non-profit oncology therapeutics start-up. In 2009, Sanders completed an internship in the Department of Medicine at Massachusetts General Hospital.

To broaden his health care experience, he joined McKinsey & Company, a leading international consulting firm, as a consultant in the Boston office in 2009. He served clients across the healthcare industry, advising community and academic hospitals on growth strategies, integrated delivery networks, clinical quality, operations, and physician alignment; pharmaceutical companies on research and development opportunities and drug safety; and national and local health insurers on healthcare reform and new business building strategies.

In 2011, Dr. Sanders returned to the practice of medicine and was selected for a residency in the Department of Medicine at Massachusetts General Hospital, caring for patients in the inpatient, intensive care unit, and emergency room settings, and providing outpatient primary care at Internal Medicine Associates. He also worked with Massachusetts General Hospital and Partners HealthCare leadership on care redesign and population health initiatives.

Dr. Sanders has continued to contribute to his OU alma mater by serving as the National Fellowship Advisor to the OU Honors College since 2000, on the Honors College Board of Visitors since 2010, and most recently on the Price College of Business Professional M.B.A. Advisory Board.

President Boren recommended the Board of Regents name Dr. Jason Sanders as Senior Vice President and Provost – Health Sciences Center campus, effective December 1, 2015.

Regent Stone moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

PROFESSIONAL SERVICE AGREEMENT – HSC

The University of Oklahoma Health Sciences Center (OUHSC) receives revenue from a variety of sources. One such source is third-party vendors who pay the University in return for providing professional services. The following is a list of contracts with outside vendors for professional services performed by OUHSC Departments:

University Hospitals Trust

University of Oklahoma Health Sciences Center Police Department will provide security services for OU Children’s Physicians and Atrium Area, OU Physicians Building, and Garrison-Bielstein-Nicholson-MRI Towers. Agreement was received on June 19, 2015, and signed on September 21, 2015.

President Boren recommended that the Board of Regents approve the professional service agreements for the University of Oklahoma Health Sciences Center as listed.

University Hospitals Trust	\$447,546
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University of Oklahoma Health Sciences Center Police Department
Term of Agreement 07/01/2015 to 06/30/2016

Regent Stone moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

**HEALTH SCIENCES CENTER QUARTERLY FINANCIAL ANALYSIS – HSC
EMERGENCY OPERATIONS PLAN ANNUAL REPORT – NC & HSC
ON-CALL ARCHITECTS, ENGINEERS AND CONSTRUCTION MANAGERS
QUARTERLY REPORT – ALL
QUARTERLY REPORT OF PURCHASES – ALL
NONSUBSTANTIVE PROGRAM CHANGES – NC
ESTABLISHMENT OF GLOBAL OU, INC., FOR UNIVERSITY STUDY ABROAD
PROGRAMS – NC
NORMAN CAMPUS QUARTERLY FINANCIAL ANALYSIS – NC**

The listed items were identified, by the administration, as “For Information Only.” Although no action was required, the opportunity to discuss or consider the items individually was provided.

HEALTH SCIENCES CENTER QUARTERLY FINANCIAL ANALYSIS – HSC

By request of the Board of Regents, the Health Sciences Center *Statements of Net Position* as of September 30, 2015, and *Statements of Changes in Net Position* for the three months then ended and related Executive Summary are attached hereto as Exhibit H. The statements are unaudited and are presented for management use only.

This item was presented for information only. No action was required.

EMERGENCY OPERATIONS PLAN ANNUAL REPORT – NC & HSC

Pursuant to the authority contained in the Oklahoma Emergency Management Act of 2003, O.S. 63, Section 681 through 683.24, the head of each designated department and agency shall take necessary actions to implement the Emergency Operations Plan by developing written internal procedures that detail support required by the plan and shall be prepared to put the plan into action. Section 681 also requires institutions of higher learning to make an annual report to its Board of Regents “detailing the status of emergency preparedness and identified safety needs.”

Emergency planning and response is an evolutionary process adapting to the nature of the emergency at hand. The intent of The University of Oklahoma Emergency Operations Plan (“Plan”) is to set out a foundation from which the University’s emergency response may evolve. The University will use National Incident Management System (NIMS) and Incident Command System (ICS) standards and principles for managing all emergencies on campus.

Response to and recovery from emergencies will be conducted within the framework of the Plan, which is designed to provide effective coordination of University and community resources to protect life and property during and after emergencies. The Plan lays the foundation for the University’s preparation for, response to, and mitigation of emergencies. These emergencies may include prolonged power outages, extreme weather, fires, hazardous materials incidents, large-scale events, and protest actions.

Through coordination and preparedness, the University hopes to minimize the impact of emergencies and to maximize the effectiveness of the campus community in responding to and recovering from major emergencies and catastrophic occurrences. Importantly, the Plan provides an organizational structure for the continuity of campus operations in pursuit of the University’s academic mission. The Plan is reviewed comprehensively, at least every two years; however, changes to the Plan will be made, as necessary, throughout the year.

This item was presented for information only. No action was required.

**ON-CALL ARCHITECTS, ENGINEERS AND CONSTRUCTION MANAGERS
QUARTERLY REPORT – ALL**

In May 2009, the Board of Regents authorized a group of architectural and engineering firms to provide professional services required for small projects. The terms of service for all of these on-call consultants expired June 30, 2014; however some professional services authorized prior to the expiration date are still underway. In May 2014, the Board authorized a new group of architectural and engineering firms to provide professional on-call services, and additionally authorized a group of construction management firms to provide services for minor construction and renovation projects.

Work completed during the first quarter of fiscal year 2016 by on-call architectural and engineering firms in both groups is summarized on the attached Exhibit I. No construction management work was completed in the first quarter.

This item was presented for information only. No action was required.

QUARTERLY REPORT OF PURCHASES – ALL

The Board of Regents policy governing the buying and selling of goods and services states that:

- I. Purchases and/or acquisition of goods and services over \$1,000,000 must be submitted to the Board for prior approval; and
- II. Purchase obligations between \$50,000 and \$1,000,000 must be reported quarterly to the Board as an information item. Sole source procurements in this category must also be reported and identified as such.

The quarterly report for II above is attached hereto as Exhibit J.

This item was presented for information only. No action was required.

NONSUBSTANTIVE PROGRAM CHANGES – NC

Administrative/Internal Program Change
Approved by Academic Programs Council, October 2, 2015

Deletion of Minor

COLLEGE OF ARTS AND SCIENCES

Native Sustainability, Minor (N730)

Deletion of Minor.

Reason for request:

Recent revisions of existing major and minor erase the need for the Sustainability minor.

Course Requirement Change to Minor

COLLEGE OF ARTS AND SCIENCES

Chinese, Minor (N180)

Change in Minor requirements. Divide ‘Six additional Hours’ into two categories, upper-division language course and upper-division MLLL survey course; add CHIN 4113, CHIN 4533, and CHIN 4543 as alternatives in category (a).

Reason for request

We add three fourth-year Chinese language courses to the requirement as alternative so that it will give the students more freedom in course selection thus being more flexible in planning their graduation. In addition, dividing the 6 credits upper division requirement into MLLL survey courses and Chinese language courses will help promote a balanced knowledge structure.

Addition of Accelerated Dual Degree Program

PRICE COLLEGE OF BUSINESS

Management Information Systems/Management of Information Technology, BBA (MIS)/Master of Science in Management of Information Technology (RPC 262/341, MC B660/M659)

Addition of Accelerated Dual Degree program. The objective is to provide qualified undergraduate MIS students an accelerated pathway to a Master of Science in Management of Information Technology degree. A total of 140 hours is required for the degree, with 6 hours to be counted for both degrees.

Reason for request:

Information systems is integral to every aspect of today's business. The purpose of the proposed program is to impart core information systems knowledge to students with an MIS major. The benefits of this program are two-fold. For the students coming through the program, we envision it broadening the job options available to them. For companies hiring these students, we anticipate more seamless relationships between MIS and analytics functions emphasized in the MS-MIT.

Change of Requirements for Accelerated Dual Degree Program

COLLEGE OF ENGINEERING

Chemical Engineering (Pre-Medical/Biomedical Engineering) Bachelor of Science in Chemical Engineering/Master of Science (Biomedical Engineering) (RPC 030, MC A163/F109Q520)

Change in requirements of accelerated dual degree program. Remove ENGL 3153 as requirement. Total credit hours required for the degree will change from 153 hours to 150 hours.

Reason for request:

This course is unnecessary in our curriculum. Written reports for CH E 3432, CH E 4253 and CH E 4273 will satisfy Outcome (g) an ability to communicate effectively for ABET purposes.

Chemical Engineering (Biotechnology) Bachelor of Science in Chemical Engineering/Master of Science (Biomedical Engineering) (RPC 030, MC A161/F109Q063)

Change in requirements of accelerated dual degree program. Remove ENGL 3153 as requirement. Total credit hours required for the degree will change from 146 hours to 143 hours.

Reason for request:

This course is unnecessary in our curriculum. Written reports for CH E 3432, CH E 4253 and CH E 4273 will satisfy Outcome (g) an ability to communicate effectively for ABET purposes.

Chemical Engineering (Standard) Bachelor of Science in Chemical Engineering/Master of Science (Chemical Engineering) (RPC 030, MC A160/F160)

Change in requirements of accelerated dual degree program. Remove ENGL 3153 as requirement. Total credit hours required for the degree will change from 144 hours to 141 hours.

Reason for request:

This course is unnecessary in our curriculum. Written reports for CH E 3432, CH E 4253 and CH E 4273 will satisfy Outcome (g) an ability to communicate effectively for ABET purposes.

Change of Requirements for Area of Concentration

JEANNINE RAINBOLT COLLEGE OF EDUCATION

Instructional Leadership and Academic Curriculum, PhD (RPC 064, MC D545)

Change in requirements of Biomedical Education area of concentration. Changes to the composition of coursework for the Biomedical Education concentration to provide additional flexibility for the student, faculty advisor and doctoral committee in making decisions about coursework for students.

Reason for request:

The first student recently completed the coursework for the Biomedical degree, and the department realized the design for the program did not provide necessary flexibility for coursework. Given the collaborative nature of the unique program with HSC faculty and ILAC faculty, there is a need for faculty advisor and committee to determine the best program of coursework for individual student's needs and based on individual student's experience and academic background. The current program requirements did not provide any flexibility to accommodate students' background experiences or HSC coursework.

Additional changes are attached hereto as Exhibit K.

This item was presented for information only. No action was required.

ESTABLISHMENT OF GLOBAL OU, INC., FOR UNIVERSITY STUDY ABROAD PROGRAMS – NC

The University is extending its academic presence overseas by establishing academic study centers in various strategic countries. Among the forefront is founding a study center in Rio de Janeiro, Brazil. Since the University was unable to meet the various legal requirements for doing business in Brazil, The University of Oklahoma Foundation agreed to establish and operate the SPE and the Study Center in Brazil, pending transfer to a suitable company formed at the instance of the University for such purposes by the end of this calendar year. On July 27, 2015, the Board of Regents entered into a Memorandum of Understanding with the Foundation whereby the Foundation agreed to cause a Brazilian special purpose entity (SPE) to be formed under the laws of Brazil and establish a Study Center in Rio de Janeiro, Brazil.

The Board of Regents therein agreed to cause an independent, Oklahoma tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code to be created to facilitate, establish, maintain and operate the Brazilian SPE and all other University international study centers world-wide for the exclusive benefit of the University and its students. When the company (Global OU, Inc.) is incorporated and authorized to do business, the Foundation will transfer the Brazilian SPE to Global OU. The Study Center in Arezzo, Italy, also will be transferred from the Foundation to Global OU upon completion of the Arezzo restoration and Italian authorization to occupy the property for its intended use.

The University and the Foundation have been closely collaborating since entering into the MOU and the parties are in the final stages of incorporating the Brazilian SPE to operate the Study Center in Rio de Janeiro. The parties also are nearing completion of the tax-exempt Oklahoma corporation that will ultimately take over operation and management of all University study centers, world-wide. As expected, compliance with the multitude of local and national laws in Brazil has been a time consuming process, but it is currently anticipated that the Brazilian SPE will shortly be registered to do business in Brazil and will be transferred to Global OU by year's end.

The business and affairs of Global OU will be managed by a board consisting of six directors appointed by the University in its capacity as the sole member of the organization. They consist of the Senior Vice President and Provost, Norman Campus, Vice Provost of International Programs and Dean of the College of International Studies, University Vice President for Student Affairs and Dean of Students, Vice President for Development, Associate Vice President and Chief Financial Officer, and the President and Chief Executive Officer of the University of Oklahoma Foundation.

This item was presented for information only. No action was required.

NORMAN CAMPUS QUARTERLY FINANCIAL ANALYSIS – NC

By request of the Board of Regents, the Norman Campus *Statements of Net Assets* as of September 30, 2015, *Statements of Changes in Net Assets* for the three months then ended and related Executive Summary are attached hereto as Exhibit L.

This item was presented for information only. No action was required.

PROPOSALS, CONTRACTS AND GRANTS

In accord with Regents' policy, a list of awards and/or modifications in excess of \$1,000,000 or that establish or make policy for the University, or that otherwise involve a substantial or significant service to be performed by the University are shown on the following pages. Comparative data for fiscal years 2012 through 2016 and current month and year-to-date, are shown on the graphs and tables attached hereto as Exhibit M. Throughout the reports, the data stated for both campuses include the OU-Tulsa Schusterman Campus as well.

The Provisions of Goods and Services policy provides that new contracts and grants in excess of \$1,000,000 must be referred to the Board of Regents for ratification. In addition, in the event a contract, grant, document, or arrangement involved would establish or make policy for the University, or would otherwise involve substantial or significant service to be performed by the University, that contract, arrangement, or document shall be referred to the Board of Regents for approval.

	FY15 Total Expenditures	FY15 YTD Expenditures	FY16 YTD Expenditures
UNIVERSITY OF OKLAHOMA	\$278,653,615	\$71,402,711	\$75,281,697
NORMAN CAMPUS	\$151,914,660	\$40,053,287	\$40,258,936
HEALTH SCIENCES CENTER	\$126,738,955	\$31,349,424	\$35,022,761

Chart Key / Definitions for the pages that follow:

RESEARCH/OSP = Research and Other Sponsored Programs

INSTRUCTION = Instruction/Training (applies to HSC only)

OUTREACH = Formerly College of Continuing Education (CCE)

NON-GRANT/OTHER = Internal Administration/Operational Expenses; HSC's data may include clinical trials

EXPENDITURES = Expenditures Related to Externally-Sponsored Funding

AWARDS = New Grants and Contacts Received, or Existing Award Modifications Processed

President Boren recommended that the Board of Regents ratify the awards and/or modifications for September 2015 submitted with this Agenda Item.

Regent Burgess moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

SUBSTANTIVE PROGRAM CHANGES – NC

The Oklahoma State Regents for Higher Education require that all substantive changes in degree programs be presented to the institution's governing board for approval before being forwarded to the State Regents for consideration. The changes in academic programs itemized in the attached list have been approved by the appropriate faculty, academic units and deans, the Academic Programs Council, and the Senior Vice President and Provost. They are being submitted to the Board of Regents for approval prior to submission to the State Regents.

Substantive Program Change
Approved by Academic Programs Council, October 2, 2015

Addition of Embedded Graduate Certificate

PRICE COLLEGE OF BUSINESS

Graduate Business Certificate in Energy, Graduate Certificate (RPC025, MC TBD)

Addition of embedded graduate certificate. Title of proposed embedded certificate is Graduate Business Certificate in Energy. On-site delivery method. A total of 13 credit hours is required for the certificate, consisting of seven courses. The objective of the Graduate Business Certificate in Energy is to provide the student with a rigorous curriculum in energy finance that includes a broad overview of the energy sector, along with in-depth examinations of the regulatory, accounting, and tax issues in energy. The curriculum design is intended to provide preparation for placement in the business and finance side of the energy industry. Courses also provide

students with a comprehensive review of energy company decision making as it pertains to the analysis of financing and the valuation of energy projects as well as company-level risk management. In addition, the curriculum focuses on the market for energy assets and commodities, the trading of such assets, asset pricing, and the role of financial derivative contracts and hedging strategies.

Reason for request:

Student demand for the Energy-related courses in the MBA program is high. These courses have been offered numerous times. Roughly 34% of full-time MBA students in 2013-2014 indicated they wish to specialize in the study of the business of energy. We do not expect demand for this focus to abate in the near future. The demand for MBA students specializing in the business of energy reveals the importance of this specialization. Over the last two years, we have placed our full-time MBA students focusing on the business of energy, including the financial management of such companies, in high quality positions within the energy industry. Roughly 36% of the full-time MBA students who graduated either in 2013 or 2014 were placed with companies in the energy sector. Demand continues to be high and our relations with companies in this sector continues to be strong.

GAYLORD COLLEGE OF JOURNALISM

Media Management, Graduate Certificate (RPC TBD, MC TBD)

Addition of embedded graduate certificate in Media Management. Title of proposed embedded certificate is Graduate Certificate in Media Management. Delivery method is both on-site and electronic. A total of 13 hours is required, consisting of 9 hours of required Journalism and Mass Communication courses and 4 hours of Business electives.

Reason for request:

The results of the survey of 143 OU students (the sample was comprised of 33% of juniors and 54% of seniors), conducted by the Gaylord College in March 2015, showed that 34% of them are interested in pursuing a graduate certificate in media/communication management, and that 30% see the value in a graduate degree or a graduate certificate program in journalism and mass communication. The media is in desperate need of leadership and management skills to successfully guide it into the future. Often, U.S. mass communication/journalism colleges focus on the journalism and communication skills, neglecting the business skills needed to run these highly complicated operations. In 2012, an article in Time Magazine outlined that certificates have become very appealing, especially to professionals. Several media executives interviewed by Gaylord College faculty echoed that statement and said they would be interested in certificates because of the shorter time commitment and the lower financial investment needed compared to a master's degree. Media industry employers also indicated they would be interested in their employees getting a management certificate and would even pay the employees to obtain one.

Strategic Planning, Graduate Certificate (RPC TBD, MC TBD)

Addition of embedded graduate certificate in Strategic Planning. Title of proposed embedded certificate is Graduate Certificate in Strategic Planning. Method of delivery is both on-site and electronic. A total of 12 hours is required, consisting of 9 hours of required Journalism and Mass Communication courses and a 3-hour graduate-level Anthropology course.

Reason for request:

This graduate certificate is designed mainly for foreign and domestic graduate students, faculty, and professionals who wish to gain certification in strategic planning either to that end or to aid a Master's degree program at their respected university. This certificate could grow to attract current OU students, both in the Master's program in Mass Communication and graduate students outside our MA program as well as, potentially, working professionals in the Oklahoma City metro area and beyond. The professional associations in the Oklahoma City metro area demonstrated interest in this graduate certificate. In addition, the Spring 2015 survey of the current OU undergraduate students in the Gaylord College demonstrated that more than 60% of them were interested in receiving a graduate certificate (as opposed to the full Master's degree) in strategic communication and planning. Most importantly, this graduate certificate will allow the Gaylord College to outreach to foreign universities and foreign students, faculty and professionals who see value in graduate certificate education. The Gaylord College research showed there is an interest in this certificate among foreign exchange students and faculty who are ready to come to the University of Oklahoma for one semester to receive a graduate certificate credential. As of right now, the immediate audience for this certificate will be international students and faculty as well as international practitioners, who seek to improve their advanced knowledge and skills in the area of strategic planning.

COLLEGE OF LAW

Indigenous Peoples Law-LLM, Graduate Certificate (RPC 384, MC TBD)

Addition of embedded graduate certificate. Title of proposed embedded certificate is Indigenous Peoples Law-LLM. On-site method of delivery. A total of 12 credit hours are required for the certificate, to be chosen from an approved subset of LAW courses.

Reason for request:

The Program Director interviewed applicants to the LLM program and graduates and determined that demand for a certificate in Indigenous Peoples Law embedded in the LLM would make the University of Oklahoma's LLM program particularly attractive to potential students. Potential students include lawyers in foreign countries with significant populations of indigenous peoples who seek to improve their knowledge and skills in this area by studying American and international law relating to native peoples. Since the university and the College of Law have a long history of excellence in this area of law, adding this certificate option within the LLM degree will distinguish the LLM program from others offered by American law schools. As the market for LLM students is highly competitive, offering a certification in this field would distinguish the university from other American universities offering only a general LLM. Director Dye's conclusions were confirmed by a market analysis performed for the College of Law by the third party consultant, Elsmere Education. The embedded certificate is directly related to those who work in businesses owned by or which conduct business with tribal corporations. Lawyers who have received an LLM with a certificate in Indigenous Peoples Law will bring more training and knowledge to tribes, tribal corporations, or other entities working with them. In addition many governments and non-governmental agencies who deal with issues relating to indigenous peoples outside of the United States look to lawyers who understand the American and international approach to these issues.

Energy and Natural Resources Law-LLM, Graduate Certificate (RPC 384, MC TBD).

Addition of embedded graduate certificate. Title of proposed embedded certificate is Energy and Natural Resources Law-LLM. On-site method of delivery. A total of 12 credit hours are required for the certificate, to be chosen from an approved subset of LAW courses.

Reason for request:

The Program Director interviewed applicants to the LLM program and graduates and determined that demand for a certificate in Energy and Natural Resources Law embedded in the LLM would make the University of Oklahoma's LLM program particularly attractive to potential students. Many of our LLM students come from oil and other natural resource producing countries and seek to enhance their skills and knowledge in American law applicable to this industry. As the market for LLM students is highly competitive, offering a certification in this field would distinguish the university from other American universities offering only a general LLM. Director Dye's conclusions were confirmed by a market analysis performed for the College of Law by the third party consultant, Elsmere Education. Elsmere's report concluded, among other things that a specialized transcribed program in Energy and Natural Resources would better meet student demand. The embedded certificate is directly related to the energy industry. The data collected by Program Director Dye and the third party consultant, Elsmere Education, concluded that foreign trained lawyers seeking new or improved employment in the energy industry would benefit from a course of study concentrated in this area of law. Potential employers include both Oklahoma and surrounding region energy companies as well as foreign energy companies.

Change of Program Name and Degree Designation, Option Name Change,
Program Requirement Change

COLLEGE OF LAW

Legal Studies, Master of Legal Studies (RPC 149, MC M635)

Levels I and II degree designation change to Master of Legal Studies in Indigenous Peoples Law; Level III program name change to Indigenous Peoples Law; Level IV option name change from Legal Studies to Indigenous Peoples Law; and course and program requirement change. Define degree program core courses and focus on area of Native American and Indigenous Peoples Law. Total credit hours required for the degree will change from 30 hours to 33 hours.

Reason for request:

As originally approved, the MLS required no focused course of study and is a general degree in Legal Studies. Following a comprehensive program review conducted by an outside consultant and which involved the benchmarking of our MLS against other programs and the surveying of our students, the College has determined that an MLS degree would be more useful for our students and their careers if it were focused on one of the two areas of expertise for which the University of Oklahoma and the College are recognized as leaders, those being Indigenous Peoples Law and Energy Law. Therefore, the College is requesting amendment of the MLS degree to focus its curriculum exclusively on Indigenous Peoples Law. A name change commensurate with the change in curriculum will result in students receiving a degree specifically in this specialized area is also requested.

Course and Program Requirement Changes

COLLEGE OF ARTS AND SCIENCES

Linguistics, Bachelor of Arts (RPC 235, MC B655)

Course requirement change. Revise the configurations of required and elective courses, add three new courses, remove crosslisting from eight courses, and change the requirements for major support. Total credit hours required for the degree will not change.

Reason for request:

With these changes, the Section expects to take control of the material taught in the major by assuming responsibility for all required courses. With our current resources, we are now able to create a degree that is balanced with respect to the major content areas. We are also working to enhance the chances for future employment of our graduates by facilitating a minor in Computer Science.

Spanish, Bachelor of Arts (RPC 215, MC B850)

Course requirement change. A linguistic course (SPAN 4913, SPAN 4923, SPAN 4713, or SPAN 4773) will become required; two literature and culture courses (chosen from SPAN 4083, SPAN 4113, SPAN 4143, or SPAN 4173) will become required; three Spanish for the professions courses will be chosen from a group of electives; and the Spanish for the professions courses will add a service-learning component. Total credit hours required for the degree will not change.

Reason for request:

These changes will allow students greater flexibility in choosing their core and electives (with guidance from their faculty advisors), while ensuring all students graduate with a fundamental core of knowledge in the Spanish language, literature, and culture.

JEANNINE RAINBOLT COLLEGE OF EDUCATION

Counseling Psychology, PhD. (RPC 040, MC D255)

Course requirement change. Replace EDPY 5234 with EDPY 6103, and replace EDPY 5253 with EDPY 6203. Total credit hours required for the degree will change from 93 hours to 92 hours.

Reason for request:

EDPY 5234 and 5253 are masters-level courses and are being replaced with doctoral-level courses to account for recent changes in curriculum and program structure.

COLLEGE OF ENGINEERING

Chemical Engineering, Ph.D. (RPC 032, MC D160)

Course requirement change. Reduce hours required for doctoral research from 52 hours to 46 hours. Add the statement that additional courses as necessary to reach 90 hours beyond the baccalaureate degree, as approved by the student's advisory conference committee. Total credit hours required for the degree will not change.

Reason for request:

Some students need additional flexibility in choosing courses. By reducing the required number of research hours to 46 some students may opt to take additional coursework related to their research after consulting with their doctoral committees

COLLEGE OF LAW

Law, Master of Laws (RPC 384, MC M360)

Course and program requirement change. Two changes are proposed. Eliminate the allocation between Core and Electives. All students must select 24 credit hours from among the entire curricular offerings of the College of Law to satisfy the degree requirements. Within the 24 credits of courses, students who do not hold a graduate level degree in Law from an American University will be required to take two introductory courses on the American Legal System and Legal Research and Writing. Set minimum GPA at 5.0 on College of Law 12.0 scale. Total credit hours required for degree will not change.

Reason for request:

The College of Law determined that the degree requirements need to be both simplified and made more flexible to allow student directed specialization to better meet the needs of prospective students. Most students in the applicable market for the College of Law wish to take an LLM degree focusing study in one of the two major areas of expertise of the College of Law and the University of Oklahoma: Energy and Natural Resources Law or Indigenous Peoples Law (although some prospective students seek a general LLM in American Law). The curricular description in the original application has proven to be confusing to prospective and enrolled students. Since all students have completed a prior degree in Law, it seems unnecessary to require a highly specific course of study (other than the two required courses for students who hold only a foreign law degree and thus require an introduction to the American legal system). This new curriculum allows students to pursue a broad overview of American Law within the 24 credits comprising the degree requirements by choosing from among any courses offered by the College of Law, thus preserving the flexibility to undertake a general study of the US legal system or to specialize in an area of their choice. This flexibility will also assist students wishing to qualify to take a state bar exam as the course requirements vary from state to state. These students thus have more freedom within the curriculum to choose the particular courses they need to qualify to sit for a bar examination. Since the LLM students have been taking the same classes as offered to JD students (other than the two special courses offered to foreign law degree holding students) it has been difficult for professors to assess and grade LLM exams since the JD and LLM programs required different minimum graduation standards. Since the students are graded in an anonymous group the difference in standards has posed a problem for faculty. Further, state bar examiners require that courses taken in an LLM program if used to satisfy bar eligibility requirements be graded on the same scale as JD students. The change in minimum GPA to graduate will eliminate any concern that maintaining different scales could cause an issue for eligibility. It will also permit professors to apply the same scale to both types of students in their classes.

Substantive Program Change
Approved by Academic Programs Council, October 16, 2015

Addition of Option

COLLEGE OF ARTS AND SCIENCES

Cellular and Behavioral Neurobiology, PhD (RPC 363, MC TBD)

Option addition. Add Psychology option. Total credit hours required for the degree will not change.

Reason for request:

This program addition will provide training opportunities in neuroscience that are not currently available to graduate students in psychology.

Substantive Program Change
Approved by Academic Programs Council, November 6, 2015

Program Requirement Change

COLLEGE OF ARTS & SCIENCES

English, PhD (RPC 070, MC D375R141, D375R426)

Course requirement change. Composition/Rhetoric/Literacy concentration: elective coursework is decreased from nine to three credit hours, directed readings are modified from “three to six hours” to just three, and dissertation hours are increased from 24 to 36 credit hours. Literary Studies concentration: elective coursework is decreased from 24 to 18 credit hours, directed readings are modified from “three to six hours” to just six, and dissertation hours are increased from 24 to 36 credit hours. Total credit hours required for the degree will not change.

Reason for request:

Additional dissertation hours will allow students to make satisfactory progress toward the degree and finish in a more timely fashion before they run out of funding.

Health and Exercise Science (RPC 291, MC B500)

Course requirement change. Replace HES 4543 with HES 4503 in the core curriculum requirements; change HES 4853 to HES 4573; and remove COMM 3483 as major support requirement option. Total credit hours required for the degree will not change.

Reason for request:

HES 4543 is being removed as core requirement since it will be offered irregularly; number change reflects Health Promotion course numbers; and COMM 3483 is no longer an option for prerequisite credit.

JEANNINE RAINBOLT COLLEGE OF EDUCATION

Instructional Leadership and Academic Curriculum, Master of Education (RPC 063, MC M545)

Course requirement change. For all ILAC Concentrations the Studies in Cultural Diversity requirement is changed from 2-3 hours to 3 hours. Also, under the Research Synthesis for all concentrations the Portfolio/Special Project Students option is removed. For World Languages Education concentration, the phrase “Other course with approval of advisor” has been added to the Required Courses section of the degree requirements to allow faculty advisors and students more flexibility as needed. For the Instructional Leadership concentration, the 20 hours minimum coursework needed in addition to the required coursework has been divided into 9 hours minimum for the concentration and 11 hours minimum for electives. Lastly, EDUC 5972 Pre-master’s Seminar is being removed. Total credit hours required for the degree will not change.

Reason for request:

Studies in Cultural Diversity: We find that the 2-3 hours is confusing for students and all the courses we advise students to take to fulfill this option are 3 credit hour courses, we believe the change to 3 hours will help clear up the expectation for this requirement. Research Synthesis – The option of Portfolio/Special Project Students has been removed from all concentrations since we only consider our students as either Thesis or Non-thesis. The Nonthesis category or option would serve for any student completing a portfolio or special project. World Languages Education: This concentration currently includes two required courses that have been problematic over the past few years. Either the courses are not offered on a regular basis or, when taught by an adjunct, do not have the focus on Pk-12 education that is important for our students. As such we have had to file a petition to replace these courses on several PGW forms over the past few semesters. ILAC Concentration: This concentration was designed originally to be more flexible in terms of what courses students took rather than focusing in a specific content area. For example, rather than having a concentration (20 hours) in mathematics or reading, a student might elect to focus on both mathematics and reading through the ILAC concentration. During our last program modifications, the ILAC concentration was inadvertently changed with all our other concentration areas to have a minimum of 20 hours in the concentration. The ILAC-ILAC degree should not contain this type of concentration thus we would like to return it to the original 9 hours concentration and 11 hours elective. Lastly, EDUC 5972 Pre-master's Seminar is being removed because it is a course that is no longer used in the ILAC graduate programs.

GAYLORD COLLEGE OF JOURNALISM

Journalism, Professional Writing, Bachelor of Arts in Journalism (RPC 137, MC B795)

Course requirement change. Change the capstone course from Theories of Professional Writing to Business of Professional Writing. Add graduate section of Theories of Professional Writing. Add requirement of one-credit reading seminars (JMC 3011). Require Category Fiction. Add permanent numbers to courses that have been taught multiple times. Change JMC 3514 to 4524. Total credit hours required for the degree will not change.

Reason for request:

Revision of the Professional Writing curriculum to update the course content to account for contemporary business practices; have students get through Theories of Professional Writing earlier; increase the amount of reading and the analysis of reading that is required of PW students; and make Writing the Short Story fit at a more complex level. These changes are needed because of changes in the world of professional writing, and to encourage in students healthy habits of reading and analysis.

President Boren recommended the Board of Regents approve the proposed changes in the Norman Campus academic program:

Regent Bennett moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

UPGRADE THE STATUS OF NATIVE AMERICAN STUDIES PROGRAM TO THE DEPARTMENT OF NATIVE AMERICAN STUDIES – NC

The request to upgrade Native American Studies Program to the Department of Native American Studies is motivated by the growth of Native American Studies as an autonomous academic unit in the College of Arts and Sciences. Native American Studies offers an undergraduate minor, BA, MA, and joint MA/JD with the OU College of Law and has

awarded over 200 degrees since its founding in 1994. Additionally, the program has four full-time, tenured/tenure-track faculty members, and is currently running a search for a fifth tenured professor. Furthermore, Native American Studies is soon to become the home of the four Native languages offered at OU. Elevating the unit from program to department speaks to the growth of the Native American Studies program as an academic unit and its continued importance to the University of Oklahoma as an area of excellence.

Internally, the program's faculty and director, the Dean of the College of Arts and Sciences, and the Senior Vice President and Provost have approved this change. Once approved by The University of Oklahoma Board of Regents, the name change will be forwarded to the State Regents for Higher Education for information.

President Boren recommended the Board of Regents approve upgrading the status of the Native American Studies Program into the Department of Native American Studies.

Regent Weitzenhoffer moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

GENERAL REVENUE REFUNDING BONDS, SERIES 2016A – NC

The University's administration is seeking approval to refund the General Revenue Bonds, Refunding Series 2006A, for economic savings. The size of the Refunding Bonds and actual savings are subject to market conditions at the time of refunding. At this time, the Bonds are expected to be issued in an approximate amount of \$78 million and gross and present value savings are estimated to be \$13.7 million and \$11.2 million (14%), respectively.

Preparation of the disclosure statement (often referred to as the Preliminary Official Statement or POS) will be coordinated by the Financial Advisor with direction and input from the University's administration, Bond Counsel, and the State Bond Advisor (i.e., the financing team). The POS will be submitted to the appropriate oversight organizations for review and approval prior to its issuance. It will set forth the rating assigned to the University of Oklahoma Limited and Special Obligations, Series 2016A, and the plan of financing, and will be provided to investors to assist in their making investment decisions.

The obligations contemplated herein will be secured by a pledge of all lawfully available sources of revenue other than (i) revenues appropriated by the Legislature from tax receipts and (ii) funds whose purpose has been restricted by donors, grantors or payors thereof to a purpose inconsistent with the payment of debt obligations. Underlying the issuance of the obligations, the University's Administration will comply fully with the Board of Regents "Debt Policy," meaning that the obligations will be supported by an achievable financial plan that includes servicing the debt, meeting any new or increased operating costs, and maintaining an acceptable debt service coverage ratio.

President Boren recommended the Board of Regents:

- I. Authorize and approve the issuance on a taxable and/or tax-exempt basis in one or more series of the University of Oklahoma limited and special obligations in an amount sufficient to refund the General Revenue Bonds, Refunding Series 2006A and, in addition to the amounts needed for the proposed refunding, to provide sufficient funds to fund any related costs of issuance, underwriters' discounts, reserve funds, bond insurance, net premiums/original issue discounts, and any other necessary and related expenditures associated with the issuance;

- II. Authorize and approve the borrowing of funds for the purpose of issuing the above mentioned obligations on a taxable or tax-exempt basis in one or more series, paying normal costs of issuance related thereto, providing for bond insurance if necessary, capitalized interest, and any related reserves or costs;
- III. Authorize and approve Resolutions and/or Supplemental Resolutions dated as of this date authorizing the form of the financing documents related thereto, including, but not limited to, a Resolution and/or Supplemental Resolution, a Bond Indenture, a Trust Agreement, a Bond Purchase Agreement, a Continuing Disclosure Agreement, a Preliminary Official Statement and an Official Statement;
- IV. Approve and authorize the award of the sale of the obligations on either a competitive or negotiated basis based upon the final determination of the financing team and as determined to be in the best financial interest of The University of Oklahoma and authorizing the Executive Vice President and Vice President for Administration and Finance, and the Associate Vice President for Administration and Finance and Chief Financial Officer of the University of Oklahoma – Norman Campus to do all things necessary to consummate the transaction contemplated herein including, but not limited to, execution and delivery of any and all closing documents;
- V. Authorize the Chairman, Vice-Chairman and Executive Secretary of the Board of Regents of The University of Oklahoma to execute and deliver all necessary financing documents and related closing documents required by Bond Counsel; and
- VI. Authorize the officers of The University of Oklahoma to execute any closing documents required by Bond Counsel and to take any further action required to consummate the transaction contemplated herein.

Regent Bennett moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

STORM-HARDENED SHELTERS – NC

At the May 2014 meeting, the Board of Regents approved the Storm-Hardened Shelters project as a part of the comprehensive Campus Master Plan of Capital Improvement Projects for the Norman Campus. Multiple shelters will be constructed to provide storm refuge for residents of the University's student housing facilities. Project 1, encompassing three above-ground shelters for residents of apartments at Traditions Square-East, Traditions Square-West and Kraettli, has been completed. Project 2 will construct two above-ground shelters adjacent to Couch Center and Walker Center. At the March 2015 meeting, the Board ranked Manhattan Construction Company highest among firms considered to provide construction management services for Project 2. At the June 2015 meeting the Board approved design for Project 2.

Construction documents for Project 2 are currently being prepared by MA+ Architects. It is proposed that the Board authorize the expenditure of \$7,400,000 in funds budgeted for the cost of construction of Project 2.

The estimated total project cost for the Storm-Hardened Shelters Projects 1 and 2 is \$14,000,000. Funding has been identified, is available and budgeted from Series 2015A General Revenue Bond proceeds and discretionary funds.

President Boren recommended the Board of Regents:

- I. Approve a revised project budget of \$14,000,000 for Storm-Hardened Shelters (Projects 1 and 2);
- II. Authorize the University administration to contract and make payments not to exceed the cumulative amount of \$7,400,000 for construction for Storm-Hardened Shelters, Project 2, located at Couch Center and Walker Center, and
- III. Recognize and acknowledge that the University may incur certain costs relative to the above project prior to receipt of bond proceeds and, to the extent the University utilizes currently available funds for said costs, it is intended that bond proceeds will be utilized to reimburse those outlays.

Regent Weitzenhoffer moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

UNIVERSITY LIBRARIES, CONSTRUCTION MANAGEMENT SERVICES – NC

The original Bizzell Memorial Library building was constructed in 1929 with major building additions constructed in 1958 and 1982, for a total of approximately 380,000 gross square feet. The Library Master Plan Study will develop a series of projects to be completed in both the short- and long-term, as funding is identified. The Master Plan design firm, Rees Associates, Inc., has been engaged for two recently completed Bizzell projects, the Collaborative Learning Center on Lower Level 1 and the Special Collections project on the 5th floor.

The next planned Bizzell project will renovate approximately 21,000 square feet of space on Lower Level 2 to create Faculty and Graduate Commons areas, with an estimated total project cost of \$9,500,000. Future phases of renovation will be required to achieve the desired mix of collaborative, research, reading, seminar, technology and collection storage spaces. The projects will incrementally replace and update the facility's major mechanical, electrical and data systems to support new and expanded programs and could include improvements to the building's envelope. In addition, branch libraries and satellite facilities will require modernization in the future.

In order to facilitate coordination and continuity between University Libraries projects, it was determined the projects should be accomplished utilizing the construction management project delivery method. The selected firm will advise on constructability and assist in the planning and implementation of construction sequencing. A request for qualifications for construction management services was sent to firms registered as providers of at-risk construction management services with the State of Oklahoma's Office of Management and Enterprise Services, Division of Capital Assets Management, Department of Real Estate Services. A committee was formed to evaluate the responses received from five firms. The committee was composed of the following:

Roger Klein, Staff Architect, Architectural and Engineering Services, Chair
Rhonda Cannon, Associate Dean, University Libraries
Bill Forester, Assistant Director, Architectural and Engineering Services
Tony Gardner, Manager of Engineering, Facilities Management
Brian Holderread, Director, Architectural and Engineering Services
Farooq Karim, Principal-In-Charge, Rees Associates, Inc. (non-voting)

Based on these proposals and client references, four firms were selected for further evaluation. The firms were ranked and rated as shown below.

1. Manhattan Construction Company, Oklahoma City, OK
2. Timberlake Construction Company, Oklahoma City, OK
3. GE Johnson Construction Company, Oklahoma City, OK
4. Nabholz Construction, Oklahoma City, OK

UNIVERSITY LIBRARIES
CONSTRUCTION MANAGEMENT FIRM EVALUATION SUMMARY

	Manhattan Construction Company <u>Okla. City</u>	Timberlake Construction Company <u>Okla. City</u>	GE Johnson Construction Company <u>Okla. City</u>	Nabholz Construction <u>Okla. City</u>
Experience with Similar Projects	98	80	80	74
Quality of Pre- Construction Services	88	84	80	78
Pre-Construction/ Construction	43	42	38	37
Quality of Construction Phase Services	176	164	148	156
Resources of the Firm	45	41	38	37
Total Points	<u>450</u>	<u>411</u>	<u>384</u>	<u>382</u>

President Boren recommended the Board of Regents:

- I. Rank in the order presented above firms under consideration to provide at-risk construction management services for Bizzell Memorial Library and satellite library projects;
- II. Authorize the University administration to negotiate the terms of a construction management services agreement starting with the highest-ranked firm;
- III. Authorize the President or his designee to execute Agreements for At-Risk Construction Management Services for projects, as funding is identified; and
- IV. Authorize the University administration to negotiate a guaranteed maximum price for construction for each funded project, respectively, to be presented to the Board for formal approval.

Regent Bennett moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

CATE CENTER #2 RENOVATION – NC

At the March 2015 meeting, Board of Regents approved the design development phase plans for renovation of Cate Center #2 Renovation for the Department of English. This former residential facility will be renovated to house centrally scheduled classrooms, seminar rooms, reading rooms, faculty and staff offices, conference rooms, and other support spaces. The project will address life safety and code issues including accessibility, emergency egress, replacement of HVAC and plumbing systems, and addition of an elevator. At the June 2015 meeting, the Board approved a guaranteed maximum price for construction of \$5,600,000. Construction commenced last summer and is currently underway.

It has now been determined that replacement of the building's roof should be added to the scope of renovation work to be undertaken by the construction manager. In order to include the cost in the construction contract, Manhattan Construction Company, the CM, has priced the construction documents for the roof and has proposed a revised guaranteed maximum price. It is proposed that the Board approve a revised guaranteed maximum price for construction of \$6,100,000. This price includes the cost of all construction work; the cost of the CM's direct project management services; the CM's fee, bonds and project-related insurance; and an owner's contingency.

The revised estimated total cost for the project is \$8,500,000, with funding identified, available and budgeted from Series 2015A General Revenue Bond proceeds and discretionary funds.

President Boren recommended the Board of Regents:

- I. Approve a project budget of \$8,500,000 for the Cate Center #2 Renovation project;
- II. Approve a revised guaranteed maximum price for construction of \$6,100,000; and
- III. Recognize and acknowledge that the University may incur certain costs relative to the above project prior to receipt of bond proceeds and, to the extent the University utilizes currently available funds for said costs, it is intended that bond proceeds will be utilized to reimburse those outlays.

Regent Weitzenhoffer moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

GOLF TEAM PRACTICE AND COURSE IMPROVEMENTS – NC

At the May 2015 meeting, as part of the comprehensive Campus Master Plan of Capital Improvement Projects, the Board of Regents approved separate projects for the Jimmie Austin OU Golf Club and for Golf Team Practice Facilities. This project incorporates select elements of both projects into a single funded project. The project will include renovation of holes 9, 10 and 11, and the hole 12 tee box; construction of a four-hole team training ground and team tee and short game practice areas; renovation of the south practice area; and driving range improvements. A new entrance to the Golf Club will be created, with the entrance drive relocated approximately 525 feet to the east of its current location. The Charlie Coe Learning Center parking lot will be expanded by 21 additional parking spaces and the Golf Club parking lot will be expanded by 23 additional parking spaces.

Construction documents for Phase 1 (holes 9-12, entrance drive and parking changes), comprising two bid packages, have been prepared by the project architect, LWPB, Inc., and its consultants Tripp Davis and Associates and Cabbiness Engineering, LLC. Additional bid packages will be progressively developed and sequenced for bidding over the next few months. It is proposed that the Board authorize the expenditure of \$5,500,000 in funds budgeted for the cost of construction.

It is anticipated that construction of the Phase 1 work will commence in December and be completed over the summer. The schedule for additional phases of the project will be developed progressively.

The anticipated total project cost is \$7,000,000 with funding identified, available and budgeted from private sources, and existing bond proceeds.

President Boren recommended the Board of Regents:

- I. Authorize the University administration to contract and make payments not to exceed the cumulative amount of \$5,500,000 for construction of the Golf Team Practice and Course Improvements project; and
- II. Recognize and acknowledge that the University may incur certain costs relative to the above project prior to receipt of bond proceeds and, to the extent the University utilizes currently available funds for said costs, it is intended that bond proceeds will be utilized to reimburse those outlays.

Regent Bennett moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

POST-SEASON CONTEST – NC

Arrangements necessary for the University's participation in a bowl game must be made prior to the next Regents' meeting; therefore, it is necessary to seek authorization for the President, the Athletic Director, or their designee to award purchase orders and sign contracts associated with the University's participation in a bowl game. Provisions outlined in Regents' policies regarding post-season athletic contests will be followed. Additionally, an agreement with the University of Oklahoma Foundation to advance bowl related expenses is required to facilitate the contracts, purchase orders and arrangements necessary for the University's participation in a post season bowl game.

President Boren recommended the Board of Regents:

- I. Authorize the President, the Athletic Director, or their designee to award purchase orders and sign contracts associated with The University of Oklahoma's participation in a post-season bowl game; and
- II. Authorize the President, the Athletic Director, or their designee to negotiate an agreement with The University of Oklahoma Foundation to advance bowl related expenses as required.

Regent Burgess moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

EXCHANGE BOATHOUSE FACILITY LEASE AGREEMENT – NC

The University of Oklahoma Women's Rowing Program's on campus rowing facility completed in 2014 provides a state of the industry rowing facility for the team which includes locker rooms, workout facility, team meeting room, sports medicine facility, storage, and indoor rowing tank for all of the team's on-campus activities. The University has also previously identified and entered into a memorandum of understanding for the location of a future team facility in the Boathouse District in the Eastern Basin of the Oklahoma River. Currently, the University leases on an annual and shared basis use of space and water access at the Exchange Boathouse in the Western Basin for practice and some competition while other competition events are hosted in the Boathouse District, all on the Oklahoma River in Oklahoma City.

It is the desire of the Women's Rowing Program and the University to enter into a lease agreement with the appropriate parties for the exclusive use of the Exchange Boathouse on an extended term of up to ten years. During this lease term, the University's site in the Boathouse District will continue to be reserved and maintained. The lease term funding of \$500,000 would be and would remain contingent upon acceptance by all parties of contractual obligations for exclusive use, river access, necessary facility improvements and maintenance, and other requirements. The total funding is appropriate and consistent with similar lease amounts contingent upon the necessary improvements to the facility. While parties have agreed in principle to the necessary terms and conditions, this agenda item authorizes the negotiation of a final agreement to include terms and conditions customary and necessary for agreements of this type.

Funding has been identified and is available from Athletics Department capital and other private funds.

President Boren recommended the Board of Regents:

- I. Authorize the President or his designee to enter into a ten-year lease agreement with the Oklahoma City Riverfront Redevelopment Authority (OCRRA), the Oklahoma City Boathouse Foundation (OKCBF), the City of Oklahoma City, and other required parties for the University's exclusive use of the Exchange Boathouse facility on the Western Basin of the Oklahoma River (Facility). The OU Boathouse site on the Eastern Basin of the Oklahoma River will continue to be reserved and maintained by the above parties for the University with river access at both locations. The execution of a lease agreement shall be contingent upon acceptance of and agreement with the contractual obligations for river access, necessary improvements, maintenance, and other requirements for the Facility as outlined by the University;
- II. Authorize funding in the amount of \$500,000 for the ten-year lease of the Facility subject to execution of a final agreement incorporating the contractual obligations referenced above; and
- III. Authorize the President, the Athletics Director, or their designees, with the assistance of the General Counsel, to negotiate the final terms of a ten-year lease agreement with OCRRA, OKCBF, the City of Oklahoma City, and other required parties and to execute same including terms and conditions customary and reasonable for agreements of this type.

Regent Stone moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

RESTATEMENT OF RETIREMENT PLAN DOCUMENTS – NC

The University sponsors several tax-qualified retirement plans for the benefit of University employees. Federal tax law and regulations require that in order for the retirement plans to maintain their tax-qualified status the plan documents must, at least every five years, be restated to incorporate any amendments to the plans that were adopted during the interim period, and such plan documents must be submitted to the IRS for updated approvals. Under applicable Internal Revenue Service procedures, the University's retirement plans must be restated and filed with the IRS for approval by January 31, 2016. Outside legal counsel has prepared drafts of the required restated plan documents for this purpose. The amendments and restatements to the retirement plans will not result in additional costs to the University.

It is recommended that the amended and restated qualified retirement plan documents be approved and adopted and that the President and his designees be authorized to take any and all actions he deems necessary to adopt and implement the amended and restated retirement plan documents in accordance with IRS requirements.

President Boren recommended that the Board of Regents approve amendment and restatement of the plan documents for University of Oklahoma tax qualified retirement plans.

Regent Weitzenhoffer moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved. Regent Bennett abstained from voting.

ACQUISITION AND SALE OF PROPERTY, 617 WEST ROCK CREEK ROAD – NC

University Outreach has been leasing the property for the last 25 years. The owner intends to sell the property. It would be difficult for Outreach to find another property appropriately configured at the current price. Additionally, it would be extremely expensive to move its operations to other facilities and in such short notice, so the University administration recommends that it be authorized to pursue acquisition of the property.

The University is negotiating a contract for purchase contingent upon approval by the Board of Regents. The purchase price is supported by an independent third party appraisal, and the proposed acquisition complies with Regents' policy. Both the purchase contract and appraisal are on file in the Board of Regents Office. President Boren recommends that the Board of Regents authorize the University administration to acquire property located at 617 Rock Creek Road. A map of the location is attached hereto as Exhibit N.

Funding has been identified, is available and budgeted from University Outreach's cash reserves.

President Boren recommended that the Board of Regents authorize the University administration to acquire property located at 617 W. Rock Creek Road, Cleveland County, Norman.

Regent Bennett moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

ACQUISITION AND SALE OF PROPERTY, 413 PAGE CIRCLE – NC

The University administration recommends that it be authorized to pursue acquisition of the property listed. The location of the property is in close proximity with other University property, which makes it a strategic and desirable acquisition. A map of the location is attached hereto as Exhibit O.

The University has a contract for purchase contingent upon approval by the Board of Regents. The purchase price is supported by an independent third-party appraisal, and the proposed acquisition complies with Regents' policy. Both the purchase contract and appraisal are on file in the Board of Regents' Office.

Funding has been identified, is available and budgeted from Real Estate Operations resources.

President Boren recommended the Board of Regents authorize the University administration to acquire property located at 413 Page Circle, Cleveland County, Norman.

Regent Weitzenhoffer moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

ACADEMIC PERSONNEL ACTIONS – NC & HSCHealth Sciences Center:

LEAVE(S) OF ABSENCE:

Conway, Susan Elaine, Professor of Pharmacy Clinical and Administrative Sciences, medical leave of absence with pay, October 12, 2015 through January 13, 2016.

NEW APPOINTMENT(S):

Fling, Michael C., D.D.S., Clinical Associate Professor of Prosthodontics, annualized rate of \$10,000 for 10 months, 0.10 time, October 1, 2015 through June 30, 2016.

Ghani, Sofia, M.D., Assistant Professor of Medicine, annualized rate of \$60,000 for 12 months, November 1, 2015 through June 30, 2016. New consecutive term appointment.

Perdue, Mark Wayne, Clinical Assistant Professor of Family Medicine, Tulsa, annualized rate of \$97,000 for 12 months, November 1, 2015 through June 30, 2016. University base salary \$65,000; departmental salary \$32,000.

Ramadan, Mohammadomar T., M.D., Instructor in Urology, annualized rate of \$60,314 for 12 months, December 15, 2015 through June 30, 2016. Changing from Resident to Faculty.

Versace, Francesco, Ph.D., Associate Professor of Family and Preventive Medicine, annualized rate of \$150,000 for 12 months, December 21, 2015 through June 30, 2016. New tenure track appointment. Tenurable base salary \$80,000; departmental salary \$70,000.

CHANGE(S):

Armor, Becky Lynn, title changed from Associate Professor to Clinical Associate Professor of Pharmacy Clinical and Administrative Sciences, salary changed from annualized rate of \$104,375 for 12 months, full-time, to annualized rate of \$1,044 for 12 months, 0.10 time, November 16, 2015 through June 30, 2016.

Crawford, David Frank, Associate Professor of Pediatrics, title The CMRI/Tripp Lewallen Foundation Chair in Hematology/Oncology deleted, July 1, 2015. Correction to records.

Haney, Kevin L., Assistant Dean of Student Affairs, College of Dentistry, and Professor of Pediatric Dentistry, title Interim Co-Chair of Pediatric Dentistry deleted, July 1, 2015.

Sanders, Jason Roe, title changed from Interim Senior Vice President and Provost, Health Sciences Center, to Senior Vice President and Provost, Health Sciences Center, retains title Assistant Professor of Medicine; salary changed from annualized rate of \$375,000 for 12 months to annualized rate of \$525,000 for 12 months, December 1, 2015. Executive Officer.

Tucker, Susan Bell, Assistant Dean of Student Affairs, College of Allied Health, title changed from Adjunct Assistant Professor to Assistant Professor of Allied Health Sciences, salary changed from annualized rate of \$71,604 for 12 months to annualized rate of \$76,604 for 12 months, October 15, 2015 through June 30, 2016. New consecutive term appointment. Includes an administrative supplement of \$5,000 while serving as Assistant Dean for Student Affairs, College of Allied Health.

White, Theresa, Clinical Professor of Pediatric Dentistry, Clinical Professor of Orthodontics, and The William E. Brown Chair in Dentistry; title Interim Co-Chair changed to Interim Chair of Pediatric Dentistry, July 1, 2015.

Williams, Valerie, Vice Provost for Academic Affairs and Faculty Development, Associate Professor of Health Sciences Library and Information Management, and Adjunct Assistant Professor of Health Administration and Policy, salary changed from annualized rate of \$210,499 for 12 months to annualized rate of \$225,000 for 12 months, December 1, 2015 through June 30 2016. Administrative Officer. Merit and Equity. Includes an administrative supplement of \$50,000 while serving as Vice Provost for Academic Affairs, Health Sciences Center.

Yarborough, William H., Professor of Internal Medicine, Tulsa and Residency Program Director, Department of Internal Medicine, Tulsa, salary changed from annualized rate of \$216,420 for 12 months to annualized rate of \$132,420 for 12 months, January 10, 2016 through June 30, 2016. University base salary \$76,950.

NEPOTISM WAIVER:

Thomas, Cynthia Harriet, Assistant Professor of Family and Preventive Medicine, salary changed from annualized rate of \$57,244 for 12 months to annualized rate of \$63,000 for 12 months, November 1, 2015 through June 30, 2016. New consecutive term appointment. University base \$60,000; departmental salary \$3,000. Changing from Staff to Faculty. Ms. Thomas is the sister of James R. Barrett, M.D., Professor and Vice Chair of Family and Preventive Medicine. He also serves as the Residency Program Director which would place Ms. Thomas under his supervision. Performance evaluations, recommendations for compensation, promotion, and awards for Ms. Thomas will be conducted by Dr. Steven Crawford, Professor and Chair of the Department of Family and Preventive Medicine. Dr. Barrett is removed from any and all financial and supervisory matters related to Ms. Cynthia Thomas.

RESIGNATION(S) AND/OR TERMINATION(S):

Andrew, Karol L., Adjunct Assistant Professor of Rehabilitation Sciences, Tulsa, November 12, 2015.

Al-Ubaidi, Muayyad, Professor of Cell Biology and Vice Chair for Research, Department of Cell Biology, October 31, 2015. Accepted position at the University of Houston.

Bryant, Katie Mae, Instructor in Cell Biology, October 31, 2015.

Lambert II, Joseph Alan, Assistant Professor of Radiological Sciences, October 19, 2015.

Matzo, Marianne, Professor of Nursing and The Frances E. and A. Earl Ziegler Chair in Palliative Care Nursing, October 31, 2015.

Naash, Muna, George Lynn Cross Research Professor of Cell Biology, October 31, 2015.

Oldeen, Molly Elisabeth, Clinical Instructor in Surgery, November 8, 2015.

Sawan, Kamal, Associate Professor of Surgery and Section Chief, Department of Surgery, October 30, 2015.

Stabinski, Jordan Anne, Clinical Assistant Professor of Anesthesiology, November 2, 2015.

Vallandigham, John C., Associate Professor of Internal Medicine, Tulsa, November 6, 2015.

Warlick, Sherry D., Instructor in Obstetrics and Gynecology, October 31, 2015.

RETIREMENT(S):

Pontious, James M., Professor of Family and Preventive Medicine, January 1, 2016. Named Professor Emeritus of Family and Preventive Medicine.

Stratton, Mark A., Professor of Pharmacy Clinical and Administrative Sciences, Adjunct Professor of Geriatrics, and The Herbert and Dorothy Langsam Chair in Geriatric Pharmacy, November 5, 2015. Named Professor Emeritus of Pharmacy Clinical and Administrative Sciences.

Norman Campus:

LEAVE(S) OF ABSENCE:

Graham, Charles W., Dean, College of Architecture, Professor of Construction Science and W. Edwin Bryan, Jr. Professor of Architecture, family and medical leave of absence, October 19, 2015.

Rankin-Hill, Lesley M., Associate Professor of Anthropology and of Women's and Gender Studies, family and medical leave of absence, August 20, 2015 to November 12, 2015; leave of absence with pay, November 13, 2015.

Sabbatical Leaves of Absence – Fall Semester 2015 (with full pay)

Frey, Melissa, Associate Professor of Educational Psychology and Adjunct Associate Professor of Women's and Gender Studies, sabbatical leave of absence with full pay, August 16, 2015 through December 31, 2015. The primary project (implemented locally) involves researching experiences of domestic violence and rape crisis advocates, using study results to develop an evidence-based curriculum focused on advocate growth, and testing curriculum effectiveness. Work will take place in Oklahoma. Faculty appointment: 08/16/01. No previous leaves taken. Teaching load covered by adjunct.

Sabbatical Leaves of Absence – Spring Semester 2016 (with full pay)

Cuccia, Andrew D., Associate Professor of Accounting, Steed Professor of Accounting #1 and Grant Thornton Faculty Fellow, sabbatical leave of absence with full pay, January 1, 2016 through May 15, 2016. Prepare research projects on "Bias Detection in the Professional Review Process" and "Perceptions of Effective Tax Rates and Corporate Responsibility." Develop other research topics and explore ways to reinvigorate teaching. Work will take place in Norman, Oklahoma. Faculty appointment: 08/16/1999. Previous leaves taken: Sabbatical leave of absence with full pay 08/16/06 to 12/31/06. Teaching load will be covered by graduate teaching assistants.

NEW APPOINTMENT(S):

Brown, David P., Geologist III, Oklahoma Geological Survey, annualized rate of \$65,000 for 12 months, 0.80 time, October 22, 2015. Changing from 12-month researcher to 12-month faculty.

Sourie, Eric R., Instructor of Human Relations and Coordinator of Human Resources Development Program, annualized rate of \$71,400 for 12 months, November 23, 2015 through June 30, 2020. Five-year renewable term appointment.

Wolfe, Marcus, Ph.D., Assistant Professor of Entrepreneurship and Economic Development, annualized rate of \$135,000 for 9 months, August 16, 2016 through May 15, 2017. New tenure-track faculty.

CHANGE(S):

Beech, Iwona B., Research Professor of Microbiology and Plant Biology, salary changed from annualized rate of \$120,000 for 12 months to annualized rate of \$36,000 for 12 months, November 1, 2015. Paid from grant funds; subject to availability of funds.

Broughton, Richard E., Professor of Biology and of Oklahoma Biological Survey, given additional title Chair of the Department of Biology, salary changed from annualized rate of \$79,166 for 9 months to annualized rate of \$120,000 for 12 months, January 1, 2016. Changing from 9-month faculty to 12-month academic administrator.

Cannon, Rhonda J., Associate Dean of Libraries for Finance, Administration and Human Resources, salary changed from annualized rate of \$105,000 for 12 months to annualized rate of \$115,000 for 12 months, December 1, 2015. Equity increase.

Carl, John D, Assistant Professor of Sociology, annualized rate of \$55,000 for 9 months, additional stipend of \$4,500 for increased teaching duties in the Department of Sociology, January 1, 2016 through May 15, 2016.

Carstarphen, Meta G., Professor of Journalism and Mass Communication, annualized rate of \$91,201 for 9 months, additional stipend of \$4,500 for increased teaching duties in the Gaylord College of Journalism and Mass Communication, January 1, 2016 through May 15, 2016.

Chapple, Constance, Associate Professor of Sociology and Adjunct Associate Professor of Women's and Gender Studies, annualized rate of \$69,070 for 9 months, additional stipend of \$4,800 for increased teaching duties in the Department of Sociology, January 1, 2016 through May 15, 2016.

Davidova, Irene A., Research Assistant Professor of Microbiology and Plant Biology, salary changed from annualized rate of \$49,500 for 12 months to annualized rate of \$45,000 for 12 months, November 1, 2015. Correction to October 2015 Agenda. Paid from grant funds; subject to availability of funds.

Edmondson, Robert A., Assistant Professor of Liberal Studies, annualized rate of \$63,650 for 9 months, additional stipend of \$1,450 for increased teaching duties in the College of Liberal Studies, May 21, 2015 through December 11, 2015.

Ellis, Sarah J., Associate Professor of Music, Associates Second Century Presidential Professor and Assistant Director of Undergraduate Curriculum and Advising, given additional title Kenneth and Bernadine Russell Professor of Music, salary changed from annualized rate of \$61,710 for 9 months to annualized rate of \$71,710 for 9 months, August 16, 2015.

Foote, Joe S., Professor and Dean Emeritus of the Gaylord College of Journalism and Mass Communication, Gaylord Family Chair #1 and Director of the Center for Research and Training, salary changed from annualized rate of \$206,421 for 12 months to annualized rate of \$206,421 for 9 months, January 1, 2016. Changing from 12-month faculty to 9-month faculty.

Grant, Carl, Associate Dean for Knowledge Services and Chief Technology Officer, salary changed from annualized rate of \$135,000 for 12 months to annualized rate of \$140,000 for 12 months, December 1, 2015. Equity increase.

Grillot, Suzette R., Dean of the College of International Studies, Professor of International and Area Studies, William J. Crowe Chair in Geopolitics and Vice Provost of International Programs, annualized rate of \$225,000 for 12 months, additional stipend of \$7,000 for increased teaching duties in the Department of International and Area Studies, January 1, 2016 through May 15, 2016.

Haslerig, Siduri, Assistant Professor of Educational Leadership and Policy Studies, salary changed from annualized rate of \$58,000 for 9 months to annualized rate of \$63,000 for 9 months, October 1, 2015. Additional duties related to the Intercollegiate Athletics Administration Graduate Program.

Hennes, Karen M., Associate Professor of Accounting, given additional title John W., Jr. and Barbara J. Branch Professor of Accounting, salary changed from annualized rate of \$181,544 for 9 months to annualized rate of \$185,000 for 9 months, January 1, 2016.

Hewes, Randall S., Professor of Biology, given additional title Senior Associate Dean of the Graduate College, delete title Chair of the Department of Biology, salary changed from annualized rate of \$140,400 for 12 months to annualized rate of \$170,000 for 12 months, January 1, 2016.

Hill, Christopher M., Assistant Professor of Sociology, annualized rate of \$60,690 for 9 months, additional stipend of \$4,500 for increased teaching duties in the Department of Sociology, January 1, 2016 through May 15, 2016.

Johnson, Kathleen L., Professor of Journalism and Mass Communication and McMahon Centennial Professor of News Communication, annualized rate of \$65,790 for 9 months, additional stipend of \$1,500 for increased teaching duties in the Gaylord College of Journalism and Mass Communication, January 1, 2016 through May 15, 2016.

Jones, Julie M., Associate Professor of Journalism and Mass Communication, annualized rate of \$68,289 for 9 months, additional stipend of \$2,250 for increased teaching duties in the Gaylord College of Journalism and Mass Communication, January 1, 2016 through May 15, 2016.

Kerr, Robert L., Professor of Journalism and Mass Communication, Gaylord Family Professor #2 and Edith Kinney Gaylord Presidential Professor, annualized rate of \$85,507 for 9 months, additional stipend of \$4,500 for increased teaching duties in the Gaylord College of Journalism and Mass Communication, January 1, 2016 through May 15, 2016.

Kroska, Amy J., Professor of Sociology, salary changed from annualized rate of \$83,876 for 9 months, 1.00 time, to annualized rate of \$67,101 for 9 months, 0.80 time, August 16, 2015.

McPherson, Alan L., Professor of International and Area Studies and ConocoPhillips Chair in Latin American Studies, annualized rate of \$140,518 for 9 months, additional stipend of \$7,000 for increased teaching duties in the Department of International and Area Studies, January 1, 2016 through May 15, 2016.

Pritchard, Richard S., Instructor of Journalism and Mass Communication, annualized rate of \$57,783 for 9 months, additional stipend of \$4,500 for increased teaching duties in the Gaylord College of Journalism and Mass Communication, January 1, 2016 through May 15, 2016.

Pullin, Daniel W., Vice President and Dean of the Michael F. Price College of Business and Fred E. Brown Chair in Business, given additional title Professor in Business, salary remains at annualized rate of \$375,278 for 12 months, April 1, 2014. Update to March 2014 agenda.

Ripberger, Joseph T., title changed from Research Scientist, Cooperative Institute for Mesoscale Meteorological Studies to Research Scientist, Center for Risk and Crisis Management, salary remains at annualized rate of \$68,959 for 12 months, November 1, 2015. Paid from grant funds; subject to availability of funds.

Rupp-Serrano, Karen J., Associate Professor and Director of Collection Management and Scholarly Communication, given additional title Interim Associate Dean for Scholarly Resources and Services, salary changed from annualized rate of \$81,000 for 12 months to annualized rate of \$105,000 for 12 months, September 15, 2015.

Schmidt, Jeffrey B., Associate Professor of Marketing and Supply Chain Management, annualized rate of \$140,306 for 9 months, additional stipend of \$14,000 for increased teaching duties in the Division of Marketing and Supply Chain Management, January 1, 2016 through May 15, 2016.

Siddique, Zahed, Professor of Aerospace and Mechanical Engineering and Associate Director of the School of Aerospace and Mechanical Engineering, given additional title Dick and Shirley O'Shields Professor in Engineering, salary remains at annualized rate of \$122,100 for 9 months, August 16, 2015. Correction to October 2015 Agenda.

St. John, Craig A., Chair and Professor of the Department of Sociology, annualized rate of \$148,500 for 12 months, additional stipend of \$5,100 for increased teaching duties in the Department of Sociology, January 1, 2016 through May 15, 2016.

Sunner, Jan, Research Professor of Microbiology and Plant Biology, salary changed from annualized rate of \$120,000 for 12 months to annualized rate of \$36,000 for 12 months, November 1, 2015. Paid from grant funds; subject to availability of funds.

Vargas, Juanita G., Associate Professor of Educational Leadership and Policy Studies, salary changed from annualized rate of \$63,507 for 9 months to annualized rate of \$69,507 for 9 months, November 1, 2015.

Walker-Esbaugh, Cheryl A., Instructor of Classics and Letters, annualized rate of \$50,778 for 9 months, additional stipend of \$4,200 for increased teaching duties in the Department of Classics and Letters, January 1, 2016 through May 15, 2016.

Wuestewald, Todd C., Assistant Professor of Liberal Studies, annualized rate of \$66,100 for 9 months, additional stipend of \$4,600 for increased duties in the College of Liberal Studies, August 1, 2015 through December 31, 2015.

Yount, Deborah R., Instructor of Journalism and Mass Communication, annualized rate of \$68,000 for 9 months, additional stipend of \$11,250 for increased teaching duties in the Gaylord College of Journalism and Mass Communication, January 1, 2016 through May 15, 2016.

RESIGNATION(S)/TERMINATION(S):

Diaz, Maria-Elena, Assistant Professor of Sociology, January 1, 2016.

RETIREMENT(S):

Avery, Jim, Professor of Journalism and Mass Communication and Paul D. Massad Chair in Strategic Communication, January 1, 2016. Named Professor Emeritus of Journalism and Mass Communication.

Brooks, Robert L., Director and State Archaeologist of the Oklahoma Archaeological Survey, January 1, 2016. Named Director Emeritus and State Archaeologist Emeritus of Oklahoma Archaeological Survey.

Elisens, Wayne J., Professor of Microbiology and Plant Biology and of Oklahoma Biological Survey and Curator of Oklahoma Biological Survey, January 1, 2016. Named Professor Emeritus of Microbiology and Plant Biology and of Oklahoma Biological Survey and Curator Emeritus of Oklahoma Biological Survey.

President Boren recommended the Board of Regents approve the academic personnel actions shown above.

Regent Bennett moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

DEATH(S):

President Boren regretted to report the following death(s):

Fay, Robert O., Geologist IV, Oklahoma Geological Survey, November 1, 2015.

ADMINISTRATIVE AND PROFESSIONAL PERSONNEL ACTIONS – NC & HSC

Health Sciences Center:

APPOINTMENT(S):

Bohan, Mary R., Certified Midwife Nurse, OUP Clinical Operations, College of Medicine-Tulsa, annualized rate of \$89,000 for 12 months (\$7,416.67 per month), December 7, 2015. Professional Nonfaculty.

Chandler, Wendi D., Clinical Pharmacist, Pharmacy Management Consultant, College of Pharmacy, annualized rate of \$96,000 for 12 months (\$8,000.00 per month), October 12, 2015. Professional Nonfaculty.

Cox, Jonathan D., HIPAA Security Officer, Compliance Office, Provost, annualized rate of \$95,000 for 12 months (\$7,916.67 per month), November 16, 2015. Professional Nonfaculty.

Neuhold, Rachel L., Clinical Physical Therapist, Cancer Center Clinical Services, College of Medicine, annualized rate of \$62,500 for 12 months (\$5,208.34 per month), October 12, 2015. Professional Nonfaculty.

Phillips, Mina L., Case Management Coordinator, Medical Informatics, College of Medicine - Tulsa, annualized rate of \$65,300 for 12 months (\$5,441.67 per month), November 16, 2015. Managerial Staff.

Sandoval, Amy J., Ultrasonographer Technologist, OU Physicians Faculty Clinics, College of Medicine, annualized rate of \$62,400 for 12 months (\$5,200.00 per month), October 14, 2015. Technical/Paraprofessional.

Starkweather, Toen S., Data Management Analyst III, Medical Informatics, College of Medicine - Tulsa, annualized rate of \$76,000 for 12 months (\$6,333.33 per month), November 16, 2015. Professional Nonfaculty.

Stout, Mikeal R., Senior Fire Alarm Technician, Site Support, Administration & Finance, annualized rate of \$67,000 for 12 months (\$5,583.33 per month), November 4, 2015. Skilled Crafts.

Sturdevant, Diana L., Project Manager, Nursing Academic Programs, College of Nursing, annualized rate of \$71,100 for 12 months (\$5,925.00 per month), 90% FTE, November 2, 2015. Professional Nonfaculty.

Xiong, My N., Staff Pharmacist, OU Children's Pharmacy, College of Pharmacy, annualized rate of \$102,000 for 12 months (\$8,500.00 per month), October 26, 2015. Professional Nonfaculty.

CHANGE(S):

Anderson, Ashley N., title changed from Phase I Chemotherapy Nurse, Stephenson Cancer Center, College of Medicine, to Clinical Research Nurse II, Department of Pediatrics, College of Medicine, salary changed from an annualized rate of \$68,448 for 12 months (\$5,704.01) to an annualized rate of \$68,440 for 12 months (\$5,703.33 per month), November 16, 2015. Professional Nonfaculty. Department transfer with pay decrease.

Bennett, Marcia M., Vice Provost for Health Sciences, salary changed from annualized rate of \$254,032 for 12 months (\$21,169.33 per month) to annualized rate of \$274,032 for 12 months (\$22,836 per month). December 1, 2015. Administrative Officer. Merit and equity.

Chandler, Leslie, title changed from Tobacco Treatment Specialist, Stephenson Cancer Center, College of Medicine, to Nurse Practitioner, Stephenson Cancer Center, College of Medicine, salary changed from an annualized rate of \$64,297 for 12 months (\$5,358.08 per month) to an annualized rate of \$85,000 for 12 months (\$7,083.33 per month), January 1, 2016. Professional Nonfaculty. Promotion.

Goldston, Rizalina C., title changed from Quality Manager, OU Physicians, College of Medicine, to Director of Administration, Office of Medical Education, College of Medicine, salary changed from an annualized rate of \$74,000 for 12 months (\$6,166.67 per month) to an annualized rate of \$85,000 for 12 months (\$7,083.33 per month), November 1, 2015. Administrative Staff. Promotion.

Greer, Dana L., Nurse Practitioner, OUP Clinical Operations, College of Medicine - Tulsa, salary changed from an annualized rate of \$65,920 for 12 months (\$5,493.33 per month) to an annualized rate of \$62,799 for 12 months (\$5,233.28 per month), November 1, 2015. Professional Nonfaculty. Change to exemption status & pay decrease.

Gunter, Jonathan R., title changed from Local Area Network Support Specialist III, Pediatrics, College of Medicine, to Information Technology Manager, Pediatrics, College of Medicine, salary changed from an annualized rate of \$55,955 for 12 months (\$4,662.92 per month) to an annualized rate of \$70,000 for 12 months (\$5,833.33 per month), November 1, 2015. Professional Nonfaculty. Promotion.

Helmbrecht, Ashley R., Neonatal Nurse Practitioner, Pediatrics, College of Medicine, salary changed from an annualized rate of \$86,500 for 12 months (\$7,208.34 per month) to an annualized rate of \$65,740 for 12 months (\$5,478.34 per month), November 1, 2015. Professional Nonfaculty. FTE decrease from 100% to 76%.

Keast, Megan J., Clinical Research Nurse I, Pediatrics, College of Medicine, salary changed from an annualized rate of \$48,544 for 12 months (\$4,045.32 per month) to an annualized rate of \$60,680 for 12 months (\$5,056.65 per month), November 1, 2015. Professional Nonfaculty. FTE increase from 80% to 100%.

Knight, Catherine J., title changed from Senior Clinic Manager, Stephenson Cancer Center, College of Medicine, to Sponsored Program Coordinator, Stephenson Cancer Center, College of Medicine, November 1, 2015. Managerial Staff. Departmental lateral transfer.

Ligon, Charles T., title changed from Police Captain, Campus Police, Administration & Finance, to Police Major, Campus Police, Administration & Finance, November 1, 2015. Managerial Staff. Promotion.

Modena, Michelle A., Phase I Chemotherapy Nurse, Stephenson Cancer Center, College of Medicine, salary changed from an annualized rate of \$64,770 for 12 months (\$5,397.50 per month) to an annualized rate of \$68,009 for 12 months (\$5,667.38 per month), November 15, 2015. Professional Nonfaculty. Additional duties.

Needham, Jennifer R, Staff Attorney, Office of Legal Counsel, annualized rate of \$111,999.96 for 12 months (\$9,333.33 per month) to annualized rate of \$125,999.96 for 12 months (\$10,499.99 per month), December 1, 2015. Professional Non-Faculty. Merit and Compression.

Nettleton, Sandra L., Director of Compliance, Compliance Office, Provost, salary changed from an annualized rate of \$120,000 for 12 months (\$10,000.00 per month) to an annualized rate of \$122,000 for 12 months (\$10,166.67 per month), October 18, 2015. Administrative Staff. Equity adjustment.

Phillips, Donna J., title changed from Chemotherapy Nurse, Cancer Center Clinical Services, College of Medicine, to Manager of Professional Liability & Risk, OU Physicians, College of Medicine, salary changed from an annualized rate of \$59,646 for 12 months (\$4,970.53 per month) to an annualized rate of \$62,000 for 12 months (\$5,166.67 per month), October 18, 2015. Administrative Staff. Promotion.

Schofield, Terry V., title changed from Police Captain, Campus Police, Administration & Finance, to Police Major, Campus Police, Administration & Finance, November 1, 2015. Managerial Staff. Promotion.

Scott II, Edgar J., title changed from Bioinformatics Education Specialist, Microbiology & Immunology, College of Medicine, to Bioinformatics Core Analyst, Microbiology & Immunology, College of Medicine, salary changed from an annualized rate of \$65,184 for 12 months (\$5,431.97 per month) to an annualized rate of \$70,184 for 12 months (\$5,848.64 per month), November 1, 2015. Professional Nonfaculty. Promotion.

Stanton, Kathleen, title changed from Executive Director, HSC Student Affairs, Student Affairs, to Assistant Vice President, HSC Student Affairs, Student Affairs, salary changed from an annualized rate of \$99,858 for 12 months (\$8,321.54 per month) to an annualized rate of \$120,000 for 12 months (\$10,000.00 per month), November 1, 2015. Administrative Officer. Promotion.

Thumann, Ashley T., Quality Manager, OU Physicians, College of Medicine, salary changed from an annualized rate of \$82,481 for 12 months (\$6,873.42) to an annualized rate of \$65,985 for 12 months (\$5,498.75), November 1, 2015. Professional Nonfaculty. FTE decrease from 100% to 80%.

VanWagoner, Aimee M., title changed from Program Manager, Stephenson Cancer Center, College of Medicine, to Program Director, Stephenson Cancer Center, College of Medicine, November 1, 2015. Administrative Staff. Promotion.

RESIGNATION(S)/TERMINATION(S):

Bomar, Laura, Clinical Physical Therapist, Cancer Center Clinical Services, College of Medicine, October 17, 2015. Resignation.

Huddleston, Ashley N., Staff Pharmacist, Cancer Center Clinical Services, College of Medicine, November 7, 2015. Resignation.

Owora, Arthur H., Research Biostatistician, Office of the Dean, College of Pharmacy, December 2, 2015. Resignation.

Poulin, Christina M., Registered Nurse Clinician, OU Physicians Faculty Clinics, College of Medicine, November 7, 2015. Resignation.

Sooter, David S., Director of Planning & Development, Pediatrics, College of Medicine, October 31, 2015. Resignation.

Watts, Whitney L., Nurse Practitioner, Otorhinolaryngology, College of Medicine, December 19, 2015. Resignation – other position.

Weber, Kiersten, Podiatrist, Harold Hamm Diabetes Center, College of Medicine, November 24, 2015. Professional Nonfaculty. Resignation.

Norman Campus:

NEW APPOINTMENT(S):

Addison, David K., Information Technology Project Manager [Information Technology Specialist III], Information Technology, annualized rate of \$70,000 for 12 months, December 1, 2015. Managerial Staff.

Allman, Jennifer G., Director of Operations, Office of the Senior Vice President and Provost [Administrator III], Provost Office Administration, annualized rate of \$80,000 for 12 months, November 9, 2015. Administrative Staff.

Gregersen, Jared Carl, PL-SQL Developer [Information Technology Analyst II], Information Technology, annualized rate of \$90,000 for 12 months, November 9, 2015. Managerial Staff.

Luna, David M., UI/UX Associate, [Information Technology Analyst II], Information Technology Community Experience, annualized rate of \$70,000 for 12 months, November 23, 2015. Managerial Staff.

Motte, Genevieve Renita, Application Developer [Information Technology Analyst II], Information Technology, annualized rate of \$85,000 for 12 months, December 14, 2015. Managerial Staff.

Reynolds, Lee, Director of Development [Development Associate II], College of Journalism, annualized rate of \$85,000 for 12 months, November 23, 2015. Managerial Staff.

Schilling, Jacob Ryan, Senior Technology Strategist [Information Technology Manager], Information Technology Community Experience, annualized rate of \$105,000, November 3, 2015. Managerial Staff.

Stubblefield, Sabrina, Open Records Officer and University Staff Attorney, annualized rate of \$66,000 for 12 months (\$5,500.00 per month), November 23, 2015.

CHANGES(S):

Aguilar, Michael A., IT Strategist for Academic South [Information Technology Specialist III], Information Technology Community Experience, salary changed from annualized rate of \$59,160 for 12 months to annualized rate of \$66,000 for 12 months, January 1, 2016. Managerial Staff. Equity increase for retention.

Albertson, Jessica L., Technology Project Management Specialist I, Export Controls, salary changed from annualized rate of \$66,300 for 12 months to annualized rate of \$95,000 for 12 months, December 1, 2015. Managerial Staff. Merit and increased responsibilities.

Bailey, Charles W., Marketing/PR Specialist II, Development Office, salary changed from annualized rate of \$55,000 for 12 months to annualize of \$80,000 for 12 months, December 1, 2015. Managerial Staff. Increased responsibilities due to reorganization.

Barker, Kevin W., Director, Food Services Business Operations [Administrator II], Food Service Administration, salary changed from annualized rate of \$79,560 for 12 months to annualized rate of \$82,000 for 12 months, December 1, 2015. Administrative Staff. Increase.

Biggs, Aaron, title changed from Information Technology Analyst III, Arts & Sciences Dean to Executive Director of Technology Advancement, Office of the Senior Vice President and Provost [Information Technology Analyst III], salary changed from annualized rate of \$92,000 for 12 months to annualized rate of \$117,000 for 12 months, November 9, 2015. Managerial Staff. Accepted another job on campus.

Cox, Logan M., Information Technology Analyst III, Library Systems, salary changed from annualized rate of \$80,000 for 12 months to annualized rate of \$85,000 for 12 months, December 1, 2015. Managerial Staff. Equity increased.

Croom, William Adam, title changed from Program Specialist II to Director, Digital Learning [Administrator III], Center for Teaching Excellence, salary remains at the annualized rate of \$105,000 for 12 months, November 1, 2015. Administrative Staff. Job Re-Classification.

Doescher, Starla G., Librarian III, Library Acquisitions, salary changed from annualized rate of \$64,000 for 12 months to annualized rate of \$70,500 for 12 months, December 1, 2015. Professional Staff. Additional responsibilities.

Eden, Andrea Kolar, title changed from Information Technology Analyst II to Manager Student Information System [Information Technology Analyst III], Information Technology, salary changed from annualized rate of \$81,530 for 12 months to annualized rate of \$86,530 for 12 months, January 1, 2016. Administrative Staff. Job Re-Classification.

Gibson, Mechelle R., title changed from Director of Operations, Office of the Senior Vice President and Provost [Administrator III] to Administrator II, Architectural & Engineering, salary changed from annualized rate of \$82,926 for 12 months to annualized rate of \$85,000 for 12 months, January 1, 2016. Administrative Staff. Accepted another job on campus.

Goodspeed, Suzanne Y., Associate Director [Administrator II], Information Technology Business Office, salary changed from annualized rate of \$83,000 for 12 months to annualized rate of \$84,000 for 12 months, December 1, 2015. Administrative Staff. Promotion.

Granec, Lori L., title changed from Program Specialist II to Associate Director [Administrator II], IT TOPS/Business Office, salary changed from annualized rate of \$74,360 for 12 months to annualized rate of \$84,360 for 12 months, January 1, 2016. Administrative Staff. Job Re-Classification.

Hansen, Glenn J., title changed from Data Scientist [IT Analyst III] to Director, Office of Business Analytics [Administrator II] Information Technology, salary changed from annualized rate of \$91,800 for 12 months to annualized rate of \$111,800 for 12 months, Dec. 1, 2015. Promotion.

Hendrix, Elizabeth A., title changed from Information Technology Specialist III to Associate Director [Administrator II], Information Technology Merrick, salary changed from annualized rate of \$80,070 for 12 months to annualized rate of \$88,070 for 12 months, January 1, 2016. Administrative Staff. Job Re-Classification.

Henry, Shawn C., Director, Retail Operations [Administrator II], Food Service Administration, salary changed from annualized rate of \$73,440 for 12 months to annualized rate of \$77,500 for 12 months, December 1, 2015. Administrative Staff. Increase.

Klein, Brendan F., title changed from IT Analyst I, Prospective Student Services to Information Technology Analyst II, Financial Aid Services, salary changed from annualized rate of \$47,000 for 12 months to annualized rate of \$62,000 for 12 months, December 1, 2015. Managerial Staff. Accepted another job on campus.

Klein, Roger L., Architectural/Engineering Professional III, Architectural & Engineering, salary changed from 84,000 for 12 months to annualized rate of \$86,112 for 12 months, December 1, 2015. Professional Staff. Increase.

Knoedler, Alicia, title changed from Associate Vice President for Research and Director of the Center for Research Program Development and Enrichment to Executive Associate Vice President for Research and Executive Director of the Center for Research Program Development and Enrichment, salary remains at the annualized rate of \$147,600 for 12 months, December 1, 2015. Administrative Officer. Modified role, departmental restructure.

Liu, Andree C., Director, Development Operations Systems [Information Technology Analyst III], Development Office, salary changed from annualized rate of \$86,000 for 12 months to annualized rate of \$96,000 for 12 months, December 1, 2015. Managerial Staff. Increased responsibilities due to reorganization.

Lopez, Paola C., title changed from Administrator II, Diversity Enrichment Program to Director of Student Development and Community in CAS [University Student Programs Specialist II], Arts & Sciences Dean, salary changed from annualized rate of \$56,100 for 12 months to annualized rate of \$68,000 for 12 months, December 8, 2015. Managerial Staff. Accepted another job on campus.

Lovett, John R., Librarian III, Western History, salary changed from annualized rate of \$91,904 for 12 months to annualized rate of \$86,904 for 12 months, November 1, 2015. Professional Staff. Reduction in supervisory and facility responsibilities with pay decrease.

Purcell, Michael M. title changed from Director, Open Records, to Staff Attorney, salary changed from annualized rate of \$68,000 for 12 months (\$5,666.00 per month) to \$77,000 for 12 months (\$6,416.66 per month), November 23, 2015.

Naranjo, Tony, title changed from Information Technology Specialist III to Senior Technology Strategist [Information Technology Manager], salary changed from annualized rate of \$61,200 for 12 months to annualized rate of \$82,500 for 12 months, November 9, 2015. Managerial Staff. Promotion to Manager.

Pai, Ashish, title changed from Information Technology Manager to Director for Research Campus and OSCER [Administrator III], salary changed from annualized rate of \$80,000 for 12 months to annualized rate of \$92,000 for 12 months, January 1, 2016. Administrative Staff. Job Re-Classification.

Parekh, Shahnawaz Richard, Oracle DBA [Information Technology Analyst III], Information Technology Merrick, salary changed from annualized rate of \$95,000 for 12 months to annualized rate of \$98,000 for 12 months, November 1, 2015. Managerial Staff. Equity increase for retention.

Simpson, Jill A., Managerial Associate II, Film and Media Studies, salary changed from annualized rate of \$81,500 for 12 months to annualized rate of \$84,353 for 12 months, September 1, 2015. Increase per contract.

Sinclair, Carl E., Project Portfolio Manager [Information Technology Specialist III], Information Technology Merrick, salary changed from annualized rate of \$70,934 for 12 months to annualized rate of \$75,934 for 12 months, January 1, 2016. Managerial Staff. Increase for additional duties and responsibilities.

Sherman, Jason S., Information Technology Analyst III, Library Systems, salary changed from annualized rate of \$70,000 for 12 months to annualized rate of \$80,000 for 12 months, December 1, 2015. Managerial Staff. Equity Increase.

Steely, Danielle L., Administrator II, Student Affairs Administration Office, salary changed from annualized rate of \$55,000 for 12 months to annualized rate of \$64,000 for 12 months, December 1, 2015. Administrative Staff. Merit.

Stroud, Robin L., Assistant Vice President, Administration and Finance, salary changed from annualized rate of \$99,000 for 12 months to annualized rate of \$109,000 for 12 months, December 1, 2015. Administrative Officer. Increase.

Thomas, Alison G., Director, HSC Food Court [Administrator II], Food Service Administration, salary changed from annualized rate of \$78,000 for 12 months to annualized rate of \$84,000 for 12 months, December 1, 2015. Increase.

Weaver, Robert J., Director, Board Operations [Administrator II], Food Service Administration, salary changed from annualized rate of \$73,440 for 12 months to annualized rate of \$77,500 for 12 months, December 1, 2015. Increase.

Weigel, Mark A., title changed from Information Technology Analyst III to Manager Serve Administrator [Information Technology Architect], Information Technology, salary changed from annualized rate of \$82,503 for 12 months to annualized rate of \$87,503 for 12 months, January 1, 2016. Managerial Staff. Job Re-Classification.

RESIGNATION(S)/TERMINATION(S):

Duckles, Jonah M., Director of Informatics and Innovation [Administrator II], Information Technology, November 1, 2015.

Waters, Lindy, Administrator II, Student Life Salaries, November 9, 2015.

RETIREMENT(S):

Adams, Richard W., Information Technology Analyst II, Cooperative Institute for Mesoscale Meteorological Studies, March 1, 2016.

Kullmann, Eugene V., Scientist/Researcher II, Geological Survey, January 1, 2016.

President Boren recommended the Board of Regents approve the academic personnel actions shown below.

Regent Weitzenhoffer moved approval of the recommendation. The following voted yes on the motion: Regents Weitzenhoffer, Bennett, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

MINUTES

Regent Stone moved approval of the minutes of the regular meeting held September 16, 2015 as printed and distributed prior to the meeting. The following voted yes on the motion: Regents Bennett, Humphreys, Rainbolt-Forbes, Burgess and Stone. The Chair declared the motion unanimously approved.

There being no further business, the meeting adjourned at 3:31 p.m.

Chris A. Purcell, Ph.D.
Executive Secretary of the Board of Regents

**CU/RSU DEFINED CONTRIBUTION
RETIREMENT PLAN**

(Amended and Restated Effective: January 1, 2016)

(Execution Date: _____, 2015)

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CU/RSU DEFINED CONTRIBUTION RETIREMENT PLAN

The Board of Regents of the University of Oklahoma does hereby adopt this retirement plan entitled the “CU/RSU Defined Contribution Retirement Plan” upon the following terms and conditions. This instrument is an amendment, restatement and continuation of the “Predecessor Plan” (as defined in Section 2.1(y)).

The effective date of this Plan is January 1, 2016.

ARTICLE I NAME AND PURPOSE OF PLAN

1.1 Name of Plan. This Plan shall be hereafter known as the CU/RSU Defined Contribution Retirement Plan.

1.2 Purpose. This Plan is established for a governmental entity as defined in Section 414(d) of the Code, and is intended to be a qualified plan under Section 401(a) of the Code. This Plan shall not be subject to or governed by the terms and provisions of the Employee Retirement Income Security Act of 1974, as amended (“ERISA”). The purpose of this Plan is to provide retirement benefits for the Participants and to distribute the funds accumulated in the Trust, in accordance with the Plan, to the Participants or their eligible Beneficiaries.

1.3 Exclusive Benefit of Participants. This Plan and the related Trust hereto shall be maintained for the exclusive benefit of the Participants and their eligible Beneficiaries.

ARTICLE II DEFINITIONS AND CONSTRUCTION

2.1 Definitions. Where the following capitalized words and phrases appear in this instrument, they shall have the respective meanings set forth below unless a different context is clearly expressed herein.

(a) Account. The word “Account” shall mean one or more of several records maintained to record any Contributions made by the Employer or on behalf of a Participant and any income, expenses, gains, or losses incurred thereon. The Plan Administrator shall maintain sub-accounts within a Participant’s Account as necessary to deposit accurately a Participant’s interest under the Plan. A separate Account will be maintained for each type of Contribution listed in Section 2.1(f).

(b) Beneficiary. “Beneficiary” means the individual, trust, or estate designated by the Participant to receive benefits provided under the Plan in a Participant’s Account in the event of the Participant’s death.

(c) Benefit. “Benefit” shall mean the standing balances in a Participant’s Accounts.

(d) Board. “Board” means the Board of Regents of the University of Oklahoma.

(e) Code. “Code” means the Internal Revenue Code of 1986, as amended. Reference to a specific section of the Code includes not only the section but any comparable section or sections of any future legislation that amends, supplements, or supersedes the section and the regulations promulgated by the Secretary of the Treasury under such sections.

(f) Compensation. The word “Compensation” shall be determined as provided below:

(i) Compensation means salary plus fringe benefits. For purposes of this definition, Compensation shall include:

a. salary which accrues on a regular basis in proportion to the service performed, including payments for staff development,

b. regular stipends provided to all benefits eligible employees of the Institution,

c. amounts that would otherwise qualify as salary under paragraph a. of this subsection but are not received directly by the Participant pursuant to a good faith, voluntary written salary reduction agreement in order to finance payments to a deferred compensation or tax-sheltered annuity program or to finance benefit options under a cafeteria plan qualifying under the Code, Section 101 et seq.,

d. group health and group disability insurance, group term life insurance, annuities and pension plans, provided on a periodic basis to all qualified employees of the Institution, which qualify as fringe benefits under the Code, and

Excluded from Compensation are:

1. expense reimbursement payments,
2. office, vehicle, housing or other maintenance allowances,
3. the flexible benefit allowance provided pursuant to 70 Okla. Stat. Section 26-105,
4. payment for unused vacation and sick leave,
5. any payment made for reason of termination or retirement not specifically provided for in subparagraphs (a) through (c) of this subsection,
6. maintenance or other nonmonetary compensation,
7. payment received as an independent contractor or consultant, pursuant to a lawful contract which complies with the requirements of 70 Okla. Stat. Section 6-101.2(B) of this title,
8. any benefit payments not made pursuant to a valid employment agreement,

9. any other compensation not described in subparagraphs (a) through (c) of this subsection.

(ii) Special Rules. For purposes of determining allocations and Contributions under the Plan, Compensation shall be modified as set forth below:

a. For a Participant's initial year of participation in the Plan, Compensation shall include only amounts paid after the Participant has entered the Plan.

b. If the initial Plan Year of a new plan consists of fewer than 12 months calculated from the Effective Date, Compensation for purposes of determining the amount and allocation of Contributions shall include only Compensation for services during the period beginning on the Effective Date and ending on the last day of the initial Plan Year.

(iii) Compensation Limitations Under Section 401(a)(17) of the Code. Notwithstanding anything herein to the contrary, the Annual Compensation of each Participant taken into account under the Plan for any Plan Year shall not exceed the annual compensation limit contained in Section 401(a)(17) of the Code. The compensation limit imposed by Section 401(a)(17) of the Code for 2014 is \$260,000, adjusted annually by the Secretary for cost-of-living increases in accordance with Section 401(a)(17)(B) of the Code. Annual Compensation means Compensation during the Plan Year or such other consecutive 12-month period over which compensation is otherwise determined under the Plan. The cost-of-living adjustment in effect for a calendar year applies to any period, not exceeding 12 months, over which compensation is determined (determination period) beginning in such calendar year. If a determination period consists of fewer than 12 months, the annual compensation limit will be multiplied by a fraction, the numerator of which is the number of months in the determination period, and the denominator of which is 12.

(g) Contributions. "Contributions" means Institutional Contributions and Mandatory Employee Contributions.

(h) Date of Employment or Reemployment. "Date of Employment or Reemployment" means the effective date of employment or reemployment of an employee with the Institution.

(i) Effective Date. "Effective Date" means January 1, 2016 which is the Effective Date of this instrument, which is an amendment, restatement, and continuation of the Predecessor Plan.

(j) Electing Employee. "Electing Employee" means any Non-Classified Employee of the Institution who is (i) regularly scheduled to work at least 30 hours per week and (ii) a member of OTRS on January 1, 2015 and was hired prior to January 1, 2015.

(k) Eligible Employee. "Eligible Employee" means any Non-Classified Employee of the Institution who is (i) regularly scheduled to work at least 30 hours per week and (ii) hired on or after January 1, 2015.

(l) Employee. The word “Employee” shall mean any person employed by the Institution on the basis of an employer-employee relationship who receives remuneration for personal services rendered to the Institution.

(m) Fund Sponsor. “Fund Sponsor” means an insurance or mutual fund company that provides the Funding Vehicles available to Participants under this Plan.

(n) Funding Vehicles. “Funding Vehicles” means (i) the deferred annuities issued for the purpose of funding benefits under this Plan, or (ii) any other funding vehicles or investment options selected by the Institution into which the Participants may direct the investment of their respective Accounts.

(o) Institution. “Institution” or “Institutions” mean the following employment unit(s) under the jurisdiction of the Board which employ the Eligible Employees or Electing Employees who become Participants in this Plan, and which are governmental entities, namely:

CAMERON UNIVERSITY
ROGERS STATE UNIVERSITY

(p) Institution Contributions. “Institution Contributions” means contributions made by the Institution under this Plan, as required by Section 4.1 hereof.

(q) Mandatory Employee Contributions. “Mandatory Employee Contributions” means contributions under this Plan made pursuant to Section 4.2.

(r) Non-classified Employee. “Non-classified Employee” means any Employee of the Institution who is a non-exempt employee under the Fair Labor Standards Act and who is a “non-classified optional personnel” as defined in 70 Okla. Stat. Section 17-101(4), and who is eligible to be a member of the Oklahoma Teachers’ Retirement System at the employee’s option pursuant to Title 715:10-1-4 of the Administrative Rules of the Teachers’ Retirement System of Oklahoma.

(s) Normal Retirement Date. The words “Normal Retirement Date” shall mean the date on which a Participant attains the age of 65 years.

(t) Participant. “Participant” means any Electing Employee or Eligible Employee of the Institution who has made the one-time written election to not participate in OTRS in accordance with Section 3.1 and is eligible to participate in this Plan in accordance with Article III.

(u) Plan. “Plan” means this CU/RSU Defined Contribution Retirement Plan as set forth in this instrument and as hereafter amended from time to time.

(v) Plan Administrator. “Plan Administrator” means the Vice President for Business and Finance of Cameron University and the Executive Vice President Administration & Finance of Rogers State University or a position or committee as designated by the President of the respective Institutions.

(w) Plan Entry Date. “Plan Entry Date” means the Date of Employment for an Eligible Employee who elects or is deemed to elect participation in this Plan pursuant to Section 3.1(b), or in the case of an Eligible Employee whose Date of Employment is after September 30, 2015 and before January 1, 2016 and who has not entered the Plan on or before December 31, 2015, the Plan Entry Date will be January 1, 2016. In addition, “Plan Entry Date” means the first day of the first pay period coinciding with or next following the completion of the applicable 90-day period specified in Section 3.1 provided that the Institution receives within such period the one-time written election from an Electing Employee wherein the Electing Employee elects to participate in this Plan and not to participate in OTRS in accordance with Section 3.2 hereof.

(x) Plan Year. “Plan Year” means the twelve consecutive month period beginning on January 1 and ending on December 31.

(y) Predecessor Plan. “Predecessor Plan” shall mean the terms and provisions in the prior instrument governing this Plan, and applying before the Effective Date hereof, which prior instruments are amended, restated and superceded by this instrument.

(z) TRS or OTRS. “TRS” or “OTRS” means the Teacher’s Retirement System of Oklahoma which is a retirement plan qualified under Section 401(a) of the Code and is sponsored by the State of Oklahoma.

(aa) Trust. “Trust” or “Trusts” means one or more trusts qualified under Section 501(a) of the Code and which relates to the Plan. The trusts will hold and invest assets of the Plan for the benefit of the Participants.

(bb) Trustees. “Trustees” means the person or entity designated as Trustee of the Trust.

(cc) Valuation Date. “Valuation Date” shall mean the date(s) on which the assets and liabilities in the Trust are valued by the Trustee or the annuity or contract is valued by the insurance company or annuity provider, and shall be on at least an annual basis.

2.2 Construction. The masculine gender, where appearing in the Plan, shall be deemed to include the feminine gender, unless the context clearly indicates to the contrary. Any word appearing herein in the plural shall include the singular, where appropriate, and likewise the singular shall include the plural, unless the context clearly indicates to the contrary.

ARTICLE III ELIGIBILITY FOR PARTICIPATION

3.1 One-Time Written Election

(a) Electing Employee. Each Electing Employee shall have the opportunity to make a one-time written election to participate in this Plan. Such election will be made in a manner as determined by the Institution. An Electing Employee must make the election within 90 days after receiving an election form packet from the Institution. If an Electing Employee fails to make such election within the 90-day period in accordance with this Section 3.1(a) of the Plan, and such Electing Employee is already a member of OTRS then he shall remain a member

of OTRS and shall not be eligible to participate in this Plan. If an Electing Employee fails to make such election within the 90-day period in accordance with the Plan, and such Electing Employee is not already a member of OTRS, then he shall be deemed to have made an election to participate in this Plan and not to participate in OTRS.

(b) Eligible Employee. Each Eligible Employee shall have the opportunity to make a one-time written election to participate in this Plan. Such election will be made in a manner as determined by the Institution; provided, such election must be made by the Eligible Employee on or before his Date of Employment or, in the case of an Eligible Employee whose Date of Employment is after September 30, 2015 and before January 1, 2016 and who has not entered the Plan on or before December 31, 2015, the election must be made by December 31, 2015. If an Eligible Employee fails to make an election on or before his Date of Employment, he shall be deemed to have elected to participate in this Plan and not to participate in OTRS.

3.2 Entry Date. Each Electing Employee and Eligible Employee will begin participation in this Plan as of his Plan Entry Date.

3.3 Reemployment. An Electing Employee and Eligible Employee who previously became a Participant in the Plan pursuant to Section 3.1 who are re-employed by the Institution will be eligible for participation upon reemployment in a position that would qualify the individual as an Eligible Employee. Any individual who was appointed or hired by the Institution after January 1, 2015, but did not make the one-time election to participate in this Plan shall not be eligible to make such election upon reemployment.

3.4 Exclusion of Independent Contractors. Any person who has been classified by the Institution as an independent contractor and has had his compensation reported to the Internal Revenue Service on Form 1099 but who has been reclassified as an "Employee" (other than by the Institution) shall not be considered as an eligible Employee who can participate under this Plan; provided, if the Employer does reclassify such worker as an "Employee," for purposes of this Plan, such reclassification shall only be prospective from the date that the Employee is notified by the Institution of such reclassification.

3.5 Enrollment in Plan. A Participant shall enroll in the Plan in the manner prescribed by the Plan Administrator.

3.6 Cessation of Participation. Unless otherwise specifically provided in the Plan, a Participant will not continue to participate in this Plan, if: (a) the employee no longer meets the Eligibility Requirements in Section 2.1(j) or (k); (b) the employee separated from employment with the Institution; (c) the employee elects to participate in OTRS; or (d) the Plan is terminated. If the Participant who ceased to be eligible to participate in the Plan pursuant to this Section 3.6 again meets the eligibility requirements, then, such individual shall automatically become a Participant in the Plan on the date the reason for cessation of participation is removed if employed by the Institution. Provided, however, notwithstanding the preceding sentence, in the event that a Participant ceases participation in this Plan due to his election to participate in OTRS, he will be ineligible to participate in this Plan in the future.

**ARTICLE IV
INSTITUTION CONTRIBUTIONS**

4.1 Institution Contributions. The Institution may make discretionary Institution Contributions for each Plan Year which shall not exceed the following:

(a) Electing Employee. For each Electing Employee, 2% of such Participant's Compensation for each payroll period during the Plan Year.

(b) Eligible Employee. For each Eligible Employee, 9% of such Participant's Compensation for each payroll period during the Plan Year.

Institution Contributions will be allocated to the Institution Contributions Account of such Participant.

4.2 Mandatory Employee Contributions.

(a) Each Participant who is an Electing Employee, as a condition of employment, will make a Mandatory Employee Contribution in the amount of 7% of his Compensation. During the period of such Participant's participation in the Plan, the Participant may not revoke the election and receive cash in lieu of the contribution, nor may the Participant change the amount of the Mandatory Employee Contribution. Mandatory Employee Contributions will be allocated to the Mandatory Employee Contribution Account of such Participant.

(b) The Institution will "pick-up" the Mandatory Employee Contribution and will pay the Mandatory Employee Contribution to the Plan as an employer contribution. Furthermore, as of the date of the "pick-up," Participants are not permitted to opt-out of the "pick-up" or to receive the Mandatory Employee Contributions directly instead of having them paid to the Plan. Mandatory Employee Contributions that are "picked-up" by the Institution are excludible from the Electing Employee's gross income.

4.3 No Reversion. Under no circumstances or conditions will any Contribution revert to, be paid to, or inure to the benefit of, directly or indirectly, the Institution. However, in the event that Contributions are made by mistake of fact, these Contributions must be returned to the Institution within one year of the date that these Contributions were made.

4.4 Limitation on Allocation of Contributions. The following provisions will be applicable in determining if the Plan and the Contributions thereto satisfy the requirements of Section 415 of the Code and the regulations thereunder. The Annual Additions that may be contributed or allocated to a Participant's Accounts under the Plan for any limitation year shall not exceed the Maximum Permissible Amount.

(a) Definitions. For the purposes of this Section the following definitions shall be applicable:

(i) Annual Additions. For purposes of the Plan, “Annual Additions” shall mean the amount allocated to a Participant’s Account during the Limitation Year that constitutes:

- a. Contributions,
- b. Employee deferrals under Code Section 401(k),
- c. After tax contributions,
- d. Forfeitures, and

e. Amounts allocated to an individual medical account, as defined in Section 415(1)(2) of the Code, which is part of a pension or annuity plan maintained by the Institution are treated as annual additions to a defined contribution plan; and amounts derived from contribution plans or accrued after December 31, 1985, and taxable years ending after such date, which are attributable to post-retirement medical benefits, allocated to the separate account of a key employee, as defined in Section 419(A)(d)(3) of the Code, under a welfare benefit fund, as defined in Section 419(e) of the Code, maintained by the Institution are treated as annual addition to a defined contribution plan.

Annual additions for purposes of Code § 415 shall not include restorative payments. A restorative payment is a payment made to restore losses to a Plan resulting from actions by a fiduciary for which there is reasonable risk of liability for breach of a fiduciary duty under federal or state law, where participants who are similarly situated are treated similarly with respect to the payments. Generally, payments are restorative payments only if the payments are made in order to restore some or all of the plan’s losses due to an action (or a failure to act) that creates a reasonable risk of liability for such a breach of fiduciary duty (other than a breach of fiduciary duty arising from failure to remit contributions to the Plan). This includes payments to a plan made pursuant to a court-approved settlement, to restore losses to a qualified defined contribution plan on account of the breach of fiduciary duty (other than a breach of fiduciary duty arising from failure to remit contributions to the Plan). Payments made to the Plan to make up for losses due merely to market fluctuations and other payments that are not made on account of a reasonable risk of liability for breach of a fiduciary duty are not restorative payments and generally constitute contributions that are considered annual additions.

Annual additions for purposes of Code § 415 shall not include: (1) the direct transfer of a benefit or employee contributions from a qualified plan to this Plan; (2) rollover contributions (as described in Code §§ 401(a)(31), 402(c)(1), 403(a)(4), 403(b)(8), 408(d)(3), and 457(e)(16)); (3) repayments of loans made to a participant from the Plan; and (4) repayments of amounts described in Code § 411(a)(7)(B) (in accordance with Code § 411(a)(7)(C)) and Code § 411(a)(3)(D), as well as employer restorations of benefits that are required pursuant to such repayments.

If a Participant is covered under another qualified defined contribution plan maintained by the Institution, Annual Additions which may be credited to the Participant’s Account under this Plan for a Limitation Year will be limited in accordance with the provisions of this Section 4.4 as though the other plan were a part of this Plan.

If, in addition to this Plan, the Participant is covered under another qualified plan which is a defined contribution plan maintained by the Institution, a welfare benefit fund, as defined in Section 419(e) of the Code maintained by the Institution, or an individual medical benefit account, as defined in Section 415(1)(2) of the Code maintained by the Institution, which provides for Annual Additions during any Limitation Year, then the Annual Additions which may be credited to a Participant's Account under this Plan for any such Limitation Year will not exceed the Maximum Permissible Amount reduced by the Annual Additions credited to a Participant's Account under the other plans and welfare benefit funds for the same Limitation Year. If the Annual Additions with respect to the Participant under other defined contribution plans and welfare benefit plans maintained by the Institution are less than the Maximum Permissible Amount and the Institution contribution that would otherwise be contributed or allocated to the Participant's Account under this Plan would cause the Annual Additions for the Limitation Year to exceed this limitation, the amount contributed or allocated will be reduced so that the Annual Additions under all such plans and funds for the Limitation Year will equal the Maximum Permissible Amount. If the Annual Additions with respect to the Participant under such other defined contribution plans and welfare benefit funds in the aggregate are equal to or greater than the Maximum Permissible amount, no amount will be contributed or allocated to a Participant's Account under this Plan for the Limitation Year.

(ii) Actual Compensation.

a. General. The words "Actual Compensation" shall mean a Participant's wages, salaries, and fees for professional services and other amounts received without regard to whether or not an amount is paid in cash for personal services actually rendered in the course of employment with the Institution, to the extent that the amounts are includible in gross income (or to the extent amounts deferred at the election of the Employee would be includible in gross income but for the rules of Sections 125, 132 (for limitation years beginning after December 31, 2001), 402(e)(3) 402(h)(1)(B), 402(k), or 457(b) of the Code). These amounts include, but are not limited to commissions on insurance premiums, tips, bonuses, fringe benefits, and reimbursements or other expense allowances under a nonaccountable plan as described in Treas. Reg. §1.62-2(c)). Actual Compensation shall be modified as provided below:

1. Employer contributions to a plan of deferred compensation which are not includable in the employee's gross income for the taxable year in which contributed, or employer contributions under a "simplified employee pension plan" to the extent such contributions are deductible by the employee, or any distributions from a plan of deferred compensation. Additionally, any distributions from a plan of deferred compensation (whether or not qualified) are not considered as compensation for purposes of this Section and Section 415 of the Code, regardless of whether such amounts are includible in the gross income of the Employee when distributed; and

2. Other amounts which received special tax benefits, or contributions made by the employer (whether or not under a salary reduction agreement) towards the purchase of an annuity described in Section 403(b) of the Code (whether or not the amounts are actually excludable from the gross income of the employee).

For purposes of applying the limitations described in Section 4.4 of the Plan, compensation paid or made available during such limitation years shall include elective amounts that are not includable in the gross income of the employee by reason of Code Section 132(f)(4).

Actual Compensation shall be adjusted, as set forth herein, for the following types of compensation paid after a Participant's severance from employment with the employer maintaining the Plan (or any other entity that is treated as the employer pursuant to Code § 414(b), (c), (m) or (o)). However, amounts described in subsections (a) and (b) below may only be included in Actual Compensation to the extent such amounts are paid by the later of 2½ months after severance from employment or by the end of the limitation year that includes the date of such severance from employment. Any other payment of compensation paid after severance of employment that is not described in the following types of compensation is not considered Actual Compensation within the meaning of Code § 415(c)(3), even if payment is made within the time period specified above.

b. Regular Pay. Actual Compensation shall include regular pay after severance of employment if:

1. The payment is regular compensation for services during the Participant's regular working hours, or compensation for services outside the Participant's regular working hours (such as overtime or shift differential), commissions, bonuses, or other similar payments; and

2. The payment would have been paid to the Participant prior to a severance from employment if the Participant had continued in employment with the employer.

c. Leave Cashouts and Deferred Compensation. Leave cashouts shall not be included in Actual Compensation. In addition, deferred compensation shall not be included in Actual Compensation if the compensation would have been included in the definition of Actual Compensation if it had been paid prior to the Participant's severance from employment, and the compensation is received pursuant to a nonqualified unfunded deferred compensation plan, but only if the payment would have been paid at the same time if the Participant had continued in employment with the Institution and only to the extent that the payment is includable in the Participant's gross income.

d. Salary Continuation Payments for Military Service Participants. Actual Compensation does not include payments to an individual who does not currently perform services for the Institution by reason of qualified military service (as that term is used in Code § 414(u)(I)) to the extent those payments do not exceed the amounts the individual would have received if the individual had continued to perform services for the employer rather than entering qualified military service.

e. Salary Continuation Payments for Disabled Participants. Actual Compensation does not include compensation paid to a Participant who is permanently and totally disabled (as defined in Code § 22(e)(3)).

(iii) Excess Amount. The words “Excess Amount” shall mean the excess of the Participant’s Annual Additions for the applicable Limitation Year over the Maximum Permissible Amount.

(iv) Limitation Year. The words “Limitation Year” shall mean the calendar year. All qualified plans maintained by the Institution must use the same limitation year. If the Limitation Year is amended to a different 12 consecutive month period, the new Limitation Year must begin on a date within the Limitation Year in which the amendment is made. If a short Limitation Year is created because of an amendment changing the Limitation Year to a different 12 consecutive month period, the Maximum Permissible Amount will not exceed the Defined Contribution Dollar Limitations multiplied by the following fraction (number of months in the short Limitation Year/12).

(v) Maximum Permissible Amount. The words “Maximum Permissible Amount” shall mean for the applicable Limitation Year, the “maximum permissible amount” which may be contributed or allocated to or made with respect to any Participant which amount shall be the lesser of:

a. \$40,000, as adjusted for cost-of-living under Code Section 415(d) (the “Defined Contribution Dollar Limitation”), or

b. 100% of the Participant’s Actual Compensation for the Limitation Year.

The compensation limitation referred to above shall not apply to: any contribution for medical benefits (within the meaning of Section 419A(f)(2) of the Code) after separation from service which is otherwise treated as an Annual Addition, or any amount otherwise treated as an Annual Addition under Section 415(1)(1) of the Code.

(b) Determination of Excess. If an excess amount was allocated to a Participant on an Allocation Date of this Plan which coincides with an allocation date of another plan, the excess amount attributed to this Plan will be the product of (1) the total excess amount allocated as of such date times (2) the ratio of (i) the Annual Additions allocated to the Participant for the Limitation Year as of such date under this Plan to (ii) the total Annual Additions allocated to the Participant for the Limitation Year as of such date under this and all other qualified plans which are defined contribution plans.

(c) Treatment of Excess. Notwithstanding any provision of the Plan to the contrary, if the annual additions (within the meaning of Code § 415) are exceeded for any participant, then the Plan may only correct such excess in accordance with the Employee Plans Compliance Resolution System (EPCRS) as set forth in Revenue Procedure 2006-27 or any superseding guidance, including, but not limited to, the preamble of the final § 415 regulations.

(d) Aggregation and Disaggregation of Plans. For purposes of applying the limitations of Code § 415, all defined contribution plans (without regard to whether a plan has been terminated) ever maintained by the Employer (or a “predecessor employer”) under which the participant receives annual additions are treated as one defined contribution plan. The “Employer” means the employer that adopts this Plan and all members of a controlled group or an

affiliated service group that includes the Employer (within the meaning of Code §§ 414(b), (c), (m) or (o)), except that for purposes of this Section, the determination shall be made by applying Code § 415(h), and shall take into account tax-exempt organizations under Regulation Section 1.414(c)-5, as modified by Regulation Section 1.415(a)-1(f)(1). For purposes of this Section:

(i) A former employer is a “predecessor employer” with respect to a participant in a plan maintained by an employer if the employer maintains a plan under which the participant had accrued a benefit while performing services for the former employer, but only if that benefit is provided under the plan maintained by the employer. For this purpose, the formerly affiliated plan rules in Regulation Section 1.415(f)-1(b)(2) apply as if the employer and predecessor employer constituted a single employer under the rules described in Regulation Section 1.415(a)-1(f)(1) and (2) immediately prior to the cessation of affiliation (and as if they constituted two, unrelated employers under the rules described in Regulation Section 1.415(a)-1(f)(1) and (2) immediately after the cessation of affiliation) and cessation of affiliation was the event that gives rise to the predecessor Employer relationship, such as a transfer of benefits or plan sponsorship.

(ii) With respect to an employer of a participant, a former entity that antedates the employer is a “predecessor Employer” with respect to the participant if, under the facts and circumstances, the Employer constitutes a continuation of all or a portion of the trade or business of the former entity.

(e) Break-up of an affiliate employer or an affiliated service group. For purposes of aggregating plans for Code § 415, a “formerly affiliated plan” of an employer is taken into account for purposes of applying the Code § 415 limitations to the employer, but the formerly affiliated plan is treated as if it had terminated immediately prior to the “cessation of affiliation.” For purposes of this paragraph, a “formerly affiliated plan” of an employer is a plan that, immediately prior to the cessation of affiliation, was actually maintained by one or more of the entities that constitute the employer (as determined under the Employer affiliation rules described in Regulation Section 1.415(a)-1(f)(1) and (2)), and immediately after the cessation of affiliation, is not actually maintained by any of the entities that constitute the employer (as determined under the employer affiliation rules described in Regulation Section 1.415(a)-1(f)(1) and (2)). For purposes of this paragraph, a “cessation of affiliation” means the event that causes an entity to no longer be aggregated with one or more other entities as a single employer under the employer affiliation rules described in Regulation Section 1.415(a)-1(f)(1) and (2) (such as the sale of a subsidiary outside a controlled group), or that causes a plan to not actually be maintained by any of the entities that constitute the employer under the employer affiliation rules of Regulation Section 1.415(a)-1(f)(1) and (2) (such as a transfer of plan sponsorship outside of a controlled group).

(f) Midyear Aggregation. Two or more defined contribution plans that are not required to be aggregated pursuant to Code § 415(f) and the Regulations thereunder as of the first day of a limitation year do not fail to satisfy the requirements of Code § 415 with respect to a participant for the limitation year merely because they are aggregated later in that limitation year, provided that no annual additions are credited to the participant’s account after the date on which the plans are required to be aggregated.

ARTICLE V
FUND SPONSORS/FUNDING VEHICLES

5.1 Valuation of Account Balances. The assets in a Participant's Account will be valued on a daily basis in accordance with the normal valuation procedures of the Trustee.

5.2 Funding Vehicles. The following provisions of this Section shall be applicable to all Accounts.

(a) General. Each Participant in the Plan is hereby given the specific authority to direct the investment of all or any portion of his Accounts in one or more of the Funding Vehicles (as defined in Subsection (c) below) in accordance with the procedures as described below. For purposes of this Section, the Participants shall be exercising full investment control, discretion, authority and fiduciary responsibility as provided in this Plan with respect to the investment of such Participants' applicable Accounts.

(b) Election of Funding Vehicles.

(i) Elections of Funding Vehicles may be made by each Participant during the Plan Year and shall be effective for periods after the date of such election. An election shall be made in accordance with rules established by the Plan Administrator. This election shall continue until a subsequent election is made by such Participant or until such Participant's benefit represented by all of his Accounts is distributed to him or his Beneficiary, as applicable. A Participant may change his Funding Vehicles on any business day of the Plan Year, subject to any applicable restrictions of the Fund Sponsor with respect to the Funding Vehicles.

(ii) A Participant must make his election of Funding Vehicles by any means authorized by the Plan Administrator, including telephone or internet (if internet access is approved by the Plan Administrator) instructions. Such election of Funding Vehicles shall become effective as soon as reasonably practicable after receipt of such election. With respect to this Section, the authority of the Plan Administrator shall be limited to prescribing the form of the Election Notice, informing the Trustee of elections of Funding Vehicles and the types of Funding Vehicles to be made available to the Participants.

(iii) To the extent a Participant has elected to invest his Accounts in a Funding Vehicle, the Trustee will establish a separate sub-account under the appropriate Account reflecting the selected Funding Vehicle.

(iv) In the event the Trustee does not receive a proper direction for the election of a Funding Vehicle, the Accounts of such Participant shall be invested in the Funding Vehicle designated by the Institution for default investments until the Trustee receives proper direction.

(c) Description of Funding Vehicle. The Funding Vehicles which are offered to the Participants in the Plan shall be the Funding Vehicles designated by the Institution prior to a Participant's election and may be modified by the Institution; provided, prior to the Institution's modification of the Funding Vehicles, the Plan Administrator will notify

Participants of such change and provide Participants with such information as is prudent and necessary for Participants to make informed investment decisions.

**ARTICLE VI
VESTING**

6.1 Vesting. Each Participant shall be 100% vested in his Accounts.

**ARTICLE VII
BENEFITS**

7.1 Retirement Benefits.

(a) Invested in Mutual Funds or Brokerage Account. Following retirement or earlier termination of employment, a Participant may elect to receive a distribution of the portion of his benefits which are not invested in annuity contracts in one of the following manners: (1) by payment of a lump sum of all or a portion of the Participant's Account; or (2) in substantially equal payments in monthly, quarterly, semi-annual or annual installments.

(b) Invested in Annuity Contracts. Following retirement or earlier termination of employment, a Participant may elect to receive a distribution of the portion of his benefit invested in annuities under any of the options set forth in the contracts between the Fund Sponsors and Participants and/or the Institution.

In no event shall distributions commence before the Participant has terminated employment with the Institution.

7.2 Cash Withdrawals. A Participant who has terminated employment is entitled to receive a distribution of benefits in any form the relevant Funding Vehicles permit. Except as provided in Section 7.7 herein, a cash withdrawal will be made only with the consent of the Participant and upon receipt of a properly executed written election in a form prescribed by the Institution.

7.3 Payment of Benefit.

(a) Cash Out of Small Amounts. If any Participant has \$5,000 or less of vested and nonforfeitable Benefit in his Accounts (including rollover amounts) at the time he terminates his employment, the Plan Administrator may direct the Trustees to pay the entire Benefit in a lump sum. If a Participant would have received a distribution under the preceding sentence but for the fact that the Participant's vested Account balance (including rollover amounts) exceeded \$5,000 when the Participant terminated service with the Employer and if at a later time such Account balance (including rollover amounts) is reduced such that it is not greater than \$5,000, the Plan Administrator may direct the Trustees to pay the entire Benefit in a lump sum. Payment shall be made within an administratively feasible time after the Participant's termination of employment which in the normal case will be within six months following the close of the Plan Year in which the Participant terminates his employment or six months following the close of the Plan Year in which the Participant's vested and nonforfeitable Benefit in his Account (including rollover amounts) falls below \$5,000.

(b) Automatic Rollovers. In the event of a mandatory distribution greater than \$1,000 in accordance with the provisions of Subsection 7.3(a), if the Participant does not elect to have such distribution paid directly to an Eligible Retirement Plan specified by the Participant in a direct rollover or to receive the distribution directly in accordance with Section 7.2, then the Plan Administrator will pay the distribution in a direct rollover to an individual retirement plan designated by the Plan Administrator. For purposes of determining whether a mandatory distribution is greater than \$1,000, the portion of the Participant's distribution attributable to any rollover contribution is included.

7.4 Death Benefits. In the event a Participant dies prior to commencement of retirement benefit payments, the full current value of the Account is then payable to the Beneficiary or Beneficiaries named by the Participant under one of the options offered by the Fund Sponsor(s). If there is no other Beneficiary, the current value of the Account shall be paid to the deceased Participant's estate.

7.5 Application for Benefits. The Plan Administrator will establish procedures for Participants to request distributions of their benefits under the Plan. For any distribution notice issued in Plan Years beginning after December 31, 2006, any reference to the 90-day maximum notice period prior to distribution in applying the notice requirements of Code §§402(f) (the rollover notice), or 411(a)(11) (Participant's consent to distribution), if applicable, will become 180 days.

7.6 Rollover to Another Plan or IRA. Notwithstanding any provision of the Plan to the contrary that would otherwise limit a Distributee's election under this Section, a Distributee may elect, at the time and in the manner prescribed by the institution to have any portion of an Eligible Rollover Distribution paid directly to an Eligible Retirement Plan specified by the Distributee in a Direct Rollover. The Administrator shall establish procedures for implementing such Direct Rollover distribution.

(a) Definitions. For purposes of this Section 7.6, the following definitions shall apply:

(i) "Eligible Rollover Distribution": An "Eligible Rollover Distribution" is any distribution of all or any portion of the balance to the credit of the Distributee, except that an Eligible Rollover Distribution does not include: any distribution that is one of a series of substantially equal periodic payments (not less frequently than annually) made for the life (or life expectancy) of the Distributee or the joint lives (or joint life expectancies) of the Distributee and the Distributee's Designated Beneficiary, or for a specified period of 10 years or more; any distribution to the extent such distribution is required under Section 401(a)(9) of the Code; and the portion of any distribution that is not includable in gross income (determined without regard to the exclusion for net unrealized appreciation with respect to employer stock); and any distribution attributable to a hardship. A portion of a distribution shall not fail to be an Eligible Rollover Distribution merely because the portion consists of After-Tax Employee Contributions which are not includable in gross income. However, such portion may be transferred only to an individual retirement account or annuity described in Section 408(a) or (b) of the Code, or to a qualified defined contribution plan described in Section 401(a) or 403(a) of the Code that agrees to separately account for amounts so transferred, including

separately accounting for the portion of such distribution which is includible in gross income and the portion of such distribution which is not so includible.

(ii) “Eligible Retirement Plan”: An “Eligible Retirement Plan” is an individual retirement account described in Section 408(a) of the Code, an individual retirement annuity described in Section 408(b) of the Code, an annuity plan described in Section 403(a) of the Code, a qualified trust described in Section 401(a) of the Code, an annuity contract described in Section 403(b) of the Code and an eligible plan under Section 457(b) of the Code which is maintained by a state, political subdivision of a state, or any agency or instrumentality of a state or political subdivision of a state and which agrees to separately account for amounts transferred into such plan from this Plan; or, effective January 1, 2008, a Roth IRA described in Code Section 408A(b), that accepts the Distributee’s Eligible Rollover Distribution. However, in the case of an Eligible Rollover Distribution to the surviving spouse or a Participant’s surviving Beneficiary, an Eligible Retirement Plan is an individual retirement account or individual retirement annuity. The definition of Eligible Retirement Plan shall also apply in the case of a distribution to a surviving spouse, or to a spouse or former spouse who is the alternate payee under a qualified domestic relation order, as defined in Section 414(p) of the Code. If any portion of an Eligible Rollover Distribution is attributable to payments or distributions from a designated Roth account, an Eligible Retirement Plan with respect to such portion shall include only another designated Roth account of the individual from whose account the payments or distributions were made, or a Roth IRA of such individual. In the case of a nonspouse beneficiary, the direct rollover may be made only to an individual retirement account or annuity described in Code Section 408(a) or 408(b) (“IRA”) that is established on behalf of the designated Beneficiary and that will be treated as an inherited IRA pursuant to the provisions of Code Section 402(c)(ii). Further, the determination of any required minimum distribution under Code Section 401(a)(9) that is ineligible for rollover shall be made in accordance with IRS Notice 2007-7, Q&A 17 and 18, 2007-5 I.R.B. 395.

(iii) “Distributee”: A “Distributee” includes a Participant or former Participant. In addition, the Participant’s spouse or former Participant’s surviving spouse or surviving Beneficiary and the Participant’s or former Participant’s spouse or former spouse who is the alternate payee under a qualified domestic relations order, as defined in Section 414(p) of the Code, are distributees with regard to the interest of the spouse or former spouse.

(iv) “Direct Rollover”: A “Direct Rollover” is a payment by the Plan directly to the Eligible Retirement Plan specified by the Distributes.

7.7 Time and Manner of Distribution.

(a) Required Beginning Date. The Participant’s entire interest will be distributed, or begin to be distributed, to the Participant no later than the Participant’s Required Beginning Date. Required Beginning Date shall be the April 1 following the later of the date that a Participant attains age 70½ or retires.

(b) Death of Participant Before Distributions Begin. If the Participant dies before distributions begin, the Participant’s entire interest will be distributed, or begin to be distributed, no later than as follows:

(i) If the Participant's surviving spouse is the Participant's sole Designated Beneficiary, then, distributions to the surviving spouse will begin by December 31 of the calendar year immediately following the calendar year in which the Participant died, or by December 31 of the calendar year in which the Participant would have attained age 70½, if later.

(ii) If the Participant's surviving spouse is not the Participant's sole Designated Beneficiary, then, distributions to the Designated Beneficiary will begin by December 31 of the calendar year immediately following the calendar year in which the Participant died.

(iii) If there is no Designated Beneficiary as of September 30 of the year following the year of the Participant's death, the Participant's entire interest will be distributed by December 31 of the calendar year containing the fifth anniversary of the Participant's death.

(iv) If the Participant's surviving spouse is the Participant's sole Designated Beneficiary and the surviving spouse dies after the Participant but before distributions to the surviving spouse begin, this Subsection (b), other than Subsection (b)(i), will apply as if the surviving spouse were the Participant.

For purposes of this Subsection (b) and Section 7.9, unless Subsection (b)(iv) applies, distributions are considered to begin on the Participant's Required Beginning Date. If Subsection (b)(iv) applies, distributions are considered to begin on the date distributions are required to begin to the surviving spouse under Subsection (b)(i). If distributions under an annuity purchased from an insurance company irrevocably commence to the Participant before the Participant's Required Beginning Date (or to the Participant's surviving spouse before the date distributions are required to begin to the surviving spouse under Subsection (b)(i)), the date distributions are considered to begin is the date distributions actually commence.

7.8 Required Minimum Distributions During Participant's Lifetime.

(a) Amount of Required Minimum Distribution For Each Distribution Calendar Year. During the Participant's lifetime, the minimum amount that will be distributed for each Distribution Calendar Year is the lesser of:

(i) the quotient obtained by dividing the Participant's account balance by the distribution period in the Uniform Lifetime Table set forth in Section 1.401(a)(9)-9 of the Treasury regulations, using the Participant's age as of the Participant's birthday in the Distribution Calendar Year; or

(ii) if the Participant's sole Designated Beneficiary for the Distribution Calendar Year is the Participant's spouse, the quotient obtained by dividing the Participant's account balance by the number in the Joint and Last Survivor Table set forth in Section 1.401(a)(9)-9 of the Treasury regulations, using the Participant's and spouse's attained ages as of the Participant's and spouse's birthdays in the Distribution Calendar Year.

(b) Lifetime Required Minimum Distributions Continue Through Year of Participant's Death. Required minimum distributions will be determined under this Section 7.8

beginning with the first Distribution Calendar Year and up to and including the Distribution Calendar Year that includes the Participant's date of death.

7.9 Required Minimum Distributions After Participant's Death.

(a) Death On or After Date Distributions Begin.

(i) Participant Survived by Designated Beneficiary. If the Participant dies on or after the date distributions begin and there is a Designated Beneficiary, the minimum amount that will be distributed for each Distribution Calendar Year after the year of the Participant's death is the quotient obtained by dividing the Participant's account balance by the longer of the remaining life expectancy of the Participant or the remaining life expectancy of the Participant's Designated Beneficiary, determined as follows:

a. The Participant's remaining life expectancy is calculated using the age of the Participant in the year of death, reduced by one for each subsequent year.

b. If the Participant's surviving spouse is the Participant's sole Designated Beneficiary, the remaining life expectancy of the surviving spouse is calculated for each Distribution Calendar Year after the year of the Participant's death using the surviving spouse's age as of the spouse's birthday in that year. For Distribution Calendar Years after the year of the surviving spouse's death, the remaining life expectancy of the surviving spouse is calculated using the age of the surviving spouse as of the spouse's birthday in the calendar year of the spouse's death, reduced by one for each subsequent calendar year.

c. If the Participant's surviving spouse is not the Participant's sole Designated Beneficiary, the Designated Beneficiary's remaining life expectancy is calculated using the age of the Beneficiary in the year following the year of the Participant's death, reduced by one for each subsequent year.

(ii) No Designated Beneficiary. If the Participant dies on or after the date distributions begin and there is no Designated Beneficiary as of September 30 of the year after the year of the Participant's death, the minimum amount that will be distributed for each Distribution Calendar Year after the year of the Participant's death is the quotient obtained by dividing the Participant's account balance by the Participant's remaining life expectancy calculated using the age of the Participant in the year of death, reduced by one for each subsequent year.

(b) Death Before Date Distributions Begin.

(i) Participant Survived by Designated Beneficiary. If the Participant dies before the date distributions begin and there is a Designated Beneficiary, the minimum amount that will be distributed for each Distribution Calendar Year after the year of the Participant's death is the quotient obtained by dividing the Participant's account balance by the remaining life expectancy of the Participant's Designated Beneficiary, determined as provided in Subsection (a).

(ii) No Designated Beneficiary. If the Participant dies before the date distributions begin and there is no Designated Beneficiary as of September 30 of the year following the year of the Participant's death, distribution of the Participant's entire interest will be completed by December 31 of the calendar year containing the fifth anniversary of the Participant's death.

(iii) Death of Surviving Spouse Before Distributions to Surviving Spouse Are Required to Begin. If the Participant dies before the date distributions begin, the Participant's surviving spouse is the Participant's sole Designated Beneficiary, and the surviving spouse dies before distributions are required to begin to the surviving spouse under Subsection 7.7(b)(i), this Subsection (b) will apply as if the surviving spouse were the Participant.

7.10 Definitions.

(a) Designated Beneficiary. The individual who is designated as the Beneficiary under Section 7.4 of the Plan and is the Designated Beneficiary under Section 401(a)(9) of the Internal Revenue Code and Section 1.401(a)(9)-1, Q&A-4, of the Treasury regulations.

(b) Distribution Calendar Year. A calendar year for which a minimum distribution is required. For distributions beginning before the Participant's death, the first Distribution Calendar Year is the calendar year immediately preceding the calendar year which contains the Participant's Required Beginning Date. For distributions beginning after the Participant's death, the first Distribution Calendar Year is the calendar year in which distributions are required to begin under Section 7.7. The Required Minimum Distribution for the Participant's first Distribution Calendar Year will be made on or before the Participant's Required Beginning Date. The Required Minimum Distribution for other Distribution Calendar Years, including the Required Minimum Distribution for the Distribution Calendar Year in which the Participant's Required Beginning Date occurs, will be made on or before December 31 of that Distribution Calendar Year.

(c) Life expectancy. Life expectancy as computed by use of the Single Life Table in Section 1.401(a)(9)-9 of the Treasury regulations.

(d) Participant's account balance. The account balance as of the last valuation date in the calendar year immediately preceding the Distribution Calendar Year (valuation calendar year) increased by the amount of any Contributions made and allocated or forfeitures allocated to the account balance as of dates in the valuation calendar year after the valuation date and decreased by distributions made in the valuation calendar year after the valuation date. The account balance for the valuation calendar year includes any amounts rolled over or transferred to the Plan either in the valuation calendar year or in the Distribution Calendar Year if distributed or transferred in the valuation calendar year.

ARTICLE VIII GENERAL PROVISIONS AND LIMITATIONS REGARDING BENEFITS

8.1 Non-Alienation of Retirement Rights or Benefits. Any trusts created pursuant to this Plan shall be spendthrift trusts and no benefits or beneficial interests provided for hereunder

shall be subject in any manner to garnishment, attachment, anticipation, alienation, sale, transfer, assignment, pledge, encumbrance, levy, execution or the claims of creditors, either voluntarily or involuntarily, and any attempt to so garnish, attach, anticipate, alienate, sell, transfer, assign, pledge, encumber, levy or execute on the same shall be null and void, and neither shall such benefits or beneficial interests be liable for or subject to the debts, contracts, liabilities, engagements or torts of any person to whom such benefits or funds are payable. The preceding provisions shall also apply to the creation, assignment, or recognition of a right to any benefit payable with respect to a Participant pursuant to a domestic relations order, unless such order is determined to be a qualified domestic relations order, as defined in Section 8.2 hereof.

8.2 Payments Under a Domestic Relations Order.

(a) General. The Institution shall follow the terms of any “qualified domestic relations order” as defined in Subsection (b) below (“QDRO”) issued with respect to a Participant where such QDRO grants to an “Alternate Payee,” rights in the benefit of the Participant. An Alternate Payee includes any spouse, former spouse, child, or other dependent of a Participant who is recognized by a QDRO as having a right to receive all, or a portion of the benefits payable under the Plan with respect to the Participant. The Institution shall only follow QDROs which meet all of the requirements of this Section.

(b) Definition of QDRO. A QDRO defined under Section 414(p) of the Code is any judgment, decree or order, including the approval of a property settlement agreement, provided that the QDRO must create or recognize the existence of the Alternate Payee’s right to receive all or a portion of the benefits payable to a Participant under the Plan. Further, since the Plan is a governmental plan, as defined in Section 414(d) of the Code, a distribution or payment from the Plan will be treated as made pursuant to a QDRO if it is made pursuant to a domestic relations order which meets the requirements of Section 414(p)(1)(A)(i) of the Code which creates or recognizes the existence of an Alternate Payee’s right to, or assigns to an Alternate Payee the right to, receive all or a portion of the benefits payable with respect to a Participant under the Plan.

Effective on or after April 6, 2007, a domestic relations order that otherwise satisfies the requirements for a QDRO will not fail to be a QDRO: (i) solely because the order is issued after, or revises, another domestic relations order or QDRO; or (ii) solely because of the time at which the order is issued, including issuance after the annuity starting date or after the Participant’s death.

(c) Time for Payment of Benefits Under a QDRO. In the event that the institution is in receipt of a QDRO which requires that the Institution make such distribution, and such QDRO otherwise satisfies the provisions of this Section and Section 414(p)(1)(A)(i) of the Code, then, the Institution shall make the distribution to the Alternate Payee within a reasonable time following the date on which the Institution has (1) received the QDRO and (2) determined that the QDRO satisfies the requirements of this Section and Section 414(p)(1)(A)(i) of the Code unless the Alternate Payee elects otherwise. Distributions will be made in the manner as provided in the Plan and such distributions will be subject to any restrictions on distributions contained in any Funding vehicle under the Plan. The failure of an Alternate Payee to submit an application for a distribution shall be deemed an election to defer commencement of benefits

under this Plan. Provided, for purposes of determining the value of the Participant's benefit which is to be distributed pursuant to such QDRO, the Institution shall determine the Participant's benefit as of the valuation date specified in the QDRO or, if no date is so specified, then as of the valuation date coinciding with or first preceding the payment date specified in the QDRO. Provided further, any distribution made pursuant to this Section shall be deemed to be made pursuant to the occurrence of a "stated event." The Institution shall not treat any judgment, order or decree as a QDRO unless it meets all of the requirements set forth in Subsection (b) and this Subsection (c) hereof and is sufficiently precise and unambiguous so as to preclude any interpretative disputes. If the QDRO meets these requirements, the Institution shall follow the terms of the QDRO whether or not this Plan has been joined as a party to the litigation out of which the QDRO arises.

8.3 USERRA. For purposes of determining a Participant's service under the Plan, any military service in the Armed Forces of the United States during which his employment and reemployment rights are guaranteed by federal law, including the Uniformed Services Employment and Reemployment Act of 1994 ("USERRA") shall be recognized as service; provided, such Participant must apply for reemployment with the Institution after such separation from military service within the time prescribed by USERRA or other applicable federal law.

ARTICLE IX ADMINISTRATION

9.1 Allocation of Responsibility Among Fiduciaries for Plan and Trust Administration. The fiduciaries shall have only those specific powers, duties, responsibilities and obligations as are specifically given them under the Plan or the Trust. In general, the Institution shall have the sole responsibility for (i) appointing and removing Trustees, and (ii) amending or terminating, in whole or in part, this Plan or the Trust. The Plan Administrator shall have the sole responsibility for the administration of this Plan, which responsibility is specifically described in this Plan and the Trust Agreement. The Trustees shall have the sole responsibility for (i) the administration of the Trust and (ii) the management of the assets held under the Trust, all as specifically provided in the Trust Agreement. Each fiduciary may rely upon any such direction, information or action of another fiduciary as being proper under this Plan or the Trust, and is not required to inquire into the propriety of any such direction, information or action. It is intended that each fiduciary shall be responsible for the proper exercise of such fiduciary's own powers, duties, responsibilities and obligations under this Plan and the Trust and to the extent permitted by law shall not be responsible for any act or failure to act of another fiduciary. No fiduciary guarantees the Trust fund in any manner against investment loss or depreciation in asset value.

9.2 Appointment of Plan Administrator. The Plan shall be administered by the Plan Administrator.

9.3 Other Committee Powers and Duties. The Plan Administrator shall have such authority and powers as may be necessary to discharge his duties hereunder, including, but not by way of limitation, the following:

(a) to construe and interpret the Plan in its sole discretion and to resolve any ambiguities with respect to any of the terms and provisions thereof as written and as applied to the operation of the Plan;

(b) to decide all questions of eligibility and determine the amount, manner and time of payment of any benefits hereunder;

(c) to prescribe procedures to be followed by Participants or Beneficiaries filing applications for benefits;

(d) prepare and distribute, in such manner as the Plan Administrator determines to be appropriate, information explaining the Plan;

(e) to receive from the Institution and from Participants and Beneficiaries such information as shall be necessary for the proper administration of the Plan;

(f) to furnish the Institution, upon request, such annual reports with respect to the administration of the Plan as are reasonable and appropriate;

(g) to receive, review and keep on file (as it deems convenient or proper) reports of the financial condition, and of the receipts and disbursements, of the Trust Fund from the Trustee;

(h) to appoint or employ individuals and any other agents it deems advisable, including legal counsel, to assist in the administration of the Plan and to render advice with respect to any fiduciary responsibility of the Plan Administrator under the Plan.

9.4 Standard of Review. The Plan Administrator (or such other party to whom duties of administration have been delegated by the Board) shall perform its duties of administration as it determines in its sole discretion is appropriate in light of the reason and purpose for which the Plan is established and maintained. In particular, the interpretation of all Plan provisions, and the determination of whether a Participant is entitled to any benefit pursuant to the terms of the Plan, shall be exercised by the Plan Administrator (or other party referred to above) in its sole discretion. Any construction of the terms of the Plan for which there is a rational basis that is adopted by the Plan Administrator (or other party referred to above) in good faith shall be final and legally binding on all parties.

(a) If a Claim is Denied. If for any reason a claim for benefits is denied, normally within 90 days, the Participant will receive a written notice containing:

The reason(s) why the claim, or a portion of it, was denied;

- Reference to Plan provisions on which the denial was based;
- What additional information, if any, is required to process the claim and why the information is necessary; and

- What steps may be taken if the Participant wants to appeal the decision.

In many cases, disagreement about benefit eligibility or amounts can be handled informally by calling the Institution's Benefits Office. If a disagreement is not resolved, there is a formal procedure the Participant can follow to have his/her claim reconsidered.

The Institution has sole authority to make final determinations regarding any application for Benefits, the interpretation of the Plan, and any administrative rules adopted by the Institution. Benefits under this Plan will be paid only if and when the Institution or persons to whom such decision-making authority has been delegated by the Institution, in their sole discretion, decide the Participant or beneficiary is entitled to Benefits under the terms of the Plan. The Institution's decisions in such matters are final and binding on all persons dealing with the Plan or claiming a Benefit from the Plan. If a decision is challenged in court, it is the intention of the Institution that the decision is to be upheld unless it is determined to be arbitrary or capricious by the court or an arbitrator having jurisdiction over such matters.

(b) Appeal of Denied Claim. The Participant may ask the Plan Administrator to review decisions involving requests for claims for Benefits.

Within 60 days after the Participant receives notice of a claim denial, or if the Participant disagrees with a determination under the Plan, the Participant may make a written request for an Administrative Review in the manner and form prescribed by the Plan Administrator.

The written request should state the reason why the claim should be reconsidered and copies of any relevant documentation, including related background information, that the claimant feels justifies a reversal of the claim denial. The Participant may also request an inspection of designated, pertinent documents on file related to the claim.

The Plan Administrator will review the request and provide the Participant with a written determination within 60 days. If the claim denial is reversed, the Plan Administrator will authorize payment of the Participant's claim. If the claim is again denied, the Participant will receive a written notice containing:

- The reason(s) why the claim, or a portion of it, was denied;
- Reference to Plan provisions on which the denial was based;
- What additional information, if any, is required; and
- What steps may be taken if you want to proceed to a Level 2 appeal.

9.5 Action of the Institution. Any act authorized, permitted, or required to be taken by the Institution under the Plan, which has not been delegated in accordance with Section 9.2, may be taken by a majority of the members of the Board, either by vote at a meeting, or in writing without a meeting. All notices, advice, directions, certifications, approvals, and instructions required or authorized to be given by the Institution under the Plan will be in writing and signed by either (i) a majority of the members of the Board, or by any member or members as may be designated by an instrument in writing, signed by all members, as having authority to

execute the documents on its behalf, or (ii) a person who becomes authorized to act for the Institution. Any action taken by the Institution which is authorized, permitted, or required under the Plan and is in accordance with a Fund Sponsor's contractual obligations are final and binding upon the Institution, and all persons who have or who claim an interest under the Plan, and all third parties dealing with the Institution.

9.6 Payment of Plan Expenses. All reasonable expenses incurred in administering the Plan shall be paid by the Trustees out of the principal or income of the Trust Fund; provided, however, that the Institution in its discretion may pay any such expenses. Without limiting the foregoing the Plan Administrator may direct the Trustee to reimburse the Institution or another fiduciary for reasonable expenses incurred in administering the Plan.

ARTICLE X AMENDMENT AND TERMINATION

10.1 Amendment and Termination. While it is expected that this Plan will continue indefinitely, the Board reserves the right at any time to amend, otherwise modify, or terminate the Plan, or to discontinue any further Contributions under the Plan, by resolution of its Board. In the event of a termination of the Plan or discontinuance of Institution Contributions, the Institution will notify all Participants of the termination.

10.2 Limitation. Notwithstanding the provisions of Section 10.1, the following conditions and limitations apply:

(a) No amendment will be made which will operate to recapture for the Institution any Contributions previously made under this Plan. However, Contributions made in contemplation of approval by the Internal Revenue Service must be returned to the Institution if the Internal Revenue Service fails to approve the Plan with respect to its initial qualification. In addition, Contributions which were made based on a mistake of fact may be returned to the Institution within one year of the date on which the Contribution was made. Notwithstanding anything herein to the contrary, Contributions which may be returned to the Institution in accordance with this Section 10.2 must be returned within one year after (i) the date of denial of the initial qualification of the Plan or (ii) the payment of a Contribution by mistake of fact.

(b) No amendment will deprive, take away, or alter any then accrued/earned benefit of any Participant insofar as Contributions which have been made under the Plan are concerned. Any determination or recommendation by the Internal Revenue Service or Institution's counsel will be sufficient as to the necessity of the amendment.

ARTICLE XI MISCELLANEOUS

11.1 Plan Non-Contractual. Nothing contained in this Plan will be construed as a commitment or agreement on the part of any person to continue his or her employment with the Institution, and nothing contained in this Plan will be construed as a commitment on the part of the Institution to continue the employment or the rate of compensation of any person for any period, and all employees of the Institution will remain subject to discharge to the same extent as if the Plan had never been put into effect.

11.2 Claims of Other Persons. The provisions of the Plan will in no event be construed as giving any Participant or any other person, firm, or corporation, any legal or equitable right against the Institution, its officers, employees, or directors, except the rights as are specifically provided for in this Plan or created in accordance with the terms and provisions of this Plan.

11.3 Governing Law. Except as provided under federal law, the provisions of the Plan are governed by and construed in accordance with the laws of the State of Oklahoma.

11.4 Merger, Consolidation, or Transfers of Plan Assets. The Plan will not be merged or, consolidated with any other Plan, nor will any of its assets or liabilities be transferred to another Plan, unless, immediately after a merger, consolidation, or transfer of assets or liabilities, each Participant would receive a benefit under the Plan which is at least equal to the benefit he or she would have received immediately prior to a merger, consolidation, or transfer of assets or liabilities (assuming in each instance that the Plan had then terminated).

11.5 Finality of Determination. All determinations with respect to eligibility, crediting of Contributions and payment of benefits under the Plan are made on the basis of the records of the Institution and shall be made by the Institution, and all determinations made are final and conclusive upon eligible Employees, Participants, former employees, and all other persons claiming a benefit interest under the Plan.

EXECUTED as of this ___ day of _____, 2015.

BOARD OF REGENTS OF THE UNIVERSITY
OF OKLAHOMA, governing Cameron University
and Rogers State University

By: _____

Name: Dr. John M. McArthur

Title: President, Cameron University

By: _____

Name: Larry Rice

Title: President, Rogers State University

QUARTERLY REPORT OF PURCHASES – ALL
July 1, 2015 through September 30, 2015

<u>Item</u>	<u>Description</u>	<u>Department</u>	<u>Vendor</u>	<u>Award Amount</u>	<u>Explanation / Justification</u>
I. PURCHASE OBLIGATIONS FROM \$50,000 TO \$250,000					
1	Service	Student Health Center	OU Physicians	73,812	Professional Services
2	Software	Library	Ebsco Industries	62,720	Database Subscription
3	Service	Athletics	Specialty Insurance Solutions	81,468	Insurance
4	Service	Bursar	Blackboard, Inc.	68,686	Software License
5	Service	Center for Teaching & Learning	Blackboard, Inc.	96,530	Software License
6	Service	Administration	University of Oklahoma	216,965	Board Services
7	Supplies	All Campuses	Office Max	120,000	Office Supplies
8	Equipment	Information Technology	Apple, Inc.	52,065	Computer Equipment
9	Service	Claremore Campus	SourceOne	150,000	Custodial Services
10	Service	Bartlesville Campus	SourceOne	82,272	Custodial Services
11	Service	All Campuses	Benefit Resources, Inc.	100,000	Benefits Administration
12	Service	All Campuses	Sodexo, Inc.	100,000	Food Services

II. SOLE SOURCE PROCUREMENTS FROM \$50,000 TO \$250,000
Competition Not Applicable

None to Report

QUARTERLY FINANCIAL ANALYSIS
For the quarter ended September 30, 2015

EXECUTIVE SUMMARY

Highlights from the Statements of Net Position as of September 30, 2015 and Statements of Changes in Net Position for the three months then ended are presented below for information only.

STATEMENTS OF NET POSITION

- Total assets of \$109.0 million exceeded related liabilities of \$97.1 million by \$11.9 million.
- Education & General assets of \$13.6 million were less than related liabilities of \$29.6 million by \$16.0 million.
- Sponsored Program assets of \$0.7 million were less than related liabilities of \$1.5 million by \$0.8 million.
- Auxiliary Enterprise assets of \$9.7 million exceeded related liabilities of \$4.5 million by \$5.2 million.
- Other fund assets of \$85.0 million exceeded related liabilities of \$61.5 million by \$23.5 million. Other Funds consist of fixed assets, net of accumulated depreciation, and related bonds and master lease obligations, and other academic and administrative activities.

STATEMENTS OF CHANGES IN NET POSITION

- Total revenues of \$16.6 million were less than expenses of \$18.2 million by \$1.6 million.
- Education & General revenues of \$7.7 million were less than related expenses of \$9.3 million by \$1.6 million.
- Sponsored Program revenues of \$0.6 million were less than related expenses of \$0.8 million by \$0.2 million.
- Auxiliary Enterprise revenues of \$7.4 million were less than related expenses of \$8.0 million by \$0.6 million.
- Other fund revenues of \$0.9 million were approximately equal to related expenses of \$0.9 million.

ROGERS STATE UNIVERSITY
STATEMENT OF NET POSITION
SEPTEMBER 30, 2015
UNAUDITED - MANAGEMENT USE ONLY

	Education & General		Sponsored Programs	
	9/30/2015	9/30/2014	9/30/2015	9/30/2014
ASSETS				
CURRENT & NONCURRENT ASSETS				
Cash and cash equivalents	9,840,248	11,195,423	794,849	1,386,570
Accounts receivable - net	1,526,636	856,481	58,922	328,948
Due From (to) Other Funds	(366,341)	291,594	(227,329)	(222,567)
Prepaid Expenses & Other Assets	-	-	-	-
Net Pension Assets	-	425,213	-	-
Deferred Outflows	2,582,513	-	81,410	-
Total Current & Non-current Assets	13,583,055	12,768,711	707,851	1,492,951
CAPITAL ASSETS, NET				
TOTAL ASSETS	13,583,055	12,768,711	707,851	1,492,951
LIABILITIES & NET ASSETS				
CURRENT LIABILITIES				
Accounts payable	343,658	435,909	35,905	98,044
OPEB Obligation	67,039	100,725	-	-
Current Portion of L-T Debt	-	-	-	-
Accrued compensated absences	433,325	431,463	46,996	47,352
Deferred revenue	5,235,782	5,223,603	-	-
Deposits held in custody for others	-	-	-	-
Deferred Inflows	4,661,082	-	283,732	-
Net Pension Liability	18,152,714	-	1,097,609	-
Total Current Liabilities	28,893,600	6,191,700	1,464,242	145,396
NONCURRENT LIABILITIES				
OPEB Obligation	351,953	599,290	-	-
Other Non Current Liabilities	336,508	325,787	10,342	17,857
Bonds & Master Lease Obligations	-	-	-	-
Total noncurrent liabilities	688,461	925,077	10,342	17,857
TOTAL LIABILITIES	29,582,061	7,116,777	1,474,584	163,253
NET POSITION				
Unrestricted	4,232,278	5,651,934	-	-
Restricted for OTRS Pension Liability	(20,231,284)	-	(1,299,932)	-
Restricted	-	-	533,198	1,329,697
Capital assets, Net of Related Debt	-	-	-	-
Total Net Position	(15,999,006)	5,651,934	(766,733)	1,329,697
TOTAL NET POSITION	13,583,055	12,768,711	707,851	1,492,950

ROGERS STATE UNIVERSITY
 STATEMENT OF NET POSITION
 SEPTEMBER 30, 2015
 UNAUDITED - MANAGEMENT USE ONLY

ASSETS

CURRENT & NONCURRENT ASSETS

Cash and cash equivalents	8,277,977	8,269,045	974,603
Accounts receivable - net	673,873	1,544,032	-
Due From (to) Other Funds	593,670	(69,027)	-
Prepaid Expenses & Other Assets	77,051	-	330,540
Net Pension Assets	-	-	-
Deferred Outflows	108,597	-	-
Total Current & Non-current Assets	9,731,167	9,744,050	1,305,143

CAPITAL ASSETS, NET

TOTAL ASSETS

LIABILITIES & NET ASSETS

CURRENT LIABILITIES

Accounts payable	1,023,556	1,245,688	959,520
OPEB Obligation	-	-	-
Current Portion of L-T Debt	-	-	3,985,027
Accrued compensated absences	32,843	35,195	-
Deferred revenue	1,381,221	1,162,993	-
Deposits held in custody for others	196,194	201,545	-
Deferred Inflows	378,487	-	-
Net Pension Liability	1,464,165	-	-
Total Current Liabilities	4,476,466	2,645,421	4,944,547

NONCURRENT LIABILITIES

OPEB Obligation	-	-	-
Other Non Current Liabilities	60,752	40,116	-
Bonds & Master Lease Obligations	-	-	47,420,393
Total noncurrent liabilities	60,752	40,116	47,420,393
TOTAL LIABILITIES	4,537,218	2,685,537	52,364,940

NET POSITION

Unrestricted	6,928,366	7,058,513	-
Restricted for OTRS Pension Liability	(1,734,055)	-	-
Restricted	-	-	990,934
Capital assets, Net of Related Debt	-	-	21,103,121
Total Net Position	5,194,311	7,058,513	22,094,055

TOTAL NET POSITION

	9,731,529	9,744,050	74,458,995
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	Auxiliary Enterprises		Other Funds	
	9/30/2015	9/30/2014	9/30/2015	9/30/2014
	8,277,977	8,269,045	892,349	974,603
	673,873	1,544,032	-	-
	593,670	(69,027)	-	-
	77,051	-	1,614,329	330,540
	-	-	-	-
	108,597	-	-	-
	9,731,167	9,744,050	2,506,678	1,305,143
	-	-	82,446,834	73,535,346
	9,731,167	9,744,050	84,953,512	74,840,489
	1,023,556	1,245,688	572,888	959,520
	-	-	-	-
	-	-	5,997,331	3,985,027
	32,843	35,195	-	-
	1,381,221	1,162,993	-	-
	196,194	201,545	-	-
	378,487	-	-	-
	1,464,165	-	-	-
	4,476,466	2,645,421	6,570,219	4,944,547
	-	-	-	-
	60,752	40,116	-	-
	-	-	54,925,596	47,420,393
	60,752	40,116	54,925,596	47,420,393
	4,537,218	2,685,537	61,495,814	52,364,940
	6,928,366	7,058,513	-	-
	(1,734,055)	-	-	-
	-	-	354,962	990,934
	-	-	23,102,736	21,103,121
	5,194,311	7,058,513	23,457,698	22,094,055
	9,731,529	9,744,050	84,953,512	74,458,995

ROGERS STATE UNIVERSITY
 STATEMENT OF NET POSITION
 SEPTEMBER 30, 2015
 UNAUDITED - MANAGEMENT USE ONLY

	Total	
	9/30/2015	9/30/2014
ASSETS		
CURRENT & NONCURRENT ASSETS		
Cash and cash equivalents	19,805,422	21,825,641
Accounts receivable - net	2,259,430	2,729,461
Due From (to) Other Funds	-	-
Prepaid Expenses & Other Assets	1,691,380	330,540
Net Pension Assets	-	425,213
Deferred Outflows	2,772,519	-
Total Current & Non-current Assets	<u>26,528,752</u>	<u>25,310,855</u>
CAPITAL ASSETS, NET	82,446,834	73,535,346
TOTAL ASSETS	<u>108,975,586</u>	<u>98,846,201</u>
LIABILITIES & NET ASSETS		
CURRENT LIABILITIES		
Accounts payable	1,976,007	2,739,161
OPEB Obligation	67,039	100,725
Current Portion of L-T Debt	5,997,331	3,985,027
Accrued compensated absences	513,164	514,010
Deferred revenue	6,617,003	6,386,596
Deposits held in custody for others	196,194	201,545
Deferred Inflows	5,323,301	-
Net Pension Liability	20,714,488	-
Total Current Liabilities	<u>41,404,526</u>	<u>13,927,064</u>
NONCURRENT LIABILITIES		
OPEB Obligation	351,953	599,290
Other Non Current Liabilities	407,602	383,760
Bonds & Master Lease Obligations	54,925,596	47,420,393
Total noncurrent liabilities	<u>55,685,151</u>	<u>48,403,443</u>
TOTAL LIABILITIES	<u>97,089,678</u>	<u>62,330,507</u>
NET POSITION		
Unrestricted	11,160,644	12,710,447
Restricted for OTRS Pension Liability	(23,265,270)	-
Restricted	888,160	2,320,631
Capital assets, Net of Related Debt	23,102,736	21,103,121
Total Net Position	<u>11,886,270</u>	<u>36,134,199</u>
TOTAL NET POSITION	<u>108,975,948</u>	<u>98,464,706</u>

ROGERS STATE UNIVERSITY
 STATEMENT OF CHANGES IN NET POSITION
 FOR THE TWELVE MONTHS ENDED SEPTEMBER 30, 2015
 UNAUDITED - MANAGEMENT USE ONLY

	Other Funds		Total		% of Total	
	9/30/2015	% of Budget	9/30/2015	% of Total		
REVENUES						
Student Tuition and fees, net	-	0.0%	4,902,059	29.5%	4,010,096	22.0%
Grants & Contracts	-	0.0%	5,280,485	31.8%	5,453,228	29.9%
Sales & Services	-	0.0%	1,483,998	8.9%	1,520,841	8.3%
State Appropriations	421,648	100.0%	3,796,907	22.9%	4,801,301	26.3%
Private Gifts	-	0.0%	2,700	0.0%	243,265	1.3%
On Behalf Payments	480,525	0.0%	763,595	4.6%	841,457	4.6%
Endowment and Investment Income	13	6.3%	23,406	0.1%	29,326	0.2%
Other Sources	-	0.0%	337,100	2.0%	1,347,535	7.4%
TOTAL REVENUES	902,186	106.3%	16,590,251	100.0%	18,247,049	100.0%
EXPENSES						
Compensation	-	0.0%	5,565,220	30.6%	5,560,867	30.7%
Depreciation	800,100	0.0%	800,100	4.4%	803,956	4.4%
Scholarships	-	0.0%	7,234,203	39.8%	7,184,943	39.7%
Utilities	-	0.0%	320,631	1.8%	260,381	1.4%
Debt Service - Interest & Fees	807,783	0.0%	807,783	4.4%	777,217	4.3%
Professional & Technical Fees	-	0.0%	314,324	1.7%	338,192	1.9%
Maintenance & Repair	-	0.0%	685,546	3.8%	741,483	4.1%
Supplies and Materials	42,274	4.7%	1,975,333	10.9%	1,999,306	11.0%
Travel	-	0.0%	163,576	0.9%	130,392	0.7%
Library Books and Periodicals	-	0.0%	161,469	0.9%	155,303	0.9%
Communications	-	0.0%	81,117	0.4%	105,269	0.6%
Other Uses	-	0.0%	71,150	0.4%	57,672	0.3%
Transfers for Debt Service	(1,510,169)	0.0%	-	0.0%	-	0.0%
Transfers for Capitalized Assets	(141,239)	0.0%	-	0.0%	-	0.0%
Transfers out - Other	-	0.0%	-	0.0%	-	0.0%
TOTAL EXPENSES	(1,250)	4.7%	18,180,453	100.0%	18,114,981	100.0%
CHANGE IN NET POSITION	903,436		(1,590,202)		132,068	

**CU/RSU DEFINED CONTRIBUTION
RETIREMENT PLAN**

(Amended and Restated Effective: January 1, 2016)

(Execution Date: _____, 2015)

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CU/RSU DEFINED CONTRIBUTION RETIREMENT PLAN

The Board of Regents of the University of Oklahoma does hereby adopt this retirement plan entitled the “CU/RSU Defined Contribution Retirement Plan” upon the following terms and conditions. This instrument is an amendment, restatement and continuation of the “Predecessor Plan” (as defined in Section 2.1(y)).

The effective date of this Plan is January 1, 2016.

**ARTICLE I
NAME AND PURPOSE OF PLAN**

1.1 Name of Plan. This Plan shall be hereafter known as the CU/RSU Defined Contribution Retirement Plan.

1.2 Purpose. This Plan is established for a governmental entity as defined in Section 414(d) of the Code, and is intended to be a qualified plan under Section 401(a) of the Code. This Plan shall not be subject to or governed by the terms and provisions of the Employee Retirement Income Security Act of 1974, as amended (“ERISA”). The purpose of this Plan is to provide retirement benefits for the Participants and to distribute the funds accumulated in the Trust, in accordance with the Plan, to the Participants or their eligible Beneficiaries.

1.3 Exclusive Benefit of Participants. This Plan and the related Trust hereto shall be maintained for the exclusive benefit of the Participants and their eligible Beneficiaries.

**ARTICLE II
DEFINITIONS AND CONSTRUCTION**

2.1 Definitions. Where the following capitalized words and phrases appear in this instrument, they shall have the respective meanings set forth below unless a different context is clearly expressed herein.

(a) Account. The word “Account” shall mean one or more of several records maintained to record any Contributions made by the Employer or on behalf of a Participant and any income, expenses, gains, or losses incurred thereon. The Plan Administrator shall maintain sub-accounts within a Participant’s Account as necessary to deposit accurately a Participant’s interest under the Plan. A separate Account will be maintained for each type of Contribution listed in Section 2.1(f).

(b) Beneficiary. “Beneficiary” means the individual, trust, or estate designated by the Participant to receive benefits provided under the Plan in a Participant’s Account in the event of the Participant’s death.

(c) Benefit. “Benefit” shall mean the standing balances in a Participant’s Accounts.

(d) Board. “Board” means the Board of Regents of the University of Oklahoma.

(e) Code. “Code” means the Internal Revenue Code of 1986, as amended. Reference to a specific section of the Code includes not only the section but any comparable section or sections of any future legislation that amends, supplements, or supersedes the section and the regulations promulgated by the Secretary of the Treasury under such sections.

(f) Compensation. The word “Compensation” shall be determined as provided below:

(i) Compensation means salary plus fringe benefits. For purposes of this definition, Compensation shall include:

a. salary which accrues on a regular basis in proportion to the service performed, including payments for staff development,

b. regular stipends provided to all benefits eligible employees of the Institution,

c. amounts that would otherwise qualify as salary under paragraph a. of this subsection but are not received directly by the Participant pursuant to a good faith, voluntary written salary reduction agreement in order to finance payments to a deferred compensation or tax-sheltered annuity program or to finance benefit options under a cafeteria plan qualifying under the Code, Section 101 et seq.,

d. group health and group disability insurance, group term life insurance, annuities and pension plans, provided on a periodic basis to all qualified employees of the Institution, which qualify as fringe benefits under the Code, and

Excluded from Compensation are:

1. expense reimbursement payments,
2. office, vehicle, housing or other maintenance allowances,
3. the flexible benefit allowance provided pursuant to 70 Okla. Stat. Section 26-105,
4. payment for unused vacation and sick leave,
5. any payment made for reason of termination or retirement not specifically provided for in subparagraphs (a) through (c) of this subsection,
6. maintenance or other nonmonetary compensation,
7. payment received as an independent contractor or consultant, pursuant to a lawful contract which complies with the requirements of 70 Okla. Stat. Section 6-101.2(B) of this title,
8. any benefit payments not made pursuant to a valid employment agreement,

9. any other compensation not described in subparagraphs (a) through (c) of this subsection.

(ii) Special Rules. For purposes of determining allocations and Contributions under the Plan, Compensation shall be modified as set forth below:

a. For a Participant's initial year of participation in the Plan, Compensation shall include only amounts paid after the Participant has entered the Plan.

b. If the initial Plan Year of a new plan consists of fewer than 12 months calculated from the Effective Date, Compensation for purposes of determining the amount and allocation of Contributions shall include only Compensation for services during the period beginning on the Effective Date and ending on the last day of the initial Plan Year.

(iii) Compensation Limitations Under Section 401(a)(17) of the Code. Notwithstanding anything herein to the contrary, the Annual Compensation of each Participant taken into account under the Plan for any Plan Year shall not exceed the annual compensation limit contained in Section 401(a)(17) of the Code. The compensation limit imposed by Section 401(a)(17) of the Code for 2014 is \$260,000, adjusted annually by the Secretary for cost-of-living increases in accordance with Section 401(a)(17)(B) of the Code. Annual Compensation means Compensation during the Plan Year or such other consecutive 12-month period over which compensation is otherwise determined under the Plan. The cost-of-living adjustment in effect for a calendar year applies to any period, not exceeding 12 months, over which compensation is determined (determination period) beginning in such calendar year. If a determination period consists of fewer than 12 months, the annual compensation limit will be multiplied by a fraction, the numerator of which is the number of months in the determination period, and the denominator of which is 12.

(g) Contributions. "Contributions" means Institutional Contributions and Mandatory Employee Contributions.

(h) Date of Employment or Reemployment. "Date of Employment or Reemployment" means the effective date of employment or reemployment of an employee with the Institution.

(i) Effective Date. "Effective Date" means January 1, 2016 which is the Effective Date of this instrument, which is an amendment, restatement, and continuation of the Predecessor Plan.

(j) Electing Employee. "Electing Employee" means any Non-Classified Employee of the Institution who is (i) regularly scheduled to work at least 30 hours per week and (ii) a member of OTRS on January 1, 2015 and was hired prior to January 1, 2015.

(k) Eligible Employee. "Eligible Employee" means any Non-Classified Employee of the Institution who is (i) regularly scheduled to work at least 30 hours per week and (ii) hired on or after January 1, 2015.

(l) Employee. The word “Employee” shall mean any person employed by the Institution on the basis of an employer-employee relationship who receives remuneration for personal services rendered to the Institution.

(m) Fund Sponsor. “Fund Sponsor” means an insurance or mutual fund company that provides the Funding Vehicles available to Participants under this Plan.

(n) Funding Vehicles. “Funding Vehicles” means (i) the deferred annuities issued for the purpose of funding benefits under this Plan, or (ii) any other funding vehicles or investment options selected by the Institution into which the Participants may direct the investment of their respective Accounts.

(o) Institution. “Institution” or “Institutions” mean the following employment unit(s) under the jurisdiction of the Board which employ the Eligible Employees or Electing Employees who become Participants in this Plan, and which are governmental entities, namely:

CAMERON UNIVERSITY
ROGERS STATE UNIVERSITY

(p) Institution Contributions. “Institution Contributions” means contributions made by the Institution under this Plan, as required by Section 4.1 hereof.

(q) Mandatory Employee Contributions. “Mandatory Employee Contributions” means contributions under this Plan made pursuant to Section 4.2.

(r) Non-classified Employee. “Non-classified Employee” means any Employee of the Institution who is a non-exempt employee under the Fair Labor Standards Act and who is a “non-classified optional personnel” as defined in 70 Okla. Stat. Section 17-101(4), and who is eligible to be a member of the Oklahoma Teachers’ Retirement System at the employee’s option pursuant to Title 715:10-1-4 of the Administrative Rules of the Teachers’ Retirement System of Oklahoma.

(s) Normal Retirement Date. The words “Normal Retirement Date” shall mean the date on which a Participant attains the age of 65 years.

(t) Participant. “Participant” means any Electing Employee or Eligible Employee of the Institution who has made the one-time written election to not participate in OTRS in accordance with Section 3.1 and is eligible to participate in this Plan in accordance with Article III.

(u) Plan. “Plan” means this CU/RSU Defined Contribution Retirement Plan as set forth in this instrument and as hereafter amended from time to time.

(v) Plan Administrator. “Plan Administrator” means the Vice President for Business and Finance of Cameron University and the Executive Vice President Administration & Finance of Rogers State University or a position or committee as designated by the President of the respective Institutions.

(w) Plan Entry Date. “Plan Entry Date” means the Date of Employment for an Eligible Employee who elects or is deemed to elect participation in this Plan pursuant to Section 3.1(b), or in the case of an Eligible Employee whose Date of Employment is after September 30, 2015 and before January 1, 2016 and who has not entered the Plan on or before December 31, 2015, the Plan Entry Date will be January 1, 2016. In addition, “Plan Entry Date” means the first day of the first pay period coinciding with or next following the completion of the applicable 90-day period specified in Section 3.1 provided that the Institution receives within such period the one-time written election from an Electing Employee wherein the Electing Employee elects to participate in this Plan and not to participate in OTRS in accordance with Section 3.2 hereof.

(x) Plan Year. “Plan Year” means the twelve consecutive month period beginning on January 1 and ending on December 31.

(y) Predecessor Plan. “Predecessor Plan” shall mean the terms and provisions in the prior instrument governing this Plan, and applying before the Effective Date hereof, which prior instruments are amended, restated and superceded by this instrument.

(z) TRS or OTRS. “TRS” or “OTRS” means the Teacher’s Retirement System of Oklahoma which is a retirement plan qualified under Section 401(a) of the Code and is sponsored by the State of Oklahoma.

(aa) Trust. “Trust” or “Trusts” means one or more trusts qualified under Section 501(a) of the Code and which relates to the Plan. The trusts will hold and invest assets of the Plan for the benefit of the Participants.

(bb) Trustees. “Trustees” means the person or entity designated as Trustee of the Trust.

(cc) Valuation Date. “Valuation Date” shall mean the date(s) on which the assets and liabilities in the Trust are valued by the Trustee or the annuity or contract is valued by the insurance company or annuity provider, and shall be on at least an annual basis.

2.2 Construction. The masculine gender, where appearing in the Plan, shall be deemed to include the feminine gender, unless the context clearly indicates to the contrary. Any word appearing herein in the plural shall include the singular, where appropriate, and likewise the singular shall include the plural, unless the context clearly indicates to the contrary.

ARTICLE III ELIGIBILITY FOR PARTICIPATION

3.1 One-Time Written Election

(a) Electing Employee. Each Electing Employee shall have the opportunity to make a one-time written election to participate in this Plan. Such election will be made in a manner as determined by the Institution. An Electing Employee must make the election within 90 days after receiving an election form packet from the Institution. If an Electing Employee fails to make such election within the 90-day period in accordance with this Section 3.1(a) of the Plan, and such Electing Employee is already a member of OTRS then he shall remain a member

of OTRS and shall not be eligible to participate in this Plan. If an Electing Employee fails to make such election within the 90-day period in accordance with the Plan, and such Electing Employee is not already a member of OTRS, then he shall be deemed to have made an election to participate in this Plan and not to participate in OTRS.

(b) Eligible Employee. Each Eligible Employee shall have the opportunity to make a one-time written election to participate in this Plan. Such election will be made in a manner as determined by the Institution; provided, such election must be made by the Eligible Employee on or before his Date of Employment or, in the case of an Eligible Employee whose Date of Employment is after September 30, 2015 and before January 1, 2016 and who has not entered the Plan on or before December 31, 2015, the election must be made by December 31, 2015. If an Eligible Employee fails to make an election on or before his Date of Employment, he shall be deemed to have elected to participate in this Plan and not to participate in OTRS.

3.2 Entry Date. Each Electing Employee and Eligible Employee will begin participation in this Plan as of his Plan Entry Date.

3.3 Reemployment. An Electing Employee and Eligible Employee who previously became a Participant in the Plan pursuant to Section 3.1 who are re-employed by the Institution will be eligible for participation upon reemployment in a position that would qualify the individual as an Eligible Employee. Any individual who was appointed or hired by the Institution after January 1, 2015, but did not make the one-time election to participate in this Plan shall not be eligible to make such election upon reemployment.

3.4 Exclusion of Independent Contractors. Any person who has been classified by the Institution as an independent contractor and has had his compensation reported to the Internal Revenue Service on Form 1099 but who has been reclassified as an "Employee" (other than by the Institution) shall not be considered as an eligible Employee who can participate under this Plan; provided, if the Employer does reclassify such worker as an "Employee," for purposes of this Plan, such reclassification shall only be prospective from the date that the Employee is notified by the Institution of such reclassification.

3.5 Enrollment in Plan. A Participant shall enroll in the Plan in the manner prescribed by the Plan Administrator.

3.6 Cessation of Participation. Unless otherwise specifically provided in the Plan, a Participant will not continue to participate in this Plan, if: (a) the employee no longer meets the Eligibility Requirements in Section 2.1(j) or (k); (b) the employee separated from employment with the Institution; (c) the employee elects to participate in OTRS; or (d) the Plan is terminated. If the Participant who ceased to be eligible to participate in the Plan pursuant to this Section 3.6 again meets the eligibility requirements, then, such individual shall automatically become a Participant in the Plan on the date the reason for cessation of participation is removed if employed by the Institution. Provided, however, notwithstanding the preceding sentence, in the event that a Participant ceases participation in this Plan due to his election to participate in OTRS, he will be ineligible to participate in this Plan in the future.

**ARTICLE IV
INSTITUTION CONTRIBUTIONS**

4.1 Institution Contributions. The Institution may make discretionary Institution Contributions for each Plan Year which shall not exceed the following:

(a) Electing Employee. For each Electing Employee, 2% of such Participant's Compensation for each payroll period during the Plan Year.

(b) Eligible Employee. For each Eligible Employee, 9% of such Participant's Compensation for each payroll period during the Plan Year.

Institution Contributions will be allocated to the Institution Contributions Account of such Participant.

4.2 Mandatory Employee Contributions.

(a) Each Participant who is an Electing Employee, as a condition of employment, will make a Mandatory Employee Contribution in the amount of 7% of his Compensation. During the period of such Participant's participation in the Plan, the Participant may not revoke the election and receive cash in lieu of the contribution, nor may the Participant change the amount of the Mandatory Employee Contribution. Mandatory Employee Contributions will be allocated to the Mandatory Employee Contribution Account of such Participant.

(b) The Institution will "pick-up" the Mandatory Employee Contribution and will pay the Mandatory Employee Contribution to the Plan as an employer contribution. Furthermore, as of the date of the "pick-up," Participants are not permitted to opt-out of the "pick-up" or to receive the Mandatory Employee Contributions directly instead of having them paid to the Plan. Mandatory Employee Contributions that are "picked-up" by the Institution are excludible from the Electing Employee's gross income.

4.3 No Reversion. Under no circumstances or conditions will any Contribution revert to, be paid to, or inure to the benefit of, directly or indirectly, the Institution. However, in the event that Contributions are made by mistake of fact, these Contributions must be returned to the Institution within one year of the date that these Contributions were made.

4.4 Limitation on Allocation of Contributions. The following provisions will be applicable in determining if the Plan and the Contributions thereto satisfy the requirements of Section 415 of the Code and the regulations thereunder. The Annual Additions that may be contributed or allocated to a Participant's Accounts under the Plan for any limitation year shall not exceed the Maximum Permissible Amount.

(a) Definitions. For the purposes of this Section the following definitions shall be applicable:

(i) Annual Additions. For purposes of the Plan, “Annual Additions” shall mean the amount allocated to a Participant’s Account during the Limitation Year that constitutes:

- a. Contributions,
- b. Employee deferrals under Code Section 401(k),
- c. After tax contributions,
- d. Forfeitures, and

e. Amounts allocated to an individual medical account, as defined in Section 415(1)(2) of the Code, which is part of a pension or annuity plan maintained by the Institution are treated as annual additions to a defined contribution plan; and amounts derived from contribution plans or accrued after December 31, 1985, and taxable years ending after such date, which are attributable to post-retirement medical benefits, allocated to the separate account of a key employee, as defined in Section 419(A)(d)(3) of the Code, under a welfare benefit fund, as defined in Section 419(e) of the Code, maintained by the Institution are treated as annual addition to a defined contribution plan.

Annual additions for purposes of Code § 415 shall not include restorative payments. A restorative payment is a payment made to restore losses to a Plan resulting from actions by a fiduciary for which there is reasonable risk of liability for breach of a fiduciary duty under federal or state law, where participants who are similarly situated are treated similarly with respect to the payments. Generally, payments are restorative payments only if the payments are made in order to restore some or all of the plan’s losses due to an action (or a failure to act) that creates a reasonable risk of liability for such a breach of fiduciary duty (other than a breach of fiduciary duty arising from failure to remit contributions to the Plan). This includes payments to a plan made pursuant to a court-approved settlement, to restore losses to a qualified defined contribution plan on account of the breach of fiduciary duty (other than a breach of fiduciary duty arising from failure to remit contributions to the Plan). Payments made to the Plan to make up for losses due merely to market fluctuations and other payments that are not made on account of a reasonable risk of liability for breach of a fiduciary duty are not restorative payments and generally constitute contributions that are considered annual additions.

Annual additions for purposes of Code § 415 shall not include: (1) the direct transfer of a benefit or employee contributions from a qualified plan to this Plan; (2) rollover contributions (as described in Code §§ 401(a)(31), 402(c)(1), 403(a)(4), 403(b)(8), 408(d)(3), and 457(e)(16)); (3) repayments of loans made to a participant from the Plan; and (4) repayments of amounts described in Code § 411(a)(7)(B) (in accordance with Code § 411(a)(7)(C)) and Code § 411(a)(3)(D), as well as employer restorations of benefits that are required pursuant to such repayments.

If a Participant is covered under another qualified defined contribution plan maintained by the Institution, Annual Additions which may be credited to the Participant’s Account under this Plan for a Limitation Year will be limited in accordance with the provisions of this Section 4.4 as though the other plan were a part of this Plan.

If, in addition to this Plan, the Participant is covered under another qualified plan which is a defined contribution plan maintained by the Institution, a welfare benefit fund, as defined in Section 419(e) of the Code maintained by the Institution, or an individual medical benefit account, as defined in Section 415(1)(2) of the Code maintained by the Institution, which provides for Annual Additions during any Limitation Year, then the Annual Additions which may be credited to a Participant's Account under this Plan for any such Limitation Year will not exceed the Maximum Permissible Amount reduced by the Annual Additions credited to a Participant's Account under the other plans and welfare benefit funds for the same Limitation Year. If the Annual Additions with respect to the Participant under other defined contribution plans and welfare benefit plans maintained by the Institution are less than the Maximum Permissible Amount and the Institution contribution that would otherwise be contributed or allocated to the Participant's Account under this Plan would cause the Annual Additions for the Limitation Year to exceed this limitation, the amount contributed or allocated will be reduced so that the Annual Additions under all such plans and funds for the Limitation Year will equal the Maximum Permissible Amount. If the Annual Additions with respect to the Participant under such other defined contribution plans and welfare benefit funds in the aggregate are equal to or greater than the Maximum Permissible amount, no amount will be contributed or allocated to a Participant's Account under this Plan for the Limitation Year.

(ii) Actual Compensation.

a. General. The words "Actual Compensation" shall mean a Participant's wages, salaries, and fees for professional services and other amounts received without regard to whether or not an amount is paid in cash for personal services actually rendered in the course of employment with the Institution, to the extent that the amounts are includible in gross income (or to the extent amounts deferred at the election of the Employee would be includible in gross income but for the rules of Sections 125, 132 (for limitation years beginning after December 31, 2001), 402(e)(3) 402(h)(1)(B), 402(k), or 457(b) of the Code). These amounts include, but are not limited to commissions on insurance premiums, tips, bonuses, fringe benefits, and reimbursements or other expense allowances under a nonaccountable plan as described in Treas. Reg. §1.62-2(c)). Actual Compensation shall be modified as provided below:

1. Employer contributions to a plan of deferred compensation which are not includable in the employee's gross income for the taxable year in which contributed, or employer contributions under a "simplified employee pension plan" to the extent such contributions are deductible by the employee, or any distributions from a plan of deferred compensation. Additionally, any distributions from a plan of deferred compensation (whether or not qualified) are not considered as compensation for purposes of this Section and Section 415 of the Code, regardless of whether such amounts are includible in the gross income of the Employee when distributed; and

2. Other amounts which received special tax benefits, or contributions made by the employer (whether or not under a salary reduction agreement) towards the purchase of an annuity described in Section 403(b) of the Code (whether or not the amounts are actually excludable from the gross income of the employee).

For purposes of applying the limitations described in Section 4.4 of the Plan, compensation paid or made available during such limitation years shall include elective amounts that are not includable in the gross income of the employee by reason of Code Section 132(f)(4).

Actual Compensation shall be adjusted, as set forth herein, for the following types of compensation paid after a Participant's severance from employment with the employer maintaining the Plan (or any other entity that is treated as the employer pursuant to Code § 414(b), (c), (m) or (o)). However, amounts described in subsections (a) and (b) below may only be included in Actual Compensation to the extent such amounts are paid by the later of 2½ months after severance from employment or by the end of the limitation year that includes the date of such severance from employment. Any other payment of compensation paid after severance of employment that is not described in the following types of compensation is not considered Actual Compensation within the meaning of Code § 415(c)(3), even if payment is made within the time period specified above.

b. Regular Pay. Actual Compensation shall include regular pay after severance of employment if:

1. The payment is regular compensation for services during the Participant's regular working hours, or compensation for services outside the Participant's regular working hours (such as overtime or shift differential), commissions, bonuses, or other similar payments; and

2. The payment would have been paid to the Participant prior to a severance from employment if the Participant had continued in employment with the employer.

c. Leave Cashouts and Deferred Compensation. Leave cashouts shall not be included in Actual Compensation. In addition, deferred compensation shall not be included in Actual Compensation if the compensation would have been included in the definition of Actual Compensation if it had been paid prior to the Participant's severance from employment, and the compensation is received pursuant to a nonqualified unfunded deferred compensation plan, but only if the payment would have been paid at the same time if the Participant had continued in employment with the Institution and only to the extent that the payment is includable in the Participant's gross income.

d. Salary Continuation Payments for Military Service Participants. Actual Compensation does not include payments to an individual who does not currently perform services for the Institution by reason of qualified military service (as that term is used in Code § 414(u)(I)) to the extent those payments do not exceed the amounts the individual would have received if the individual had continued to perform services for the employer rather than entering qualified military service.

e. Salary Continuation Payments for Disabled Participants. Actual Compensation does not include compensation paid to a Participant who is permanently and totally disabled (as defined in Code § 22(e)(3)).

(iii) Excess Amount. The words “Excess Amount” shall mean the excess of the Participant’s Annual Additions for the applicable Limitation Year over the Maximum Permissible Amount.

(iv) Limitation Year. The words “Limitation Year” shall mean the calendar year. All qualified plans maintained by the Institution must use the same limitation year. If the Limitation Year is amended to a different 12 consecutive month period, the new Limitation Year must begin on a date within the Limitation Year in which the amendment is made. If a short Limitation Year is created because of an amendment changing the Limitation Year to a different 12 consecutive month period, the Maximum Permissible Amount will not exceed the Defined Contribution Dollar Limitations multiplied by the following fraction (number of months in the short Limitation Year/12).

(v) Maximum Permissible Amount. The words “Maximum Permissible Amount” shall mean for the applicable Limitation Year, the “maximum permissible amount” which may be contributed or allocated to or made with respect to any Participant which amount shall be the lesser of:

a. \$40,000, as adjusted for cost-of-living under Code Section 415(d) (the “Defined Contribution Dollar Limitation”), or

b. 100% of the Participant’s Actual Compensation for the Limitation Year.

The compensation limitation referred to above shall not apply to: any contribution for medical benefits (within the meaning of Section 419A(f)(2) of the Code) after separation from service which is otherwise treated as an Annual Addition, or any amount otherwise treated as an Annual Addition under Section 415(1)(1) of the Code.

(b) Determination of Excess. If an excess amount was allocated to a Participant on an Allocation Date of this Plan which coincides with an allocation date of another plan, the excess amount attributed to this Plan will be the product of (1) the total excess amount allocated as of such date times (2) the ratio of (i) the Annual Additions allocated to the Participant for the Limitation Year as of such date under this Plan to (ii) the total Annual Additions allocated to the Participant for the Limitation Year as of such date under this and all other qualified plans which are defined contribution plans.

(c) Treatment of Excess. Notwithstanding any provision of the Plan to the contrary, if the annual additions (within the meaning of Code § 415) are exceeded for any participant, then the Plan may only correct such excess in accordance with the Employee Plans Compliance Resolution System (EPCRS) as set forth in Revenue Procedure 2006-27 or any superseding guidance, including, but not limited to, the preamble of the final § 415 regulations.

(d) Aggregation and Disaggregation of Plans. For purposes of applying the limitations of Code § 415, all defined contribution plans (without regard to whether a plan has been terminated) ever maintained by the Employer (or a “predecessor employer”) under which the participant receives annual additions are treated as one defined contribution plan. The “Employer” means the employer that adopts this Plan and all members of a controlled group or an

affiliated service group that includes the Employer (within the meaning of Code §§ 414(b), (c), (m) or (o)), except that for purposes of this Section, the determination shall be made by applying Code § 415(h), and shall take into account tax-exempt organizations under Regulation Section 1.414(c)-5, as modified by Regulation Section 1.415(a)-1(f)(1). For purposes of this Section:

(i) A former employer is a “predecessor employer” with respect to a participant in a plan maintained by an employer if the employer maintains a plan under which the participant had accrued a benefit while performing services for the former employer, but only if that benefit is provided under the plan maintained by the employer. For this purpose, the formerly affiliated plan rules in Regulation Section 1.415(f)-1(b)(2) apply as if the employer and predecessor employer constituted a single employer under the rules described in Regulation Section 1.415(a)-1(f)(1) and (2) immediately prior to the cessation of affiliation (and as if they constituted two, unrelated employers under the rules described in Regulation Section 1.415(a)-1(f)(1) and (2) immediately after the cessation of affiliation) and cessation of affiliation was the event that gives rise to the predecessor Employer relationship, such as a transfer of benefits or plan sponsorship.

(ii) With respect to an employer of a participant, a former entity that antedates the employer is a “predecessor Employer” with respect to the participant if, under the facts and circumstances, the Employer constitutes a continuation of all or a portion of the trade or business of the former entity.

(e) Break-up of an affiliate employer or an affiliated service group. For purposes of aggregating plans for Code § 415, a “formerly affiliated plan” of an employer is taken into account for purposes of applying the Code § 415 limitations to the employer, but the formerly affiliated plan is treated as if it had terminated immediately prior to the “cessation of affiliation.” For purposes of this paragraph, a “formerly affiliated plan” of an employer is a plan that, immediately prior to the cessation of affiliation, was actually maintained by one or more of the entities that constitute the employer (as determined under the Employer affiliation rules described in Regulation Section 1.415(a)-1(f)(1) and (2)), and immediately after the cessation of affiliation, is not actually maintained by any of the entities that constitute the employer (as determined under the employer affiliation rules described in Regulation Section 1.415(a)-1(f)(1) and (2)). For purposes of this paragraph, a “cessation of affiliation” means the event that causes an entity to no longer be aggregated with one or more other entities as a single employer under the employer affiliation rules described in Regulation Section 1.415(a)-1(f)(1) and (2) (such as the sale of a subsidiary outside a controlled group), or that causes a plan to not actually be maintained by any of the entities that constitute the employer under the employer affiliation rules of Regulation Section 1.415(a)-1(f)(1) and (2) (such as a transfer of plan sponsorship outside of a controlled group).

(f) Midyear Aggregation. Two or more defined contribution plans that are not required to be aggregated pursuant to Code § 415(f) and the Regulations thereunder as of the first day of a limitation year do not fail to satisfy the requirements of Code § 415 with respect to a participant for the limitation year merely because they are aggregated later in that limitation year, provided that no annual additions are credited to the participant’s account after the date on which the plans are required to be aggregated.

ARTICLE V
FUND SPONSORS/FUNDING VEHICLES

5.1 Valuation of Account Balances. The assets in a Participant's Account will be valued on a daily basis in accordance with the normal valuation procedures of the Trustee.

5.2 Funding Vehicles. The following provisions of this Section shall be applicable to all Accounts.

(a) General. Each Participant in the Plan is hereby given the specific authority to direct the investment of all or any portion of his Accounts in one or more of the Funding Vehicles (as defined in Subsection (c) below) in accordance with the procedures as described below. For purposes of this Section, the Participants shall be exercising full investment control, discretion, authority and fiduciary responsibility as provided in this Plan with respect to the investment of such Participants' applicable Accounts.

(b) Election of Funding Vehicles.

(i) Elections of Funding Vehicles may be made by each Participant during the Plan Year and shall be effective for periods after the date of such election. An election shall be made in accordance with rules established by the Plan Administrator. This election shall continue until a subsequent election is made by such Participant or until such Participant's benefit represented by all of his Accounts is distributed to him or his Beneficiary, as applicable. A Participant may change his Funding Vehicles on any business day of the Plan Year, subject to any applicable restrictions of the Fund Sponsor with respect to the Funding Vehicles.

(ii) A Participant must make his election of Funding Vehicles by any means authorized by the Plan Administrator, including telephone or internet (if internet access is approved by the Plan Administrator) instructions. Such election of Funding Vehicles shall become effective as soon as reasonably practicable after receipt of such election. With respect to this Section, the authority of the Plan Administrator shall be limited to prescribing the form of the Election Notice, informing the Trustee of elections of Funding Vehicles and the types of Funding Vehicles to be made available to the Participants.

(iii) To the extent a Participant has elected to invest his Accounts in a Funding Vehicle, the Trustee will establish a separate sub-account under the appropriate Account reflecting the selected Funding Vehicle.

(iv) In the event the Trustee does not receive a proper direction for the election of a Funding Vehicle, the Accounts of such Participant shall be invested in the Funding Vehicle designated by the Institution for default investments until the Trustee receives proper direction.

(c) Description of Funding Vehicle. The Funding Vehicles which are offered to the Participants in the Plan shall be the Funding Vehicles designated by the Institution prior to a Participant's election and may be modified by the Institution; provided, prior to the Institution's modification of the Funding Vehicles, the Plan Administrator will notify

Participants of such change and provide Participants with such information as is prudent and necessary for Participants to make informed investment decisions.

**ARTICLE VI
VESTING**

6.1 Vesting. Each Participant shall be 100% vested in his Accounts.

**ARTICLE VII
BENEFITS**

7.1 Retirement Benefits.

(a) Invested in Mutual Funds or Brokerage Account. Following retirement or earlier termination of employment, a Participant may elect to receive a distribution of the portion of his benefits which are not invested in annuity contracts in one of the following manners: (1) by payment of a lump sum of all or a portion of the Participant's Account; or (2) in substantially equal payments in monthly, quarterly, semi-annual or annual installments.

(b) Invested in Annuity Contracts. Following retirement or earlier termination of employment, a Participant may elect to receive a distribution of the portion of his benefit invested in annuities under any of the options set forth in the contracts between the Fund Sponsors and Participants and/or the Institution.

In no event shall distributions commence before the Participant has terminated employment with the Institution.

7.2 Cash Withdrawals. A Participant who has terminated employment is entitled to receive a distribution of benefits in any form the relevant Funding Vehicles permit. Except as provided in Section 7.7 herein, a cash withdrawal will be made only with the consent of the Participant and upon receipt of a properly executed written election in a form prescribed by the Institution.

7.3 Payment of Benefit.

(a) Cash Out of Small Amounts. If any Participant has \$5,000 or less of vested and nonforfeitable Benefit in his Accounts (including rollover amounts) at the time he terminates his employment, the Plan Administrator may direct the Trustees to pay the entire Benefit in a lump sum. If a Participant would have received a distribution under the preceding sentence but for the fact that the Participant's vested Account balance (including rollover amounts) exceeded \$5,000 when the Participant terminated service with the Employer and if at a later time such Account balance (including rollover amounts) is reduced such that it is not greater than \$5,000, the Plan Administrator may direct the Trustees to pay the entire Benefit in a lump sum. Payment shall be made within an administratively feasible time after the Participant's termination of employment which in the normal case will be within six months following the close of the Plan Year in which the Participant terminates his employment or six months following the close of the Plan Year in which the Participant's vested and nonforfeitable Benefit in his Account (including rollover amounts) falls below \$5,000.

(b) Automatic Rollovers. In the event of a mandatory distribution greater than \$1,000 in accordance with the provisions of Subsection 7.3(a), if the Participant does not elect to have such distribution paid directly to an Eligible Retirement Plan specified by the Participant in a direct rollover or to receive the distribution directly in accordance with Section 7.2, then the Plan Administrator will pay the distribution in a direct rollover to an individual retirement plan designated by the Plan Administrator. For purposes of determining whether a mandatory distribution is greater than \$1,000, the portion of the Participant's distribution attributable to any rollover contribution is included.

7.4 Death Benefits. In the event a Participant dies prior to commencement of retirement benefit payments, the full current value of the Account is then payable to the Beneficiary or Beneficiaries named by the Participant under one of the options offered by the Fund Sponsor(s). If there is no other Beneficiary, the current value of the Account shall be paid to the deceased Participant's estate.

7.5 Application for Benefits. The Plan Administrator will establish procedures for Participants to request distributions of their benefits under the Plan. For any distribution notice issued in Plan Years beginning after December 31, 2006, any reference to the 90-day maximum notice period prior to distribution in applying the notice requirements of Code §§402(f) (the rollover notice), or 411(a)(11) (Participant's consent to distribution), if applicable, will become 180 days.

7.6 Rollover to Another Plan or IRA. Notwithstanding any provision of the Plan to the contrary that would otherwise limit a Distributee's election under this Section, a Distributee may elect, at the time and in the manner prescribed by the institution to have any portion of an Eligible Rollover Distribution paid directly to an Eligible Retirement Plan specified by the Distributee in a Direct Rollover. The Administrator shall establish procedures for implementing such Direct Rollover distribution.

(a) Definitions. For purposes of this Section 7.6, the following definitions shall apply:

(i) "Eligible Rollover Distribution": An "Eligible Rollover Distribution" is any distribution of all or any portion of the balance to the credit of the Distributee, except that an Eligible Rollover Distribution does not include: any distribution that is one of a series of substantially equal periodic payments (not less frequently than annually) made for the life (or life expectancy) of the Distributee or the joint lives (or joint life expectancies) of the Distributee and the Distributee's Designated Beneficiary, or for a specified period of 10 years or more; any distribution to the extent such distribution is required under Section 401(a)(9) of the Code; and the portion of any distribution that is not includable in gross income (determined without regard to the exclusion for net unrealized appreciation with respect to employer stock); and any distribution attributable to a hardship. A portion of a distribution shall not fail to be an Eligible Rollover Distribution merely because the portion consists of After-Tax Employee Contributions which are not includable in gross income. However, such portion may be transferred only to an individual retirement account or annuity described in Section 408(a) or (b) of the Code, or to a qualified defined contribution plan described in Section 401(a) or 403(a) of the Code that agrees to separately account for amounts so transferred, including

separately accounting for the portion of such distribution which is includible in gross income and the portion of such distribution which is not so includible.

(ii) “Eligible Retirement Plan”: An “Eligible Retirement Plan” is an individual retirement account described in Section 408(a) of the Code, an individual retirement annuity described in Section 408(b) of the Code, an annuity plan described in Section 403(a) of the Code, a qualified trust described in Section 401(a) of the Code, an annuity contract described in Section 403(b) of the Code and an eligible plan under Section 457(b) of the Code which is maintained by a state, political subdivision of a state, or any agency or instrumentality of a state or political subdivision of a state and which agrees to separately account for amounts transferred into such plan from this Plan; or, effective January 1, 2008, a Roth IRA described in Code Section 408A(b), that accepts the Distributee’s Eligible Rollover Distribution. However, in the case of an Eligible Rollover Distribution to the surviving spouse or a Participant’s surviving Beneficiary, an Eligible Retirement Plan is an individual retirement account or individual retirement annuity. The definition of Eligible Retirement Plan shall also apply in the case of a distribution to a surviving spouse, or to a spouse or former spouse who is the alternate payee under a qualified domestic relation order, as defined in Section 414(p) of the Code. If any portion of an Eligible Rollover Distribution is attributable to payments or distributions from a designated Roth account, an Eligible Retirement Plan with respect to such portion shall include only another designated Roth account of the individual from whose account the payments or distributions were made, or a Roth IRA of such individual. In the case of a nonspouse beneficiary, the direct rollover may be made only to an individual retirement account or annuity described in Code Section 408(a) or 408(b) (“IRA”) that is established on behalf of the designated Beneficiary and that will be treated as an inherited IRA pursuant to the provisions of Code Section 402(c)(ii). Further, the determination of any required minimum distribution under Code Section 401(a)(9) that is ineligible for rollover shall be made in accordance with IRS Notice 2007-7, Q&A 17 and 18, 2007-5 I.R.B. 395.

(iii) “Distributee”: A “Distributee” includes a Participant or former Participant. In addition, the Participant’s spouse or former Participant’s surviving spouse or surviving Beneficiary and the Participant’s or former Participant’s spouse or former spouse who is the alternate payee under a qualified domestic relations order, as defined in Section 414(p) of the Code, are distributees with regard to the interest of the spouse or former spouse.

(iv) “Direct Rollover”: A “Direct Rollover” is a payment by the Plan directly to the Eligible Retirement Plan specified by the Distributees.

7.7 Time and Manner of Distribution.

(a) Required Beginning Date. The Participant’s entire interest will be distributed, or begin to be distributed, to the Participant no later than the Participant’s Required Beginning Date. Required Beginning Date shall be the April 1 following the later of the date that a Participant attains age 70½ or retires.

(b) Death of Participant Before Distributions Begin. If the Participant dies before distributions begin, the Participant’s entire interest will be distributed, or begin to be distributed, no later than as follows:

(i) If the Participant's surviving spouse is the Participant's sole Designated Beneficiary, then, distributions to the surviving spouse will begin by December 31 of the calendar year immediately following the calendar year in which the Participant died, or by December 31 of the calendar year in which the Participant would have attained age 70½, if later.

(ii) If the Participant's surviving spouse is not the Participant's sole Designated Beneficiary, then, distributions to the Designated Beneficiary will begin by December 31 of the calendar year immediately following the calendar year in which the Participant died.

(iii) If there is no Designated Beneficiary as of September 30 of the year following the year of the Participant's death, the Participant's entire interest will be distributed by December 31 of the calendar year containing the fifth anniversary of the Participant's death.

(iv) If the Participant's surviving spouse is the Participant's sole Designated Beneficiary and the surviving spouse dies after the Participant but before distributions to the surviving spouse begin, this Subsection (b), other than Subsection (b)(i), will apply as if the surviving spouse were the Participant.

For purposes of this Subsection (b) and Section 7.9, unless Subsection (b)(iv) applies, distributions are considered to begin on the Participant's Required Beginning Date. If Subsection (b)(iv) applies, distributions are considered to begin on the date distributions are required to begin to the surviving spouse under Subsection (b)(i). If distributions under an annuity purchased from an insurance company irrevocably commence to the Participant before the Participant's Required Beginning Date (or to the Participant's surviving spouse before the date distributions are required to begin to the surviving spouse under Subsection (b)(i)), the date distributions are considered to begin is the date distributions actually commence.

7.8 Required Minimum Distributions During Participant's Lifetime.

(a) Amount of Required Minimum Distribution For Each Distribution Calendar Year. During the Participant's lifetime, the minimum amount that will be distributed for each Distribution Calendar Year is the lesser of:

(i) the quotient obtained by dividing the Participant's account balance by the distribution period in the Uniform Lifetime Table set forth in Section 1.401(a)(9)-9 of the Treasury regulations, using the Participant's age as of the Participant's birthday in the Distribution Calendar Year; or

(ii) if the Participant's sole Designated Beneficiary for the Distribution Calendar Year is the Participant's spouse, the quotient obtained by dividing the Participant's account balance by the number in the Joint and Last Survivor Table set forth in Section 1.401(a)(9)-9 of the Treasury regulations, using the Participant's and spouse's attained ages as of the Participant's and spouse's birthdays in the Distribution Calendar Year.

(b) Lifetime Required Minimum Distributions Continue Through Year of Participant's Death. Required minimum distributions will be determined under this Section 7.8

beginning with the first Distribution Calendar Year and up to and including the Distribution Calendar Year that includes the Participant's date of death.

7.9 Required Minimum Distributions After Participant's Death.

(a) Death On or After Date Distributions Begin.

(i) Participant Survived by Designated Beneficiary. If the Participant dies on or after the date distributions begin and there is a Designated Beneficiary, the minimum amount that will be distributed for each Distribution Calendar Year after the year of the Participant's death is the quotient obtained by dividing the Participant's account balance by the longer of the remaining life expectancy of the Participant or the remaining life expectancy of the Participant's Designated Beneficiary, determined as follows:

a. The Participant's remaining life expectancy is calculated using the age of the Participant in the year of death, reduced by one for each subsequent year.

b. If the Participant's surviving spouse is the Participant's sole Designated Beneficiary, the remaining life expectancy of the surviving spouse is calculated for each Distribution Calendar Year after the year of the Participant's death using the surviving spouse's age as of the spouse's birthday in that year. For Distribution Calendar Years after the year of the surviving spouse's death, the remaining life expectancy of the surviving spouse is calculated using the age of the surviving spouse as of the spouse's birthday in the calendar year of the spouse's death, reduced by one for each subsequent calendar year.

c. If the Participant's surviving spouse is not the Participant's sole Designated Beneficiary, the Designated Beneficiary's remaining life expectancy is calculated using the age of the Beneficiary in the year following the year of the Participant's death, reduced by one for each subsequent year.

(ii) No Designated Beneficiary. If the Participant dies on or after the date distributions begin and there is no Designated Beneficiary as of September 30 of the year after the year of the Participant's death, the minimum amount that will be distributed for each Distribution Calendar Year after the year of the Participant's death is the quotient obtained by dividing the Participant's account balance by the Participant's remaining life expectancy calculated using the age of the Participant in the year of death, reduced by one for each subsequent year.

(b) Death Before Date Distributions Begin.

(i) Participant Survived by Designated Beneficiary. If the Participant dies before the date distributions begin and there is a Designated Beneficiary, the minimum amount that will be distributed for each Distribution Calendar Year after the year of the Participant's death is the quotient obtained by dividing the Participant's account balance by the remaining life expectancy of the Participant's Designated Beneficiary, determined as provided in Subsection (a).

(ii) No Designated Beneficiary. If the Participant dies before the date distributions begin and there is no Designated Beneficiary as of September 30 of the year following the year of the Participant's death, distribution of the Participant's entire interest will be completed by December 31 of the calendar year containing the fifth anniversary of the Participant's death.

(iii) Death of Surviving Spouse Before Distributions to Surviving Spouse Are Required to Begin. If the Participant dies before the date distributions begin, the Participant's surviving spouse is the Participant's sole Designated Beneficiary, and the surviving spouse dies before distributions are required to begin to the surviving spouse under Subsection 7.7(b)(i), this Subsection (b) will apply as if the surviving spouse were the Participant.

7.10 Definitions.

(a) Designated Beneficiary. The individual who is designated as the Beneficiary under Section 7.4 of the Plan and is the Designated Beneficiary under Section 401(a)(9) of the Internal Revenue Code and Section 1.401(a)(9)-1, Q&A-4, of the Treasury regulations.

(b) Distribution Calendar Year. A calendar year for which a minimum distribution is required. For distributions beginning before the Participant's death, the first Distribution Calendar Year is the calendar year immediately preceding the calendar year which contains the Participant's Required Beginning Date. For distributions beginning after the Participant's death, the first Distribution Calendar Year is the calendar year in which distributions are required to begin under Section 7.7. The Required Minimum Distribution for the Participant's first Distribution Calendar Year will be made on or before the Participant's Required Beginning Date. The Required Minimum Distribution for other Distribution Calendar Years, including the Required Minimum Distribution for the Distribution Calendar Year in which the Participant's Required Beginning Date occurs, will be made on or before December 31 of that Distribution Calendar Year.

(c) Life expectancy. Life expectancy as computed by use of the Single Life Table in Section 1.401(a)(9)-9 of the Treasury regulations.

(d) Participant's account balance. The account balance as of the last valuation date in the calendar year immediately preceding the Distribution Calendar Year (valuation calendar year) increased by the amount of any Contributions made and allocated or forfeitures allocated to the account balance as of dates in the valuation calendar year after the valuation date and decreased by distributions made in the valuation calendar year after the valuation date. The account balance for the valuation calendar year includes any amounts rolled over or transferred to the Plan either in the valuation calendar year or in the Distribution Calendar Year if distributed or transferred in the valuation calendar year.

ARTICLE VIII GENERAL PROVISIONS AND LIMITATIONS REGARDING BENEFITS

8.1 Non-Alienation of Retirement Rights or Benefits. Any trusts created pursuant to this Plan shall be spendthrift trusts and no benefits or beneficial interests provided for hereunder

shall be subject in any manner to garnishment, attachment, anticipation, alienation, sale, transfer, assignment, pledge, encumbrance, levy, execution or the claims of creditors, either voluntarily or involuntarily, and any attempt to so garnish, attach, anticipate, alienate, sell, transfer, assign, pledge, encumber, levy or execute on the same shall be null and void, and neither shall such benefits or beneficial interests be liable for or subject to the debts, contracts, liabilities, engagements or torts of any person to whom such benefits or funds are payable. The preceding provisions shall also apply to the creation, assignment, or recognition of a right to any benefit payable with respect to a Participant pursuant to a domestic relations order, unless such order is determined to be a qualified domestic relations order, as defined in Section 8.2 hereof.

8.2 Payments Under a Domestic Relations Order.

(a) General. The Institution shall follow the terms of any “qualified domestic relations order” as defined in Subsection (b) below (“QDRO”) issued with respect to a Participant where such QDRO grants to an “Alternate Payee,” rights in the benefit of the Participant. An Alternate Payee includes any spouse, former spouse, child, or other dependent of a Participant who is recognized by a QDRO as having a right to receive all, or a portion of the benefits payable under the Plan with respect to the Participant. The Institution shall only follow QDROs which meet all of the requirements of this Section.

(b) Definition of QDRO. A QDRO defined under Section 414(p) of the Code is any judgment, decree or order, including the approval of a property settlement agreement, provided that the QDRO must create or recognize the existence of the Alternate Payee’s right to receive all or a portion of the benefits payable to a Participant under the Plan. Further, since the Plan is a governmental plan, as defined in Section 414(d) of the Code, a distribution or payment from the Plan will be treated as made pursuant to a QDRO if it is made pursuant to a domestic relations order which meets the requirements of Section 414(p)(1)(A)(i) of the Code which creates or recognizes the existence of an Alternate Payee’s right to, or assigns to an Alternate Payee the right to, receive all or a portion of the benefits payable with respect to a Participant under the Plan.

Effective on or after April 6, 2007, a domestic relations order that otherwise satisfies the requirements for a QDRO will not fail to be a QDRO: (i) solely because the order is issued after, or revises, another domestic relations order or QDRO; or (ii) solely because of the time at which the order is issued, including issuance after the annuity starting date or after the Participant’s death.

(c) Time for Payment of Benefits Under a QDRO. In the event that the institution is in receipt of a QDRO which requires that the Institution make such distribution, and such QDRO otherwise satisfies the provisions of this Section and Section 414(p)(1)(A)(i) of the Code, then, the Institution shall make the distribution to the Alternate Payee within a reasonable time following the date on which the Institution has (1) received the QDRO and (2) determined that the QDRO satisfies the requirements of this Section and Section 414(p)(1)(A)(i) of the Code unless the Alternate Payee elects otherwise. Distributions will be made in the manner as provided in the Plan and such distributions will be subject to any restrictions on distributions contained in any Funding vehicle under the Plan. The failure of an Alternate Payee to submit an application for a distribution shall be deemed an election to defer commencement of benefits

under this Plan. Provided, for purposes of determining the value of the Participant's benefit which is to be distributed pursuant to such QDRO, the Institution shall determine the Participant's benefit as of the valuation date specified in the QDRO or, if no date is so specified, then as of the valuation date coinciding with or first preceding the payment date specified in the QDRO. Provided further, any distribution made pursuant to this Section shall be deemed to be made pursuant to the occurrence of a "stated event." The Institution shall not treat any judgment, order or decree as a QDRO unless it meets all of the requirements set forth in Subsection (b) and this Subsection (c) hereof and is sufficiently precise and unambiguous so as to preclude any interpretative disputes. If the QDRO meets these requirements, the Institution shall follow the terms of the QDRO whether or not this Plan has been joined as a party to the litigation out of which the QDRO arises.

8.3 USERRA. For purposes of determining a Participant's service under the Plan, any military service in the Armed Forces of the United States during which his employment and reemployment rights are guaranteed by federal law, including the Uniformed Services Employment and Reemployment Act of 1994 ("USERRA") shall be recognized as service; provided, such Participant must apply for reemployment with the Institution after such separation from military service within the time prescribed by USERRA or other applicable federal law.

ARTICLE IX ADMINISTRATION

9.1 Allocation of Responsibility Among Fiduciaries for Plan and Trust Administration. The fiduciaries shall have only those specific powers, duties, responsibilities and obligations as are specifically given them under the Plan or the Trust. In general, the Institution shall have the sole responsibility for (i) appointing and removing Trustees, and (ii) amending or terminating, in whole or in part, this Plan or the Trust. The Plan Administrator shall have the sole responsibility for the administration of this Plan, which responsibility is specifically described in this Plan and the Trust Agreement. The Trustees shall have the sole responsibility for (i) the administration of the Trust and (ii) the management of the assets held under the Trust, all as specifically provided in the Trust Agreement. Each fiduciary may rely upon any such direction, information or action of another fiduciary as being proper under this Plan or the Trust, and is not required to inquire into the propriety of any such direction, information or action. It is intended that each fiduciary shall be responsible for the proper exercise of such fiduciary's own powers, duties, responsibilities and obligations under this Plan and the Trust and to the extent permitted by law shall not be responsible for any act or failure to act of another fiduciary. No fiduciary guarantees the Trust fund in any manner against investment loss or depreciation in asset value.

9.2 Appointment of Plan Administrator. The Plan shall be administered by the Plan Administrator.

9.3 Other Committee Powers and Duties. The Plan Administrator shall have such authority and powers as may be necessary to discharge his duties hereunder, including, but not by way of limitation, the following:

(a) to construe and interpret the Plan in its sole discretion and to resolve any ambiguities with respect to any of the terms and provisions thereof as written and as applied to the operation of the Plan;

(b) to decide all questions of eligibility and determine the amount, manner and time of payment of any benefits hereunder;

(c) to prescribe procedures to be followed by Participants or Beneficiaries filing applications for benefits;

(d) prepare and distribute, in such manner as the Plan Administrator determines to be appropriate, information explaining the Plan;

(e) to receive from the Institution and from Participants and Beneficiaries such information as shall be necessary for the proper administration of the Plan;

(f) to furnish the Institution, upon request, such annual reports with respect to the administration of the Plan as are reasonable and appropriate;

(g) to receive, review and keep on file (as it deems convenient or proper) reports of the financial condition, and of the receipts and disbursements, of the Trust Fund from the Trustee;

(h) to appoint or employ individuals and any other agents it deems advisable, including legal counsel, to assist in the administration of the Plan and to render advice with respect to any fiduciary responsibility of the Plan Administrator under the Plan.

9.4 Standard of Review. The Plan Administrator (or such other party to whom duties of administration have been delegated by the Board) shall perform its duties of administration as it determines in its sole discretion is appropriate in light of the reason and purpose for which the Plan is established and maintained. In particular, the interpretation of all Plan provisions, and the determination of whether a Participant is entitled to any benefit pursuant to the terms of the Plan, shall be exercised by the Plan Administrator (or other party referred to above) in its sole discretion. Any construction of the terms of the Plan for which there is a rational basis that is adopted by the Plan Administrator (or other party referred to above) in good faith shall be final and legally binding on all parties.

(a) If a Claim is Denied. If for any reason a claim for benefits is denied, normally within 90 days, the Participant will receive a written notice containing:

The reason(s) why the claim, or a portion of it, was denied;

- Reference to Plan provisions on which the denial was based;
- What additional information, if any, is required to process the claim and why the information is necessary; and

- What steps may be taken if the Participant wants to appeal the decision.

In many cases, disagreement about benefit eligibility or amounts can be handled informally by calling the Institution's Benefits Office. If a disagreement is not resolved, there is a formal procedure the Participant can follow to have his/her claim reconsidered.

The Institution has sole authority to make final determinations regarding any application for Benefits, the interpretation of the Plan, and any administrative rules adopted by the Institution. Benefits under this Plan will be paid only if and when the Institution or persons to whom such decision-making authority has been delegated by the Institution, in their sole discretion, decide the Participant or beneficiary is entitled to Benefits under the terms of the Plan. The Institution's decisions in such matters are final and binding on all persons dealing with the Plan or claiming a Benefit from the Plan. If a decision is challenged in court, it is the intention of the Institution that the decision is to be upheld unless it is determined to be arbitrary or capricious by the court or an arbitrator having jurisdiction over such matters.

(b) Appeal of Denied Claim. The Participant may ask the Plan Administrator to review decisions involving requests for claims for Benefits.

Within 60 days after the Participant receives notice of a claim denial, or if the Participant disagrees with a determination under the Plan, the Participant may make a written request for an Administrative Review in the manner and form prescribed by the Plan Administrator.

The written request should state the reason why the claim should be reconsidered and copies of any relevant documentation, including related background information, that the claimant feels justifies a reversal of the claim denial. The Participant may also request an inspection of designated, pertinent documents on file related to the claim.

The Plan Administrator will review the request and provide the Participant with a written determination within 60 days. If the claim denial is reversed, the Plan Administrator will authorize payment of the Participant's claim. If the claim is again denied, the Participant will receive a written notice containing:

- The reason(s) why the claim, or a portion of it, was denied;
- Reference to Plan provisions on which the denial was based;
- What additional information, if any, is required; and
- What steps may be taken if you want to proceed to a Level 2 appeal.

9.5 Action of the Institution. Any act authorized, permitted, or required to be taken by the Institution under the Plan, which has not been delegated in accordance with Section 9.2, may be taken by a majority of the members of the Board, either by vote at a meeting, or in writing without a meeting. All notices, advice, directions, certifications, approvals, and instructions required or authorized to be given by the Institution under the Plan will be in writing and signed by either (i) a majority of the members of the Board, or by any member or members as may be designated by an instrument in writing, signed by all members, as having authority to

execute the documents on its behalf, or (ii) a person who becomes authorized to act for the Institution. Any action taken by the Institution which is authorized, permitted, or required under the Plan and is in accordance with a Fund Sponsor's contractual obligations are final and binding upon the Institution, and all persons who have or who claim an interest under the Plan, and all third parties dealing with the Institution.

9.6 Payment of Plan Expenses. All reasonable expenses incurred in administering the Plan shall be paid by the Trustees out of the principal or income of the Trust Fund; provided, however, that the Institution in its discretion may pay any such expenses. Without limiting the foregoing the Plan Administrator may direct the Trustee to reimburse the Institution or another fiduciary for reasonable expenses incurred in administering the Plan.

ARTICLE X AMENDMENT AND TERMINATION

10.1 Amendment and Termination. While it is expected that this Plan will continue indefinitely, the Board reserves the right at any time to amend, otherwise modify, or terminate the Plan, or to discontinue any further Contributions under the Plan, by resolution of its Board. In the event of a termination of the Plan or discontinuance of Institution Contributions, the Institution will notify all Participants of the termination.

10.2 Limitation. Notwithstanding the provisions of Section 10.1, the following conditions and limitations apply:

(a) No amendment will be made which will operate to recapture for the Institution any Contributions previously made under this Plan. However, Contributions made in contemplation of approval by the Internal Revenue Service must be returned to the Institution if the Internal Revenue Service fails to approve the Plan with respect to its initial qualification. In addition, Contributions which were made based on a mistake of fact may be returned to the Institution within one year of the date on which the Contribution was made. Notwithstanding anything herein to the contrary, Contributions which may be returned to the Institution in accordance with this Section 10.2 must be returned within one year after (i) the date of denial of the initial qualification of the Plan or (ii) the payment of a Contribution by mistake of fact.

(b) No amendment will deprive, take away, or alter any then accrued/earned benefit of any Participant insofar as Contributions which have been made under the Plan are concerned. Any determination or recommendation by the Internal Revenue Service or Institution's counsel will be sufficient as to the necessity of the amendment.

ARTICLE XI MISCELLANEOUS

11.1 Plan Non-Contractual. Nothing contained in this Plan will be construed as a commitment or agreement on the part of any person to continue his or her employment with the Institution, and nothing contained in this Plan will be construed as a commitment on the part of the Institution to continue the employment or the rate of compensation of any person for any period, and all employees of the Institution will remain subject to discharge to the same extent as if the Plan had never been put into effect.

11.2 Claims of Other Persons. The provisions of the Plan will in no event be construed as giving any Participant or any other person, firm, or corporation, any legal or equitable right against the Institution, its officers, employees, or directors, except the rights as are specifically provided for in this Plan or created in accordance with the terms and provisions of this Plan.

11.3 Governing Law. Except as provided under federal law, the provisions of the Plan are governed by and construed in accordance with the laws of the State of Oklahoma.

11.4 Merger, Consolidation, or Transfers of Plan Assets. The Plan will not be merged or, consolidated with any other Plan, nor will any of its assets or liabilities be transferred to another Plan, unless, immediately after a merger, consolidation, or transfer of assets or liabilities, each Participant would receive a benefit under the Plan which is at least equal to the benefit he or she would have received immediately prior to a merger, consolidation, or transfer of assets or liabilities (assuming in each instance that the Plan had then terminated).

11.5 Finality of Determination. All determinations with respect to eligibility, crediting of Contributions and payment of benefits under the Plan are made on the basis of the records of the Institution and shall be made by the Institution, and all determinations made are final and conclusive upon eligible Employees, Participants, former employees, and all other persons claiming a benefit interest under the Plan.

EXECUTED as of this ___ day of _____, 2015.

BOARD OF REGENTS OF THE UNIVERSITY
OF OKLAHOMA, governing Cameron University
and Rogers State University

By: _____
Name: Dr. John M. McArthur
Title: President, Cameron University

By: _____
Name: Larry Rice
Title: President, Rogers State University

**ADOPTION AGREEMENT FOR
GOVERNMENTAL VOLUME SUBMITTER 401(A) PLAN**

CAUTION: Failure to properly fill out this Adoption Agreement may result in disqualification of the Plan.

EMPLOYER INFORMATION

(An amendment to the Adoption Agreement is not needed solely to reflect a change in this Employer Information Section.)

1. EMPLOYER'S NAME, ADDRESS, TELEPHONE NUMBER, TIN AND FISCAL YEAR

Name: Board of Regents of the University of Oklahoma

Address: 600 Parrington Oval, Room 213

Street

Oklahoma City Oklahoma 73109

City

State

Zip

Telephone: 405-325-4122

Taxpayer Identification Number (TIN): 73-1377584

Employer's Fiscal Year ends: 06

2. TYPE OF GOVERNMENTAL ENTITY. This Plan may only be adopted a state or local governmental entity, or agency thereof, including an Indian tribal government and may not be adopted by any other entity, including a federal government and any agency or instrumentality thereof.

- a. State government or state agency
- b. County or county agency
- c. Municipality or municipal agency
- d. Indian tribal government (see Note below)
- e. Other: _____

NOTE: An Indian tribal government may only adopt this Plan if such entity is defined under Code §7701(a)(40), is a subdivision of an Indian tribal government as determined in accordance with Code §7871(d), or is an agency or instrumentality of either, and all of the Participants under this Plan employed by such entity substantially perform services as an Employee in essential governmental functions and not in the performance of commercial activities (whether or not an essential government function).

3. PARTICIPATING EMPLOYERS (Plan Section 1.38). Will any other Employers adopt this Plan as Participating Employers?

- a. No
- b. Yes

PLAN INFORMATION

(An amendment to the Adoption Agreement is not needed solely to reflect a change in the information in Questions 9. through 10.)

4. PLAN NAME:

Cameron University Special Defined Contribution Retirement Plan

5. PLAN STATUS

- a. New Plan
- b. Amendment and restatement of existing Plan
PPA RESTATEMENT (leave blank if not applicable)
 - 1. This is an amendment and restatement to bring a plan into compliance with the Pension Protection Act of 2006 ("PPA") and other legislative and regulatory changes (i.e., the 6-year pre-approved plan restatement).

6. EFFECTIVE DATE (Plan Section 1.16) (complete a. if new plan; complete a. AND b. if an amendment and restatement)

Initial Effective Date of Plan

a. 01/01/2011 (enter month day, year) (hereinafter called the "Effective Date" unless 6.b. is entered below)

Restatement Effective Date. If this is an amendment and restatement, the effective date of the restatement (hereinafter called the "Effective Date") is:

b. 07/01/2015 (enter month day, year; may enter a restatement date that is the first day of the current Plan Year. Plan contains appropriate retroactive effective dates with respect to provisions for appropriate laws.)

2. The individual Trustee(s) will serve as Directed Trustee over the following assets: _____
Individual Trustee will serve as Directed Trustee (may not be selected with d.1. or d.2.)
3. over all Plan assets
- e. Discretionary Trustee exceptions (leave blank if no exceptions):
Discretionary Trustee over specified Plan assets (select all that apply; leave blank if none apply)
1. The individual Trustee(s) will serve as Discretionary Trustee over the following assets: _____
2. The corporate Trustee will serve as Discretionary Trustee over the following assets: _____
Corporate Trustee will serve as Discretionary Trustee (may not be selected with e.1. or e.2.)
3. over all Plan assets

Separate trust. Will a separate trust agreement that is approved by the IRS for use with this Plan be used?

- f. No
g. Yes

NOTE: If Yes is selected, an executed copy of the trust agreement between the Trustee and the Employer must be attached to this Plan. The Plan and trust agreement will be read and construed together. The responsibilities, rights and powers of the Trustee will be those specified in the trust agreement.

10. **ADMINISTRATOR'S NAME, ADDRESS AND TELEPHONE NUMBER**
(If none is named, the Employer will be the Administrator (Plan Section 1.2).)

- a. Employer (use Employer address and telephone number)
b. Other:

Name: _____

Address: _____
Street
_____ City _____ State _____ Zip

Telephone: _____

11. **CONTRIBUTION TYPES**

The selections made below must correspond with the selections made under the Contributions and Allocations Section of this Adoption Agreement.

FROZEN PLAN OR CONTRIBUTIONS HAVE BEEN SUSPENDED (Plan Section 4.1(c)) (optional)

- a. This is a frozen Plan (i.e., all contributions cease) (if this is a temporary suspension, select a.2):
1. All contributions ceased as of, or prior to, the effective date of this amendment and restatement and the prior Plan provisions are not reflected in this Adoption Agreement (may enter effective date at 3. below and/or select contributions at b. - f. (optional), skip questions 12-18 and 22-29)
2. All contributions ceased or were suspended and the prior Plan provisions are reflected in this Adoption Agreement (must enter effective date at 3. below and select contributions at b. - f.)
- Effective date**
3. as of _____ (effective date is optional unless a.2. has been selected above or this is the amendment or restatement to freeze the Plan).

CONTRIBUTIONS

The Plan permits the following contributions (select one or more):

- b. **Employer contributions other than matching** (Questions 24-25)
1. This Plan qualifies as a Social Security Replacement Plan (Question 24.e. must be selected)
- c. **Employer matching contributions** (Questions 26-28)
- d. **Mandatory Employee contributions** (Question 31)
- e. **After-tax voluntary Employee contributions** (Question 32)
- f. **Rollover contributions** (Question 39)

ELIGIBILITY REQUIREMENTS

12. **ELIGIBLE EMPLOYEES** (Plan Section 1.17) means all Employees (including Leased Employees) EXCEPT those Employees who are excluded below or elsewhere in the Plan:

- a. **No excluded Employees.** There are no additional excluded Employees under the Plan (skip to Question 13).
- b. **Exclusions.** The following Employees are not Eligible Employees for Plan purposes (select one or more):
1. Union Employees (as defined in Plan Section 1.17)
2. Nonresident aliens (as defined in Plan Section 1.17)
3. Leased Employees (Plan Section 1.28)
4. Part-time/temporary/seasonal Employees. A part-time, temporary or seasonal Employee is an Employee whose regularly scheduled service is less than _____ Hours of Service in the relevant eligibility

computation period (as defined in Plan Section 1.54). However, if any such excluded Employee actually completes a Year of Service, then such Employee will no longer be part of this excluded class.

5. Other: All Employees other than the President of Cameron University (must be definitely determinable under Regulations §1.401-1(b). Exclusions may be employment title specific but may not be by individual name nor result in only a finite group of individuals (e.g., excluding anyone hired after 12/31/12.)

13. **CONDITIONS OF ELIGIBILITY (Plan Section 3.1)**

- a. **No age or service required.** No age or service required for all Contribution Types (skip to Question 14).
b. **Eligibility.** An Eligible Employee will be eligible to participate in the Plan upon satisfaction of the following (complete c. and d., select e. and f. if applicable):

Eligibility Requirements

c. **Age Requirement**

1. No age requirement
2. Age 20 1/2
3. Age 21
4. Age _____ (may not exceed 26)

d. **Service Requirement**

1. No service requirement
2. _____ (not to exceed 60) months of service (elapsed time)
3. 1 Year of Service
4. _____ (not to exceed 5) Years of Service
5. _____ consecutive month period from the Eligible Employee's employment commencement date and during which at least _____ Hours of Service are completed.
6. _____ consecutive months of employment from the Eligible Employee's employment commencement date.
7. Other: _____ (e.g., date on which 1,000 Hours of Service is completed within the computation period) (must satisfy the Notes below)

NOTE: If c.4. or d.7. is selected, the condition must be an age or service requirement that is definitely determinable and may not exceed age 26 and may not exceed 5 Years of Service.

NOTE: Year of Service means Period of Service if elapsed time method is chosen.

Waiver of conditions. The service and/or age requirements specified above will be waived in accordance with the following (leave blank if there are no waivers of conditions):

- e. If employed on _____ the following requirements, and the entry date requirement, will be waived. The waiver applies to any Eligible Employee unless 3. selected below. Such Employees will enter the Plan as of such date (select 1. and/or 2. AND 3. if applicable):
1. service requirement (may let part-time Eligible Employees into the Plan)
 2. age requirement
 3. waiver is for: _____

Amendment or restatement to change eligibility requirements

- f. This amendment or restatement (or a prior amendment and restatement) modified the eligibility requirements and the prior eligibility conditions continue to apply to the Eligible Employees specified below. If this option is NOT selected, then all Eligible Employees must satisfy the eligibility conditions set forth above.
1. The eligibility conditions above only apply to Eligible Employees who were not Participants as of the effective date of the modification.
 2. The eligibility conditions above only apply to individuals who were hired on or after the effective date of the modification.

14. **EFFECTIVE DATE OF PARTICIPATION (ENTRY DATE) (Plan Section 3.2)**

An Eligible Employee who has satisfied the eligibility requirements will become a Participant in the Plan as of the:

- a. date such requirements are met
- b. first day of the month coinciding with or next following the date on which such requirements are met
- c. first day of the Plan Year quarter coinciding with or next following the date on which such requirements are met
- d. earlier of the first day of the Plan Year or the first day of the seventh month of the Plan Year coinciding with or next following the date on which such requirements are met
- e. first day of the Plan Year coinciding with or next following the date on which such requirements are met (Eligibility must be six months of service (or 1 1/2 Years (or Periods) of Service if 100% immediate vesting is selected) or less and age must be 20 1/2 or less.)
- f. first day of the Plan Year in which such requirements are met
- g. first day of the Plan Year in which such requirements are met, if such requirements are met in the first 6 months of the Plan Year, or as of the first day of the next succeeding Plan Year if such requirements are met in the last 6 months of the Plan Year.
- h. other: _____ (must be definitely determinable)

SERVICE

15. RECOGNITION OF SERVICE WITH OTHER EMPLOYERS (Plan Sections 1.39 and 1.54)
- a. No service with other employers is recognized except as otherwise required by law (e.g., the Plan already provides for the recognition of service with Employers who have adopted this Plan as well as service with Affiliated Employers and predecessor Employers who maintained this Plan; skip to Question 16).
- b. Prior service with the designated employers is recognized as follows (answer c. and select one or more of c.1. - 3.; select d. - f. as applicable) (if more than 3 employers, attach an addendum to the Adoption Agreement or complete option h. under Section B of Appendix A):

Other Employer	Eligibility	Vesting	Contribution Allocation
c. <input type="checkbox"/> Employer name: _____	1. <input type="checkbox"/>	2. <input type="checkbox"/>	3. <input type="checkbox"/>
d. <input type="checkbox"/> Employer name: _____	1. <input type="checkbox"/>	2. <input type="checkbox"/>	3. <input type="checkbox"/>
e. <input type="checkbox"/> Employer name: _____	1. <input type="checkbox"/>	2. <input type="checkbox"/>	3. <input type="checkbox"/>

Limitations

- f. The following provisions or limitations apply with respect to the recognition of prior service: _____
(e.g., credit service with X only on/following 1/1/13)
1. 2. 3.

NOTE: If the other Employer(s) maintained this qualified Plan, then Years (and/or Periods) of Service with such Employer(s) must be recognized pursuant to Plan Sections 1.39 and 1.54 regardless of any selections above.

16. SERVICE CREDITING METHOD (Plan Sections 1.39 and 1.54)

NOTE: If no selections are made in this Section, then the provisions set forth in the definition of Year of Service in Plan Section 1.54 will apply, including the following defaults:

1. A Year of Service means completion of at least 1,000 Hours of Service during the applicable computation period.
2. Hours of Service (Plan Section 1.24) will be based on actual Hours of Service.
3. For eligibility purposes, the computation period will be as defined in Plan Section 1.54 (i.e., shift to the Plan Year if the eligibility condition is one (1) Year of Service or less).
4. For vesting and allocation purposes, the computation period will be the Plan Year.

- a. **Elapsed time method.** (Period of Service applies instead of Year of Service) Instead of Hours of Service, elapsed time will be used for:
1. all purposes (skip to Question 17)
 2. the following purposes (select one or more):
 - a. eligibility to participate
 - b. vesting
 - c. sharing in allocations or contributions
- b. **Alternative definitions for the Hours of Service method.** Instead of the defaults, the following alternatives will apply for the Hours of Service method (select one or more):
1. **Eligibility computation period.** Instead of shifting to the Plan Year, the eligibility computation period after the initial eligibility computation period will be based on each anniversary of the date the Employee first completes an Hour of Service
 2. **Vesting computation period.** Instead of the Plan Year, the vesting computation period will be the date an Employee first performs an Hour of Service and each anniversary thereof.
 3. **Equivalency method.** Instead of using actual Hours of Service, an equivalency method will be used to determine Hours of Service for:
 - a. all purposes
 - b. the following purposes (select one or more):
 1. eligibility to participate
 2. vesting
 3. sharing in allocations or contributions

Such method will apply to:

 - c. all Employees
 - d. Employees for whom records of actual Hours of Service are not maintained or available (e.g., salaried Employees)
 - e. other: _____ (e.g., per-diem Employees only)

Hours of Service will be determined on the basis of:

- f. days worked (10 hours per day)
- g. weeks worked (45 hours per week)
- h. semi-monthly payroll periods worked (95 hours per semi-monthly pay period)
- i. months worked (190 hours per month)
- j. bi-weekly payroll periods worked (90 hours per bi-weekly pay period)
- k. other: _____ (e.g., option f. is used for per-diem Employees and option g. is used for on-call Employees).

- 4. **Number of Hours of Service required.** Instead of 1,000 Hours of Service, Year of Service means the applicable computation period during which an Employee has completed at least _____ (not to exceed 1,000) Hours of Service for:
 - a. all purposes
 - b. the following purposes (select one or more):
 - 1. eligibility to participate
 - 2. vesting
 - 3. sharing in allocations or contributions

VESTING

17. VESTING OF PARTICIPANT’S INTEREST – EMPLOYER CONTRIBUTIONS (Plan Section 6.4(b))

- a. N/A (no Employer contributions; skip to Question 19)
- b. The vesting provisions selected below apply. Section B of Appendix A can be used to specify any exceptions to the provisions below.

NOTE: The Plan provides that contributions for converted sick leave and/or vacation leave are fully Vested.

Vesting for Employer contributions other than matching contributions

- c. N/A (no Employer contributions (other than matching contributions); skip to f.)
- d. 100% vesting. Participants are 100% Vested in Employer contributions (other than matching contributions) upon entering Plan.
- e. The following vesting schedule, based on a Participant’s Years of Service (or Periods of Service if the elapsed time method is selected), applies to Employer contributions (other than matching contributions):
 - 1. 6 Year Graded: 0-1 year-0%; 2 years-20%; 3 years-40%; 4 years-60%; 5 years-80%; 6 years-100%
 - 2. 4 Year Graded: 1 year-25%; 2 years-50%; 3 years-75%; 4 years-100%
 - 3. 5 Year Graded: 1 year-20%; 2 years-40%; 3 years-60%; 4 years-80%; 5 years-100%
 - 4. Cliff: 100% vesting after _____ (not to exceed 15) years
 - 5. Other graded vesting schedule (must provide for full vesting no later than 15 years of service; add additional lines as necessary)

Years (or Periods) of Service	Percentage
_____	_____%
_____	_____%
_____	_____%
_____	_____%
_____	_____%
_____	_____%

Vesting for Employer matching contributions

- f. N/A (no Employer matching contributions)
- g. The schedule above will also apply to Employer matching contributions.
- h. 100% vesting. Participants are 100% Vested in Employer matching contributions upon entering Plan.
- i. The following vesting schedule, based on a Participant’s Years of Service (or Periods of Service if the elapsed time method is selected), applies to Employer matching contributions:
 - 1. 6 Year Graded: 0-1 year-0%; 2 years-20%; 3 years-40%; 4 years-60%; 5 years-80%; 6 years-100%
 - 2. 4 Year Graded: 1 year-25%; 2 years-50%; 3 years-75%; 4 years-100%
 - 3. 5 Year Graded: 1 year-20%; 2 years-40%; 3 years-60%; 4 years-80%; 5 years-100%
 - 4. Cliff: 100% vesting after _____ (not to exceed 15) years
 - 5. Other graded vesting schedule (must provide for full vesting no later than 15 years of service; add additional lines as necessary)

Years (or Periods) of Service	Percentage
_____	_____%
_____	_____%
_____	_____%
_____	_____%
_____	_____%
_____	_____%

18. VESTING OPTIONS

Excluded vesting service. The following Years of Service will be disregarded for vesting purposes (select all that apply; leave blank if none apply):

- a. Service prior to the initial Effective Date of the Plan or a predecessor plan (as defined in Regulations §1.411(a)-5(b)(3))
- b. Service prior to the computation period in which an Employee has attained age _____.
- c. Service during a period for which an Employee did not make mandatory Employee contributions.

Vesting for death, Total And Permanent Disability and Early Retirement Date. Regardless of the vesting schedule, a Participant will become fully Vested upon (select all that apply; leave blank if none apply):

- d. Death
- e. Total and Permanent Disability
- f. Early Retirement Date

RETIREMENT AGES

19. NORMAL RETIREMENT AGE (“NRA”) (Plan Section 1.32) means:

- a. **Specific age.** The date a Participant attains age 62 (may not exceed 65)
- b. **Age/participation.** The later of the date a Participant attains age _____ (may not exceed 65) or the _____ (may not exceed 10th) anniversary of the first day of the Plan Year in which participation in the Plan commenced

Qualified police or firefighters. Normal Retirement Age for public safety employees (as defined in Code §72(t)(1)) (leave blank if not applicable)

- c. Age _____ (may not be less than 40)

20. NORMAL RETIREMENT DATE (Plan Section 1.33) means, with respect to any Participant, the:

- a. date on which the Participant attains “NRA”
- b. first day of the month coinciding with or next following the Participant’s “NRA”
- c. first day of the month nearest the Participant’s “NRA”
- d. Anniversary Date coinciding with or next following the Participant’s “NRA”
- e. Anniversary Date nearest the Participant’s “NRA”
- f. Other: _____ (e.g., first day of the month following the Participant’s “NRA”).

21. EARLY RETIREMENT DATE (Plan Section 1.15)

- a. N/A (no early retirement provision provided)
- b. Early Retirement Date means the:
 - 1. date on which a Participant satisfies the early retirement requirements
 - 2. first day of the month coinciding with or next following the date on which a Participant satisfies the early retirement requirements
 - 3. Anniversary Date coinciding with or next following the date on which a Participant satisfies the early retirement requirements

Early retirement requirements

- 4. Participant attains age _____
AND, completes.... (leave blank if not applicable)
 - a. at least _____ Years (or Periods) of Service for vesting purposes
 - b. at least _____ Years (or Periods) of Service for eligibility purposes
- c. Early Retirement Date means: _____ (must be definitely determinable)

COMPENSATION

22. COMPENSATION with respect to any Participant is defined as follows (Plan Sections 1.10 and 1.23).

Base definition

- a. Wages, tips and other compensation on Form W-2
- b. Code §3401(a) wages (wages for withholding purposes)
- c. 415 safe harbor compensation

NOTE: Plan Section 1.23(c) provides that the base definition of Compensation includes deferrals that are not included in income due to Code §§401(k), 125, 132(f)(4), 403(b), 402(h)(1)(B)(SEP), 414(h)(2), & 457.

Determination period. Compensation will be based on the following “determination period” (this will also be the Limitation Year unless otherwise elected at option f. under Section B of Appendix A):

- d. the Plan Year
- e. the Fiscal Year coinciding with or ending within the Plan Year
- f. the calendar year coinciding with or ending within the Plan Year

Adjustments to Compensation (for Plan Section 1.10). Compensation will be adjusted by:

g. **No adjustments** (skip to i. below)

h. **Adjustments.** Compensation will be adjusted by (select all that apply):

1. excluding salary reductions (401(k), 125, 132(f)(4), 403(b), SEP, 414(h)(2) pickup, & 457)
2. excluding reimbursements or other expense allowances, fringe benefits (cash or non-cash), moving expenses, deferred compensation (other than deferrals specified in 1. above) and welfare benefits.
3. excluding Compensation paid during the "determination period" while not a Participant in the Plan.
4. excluding Military Differential Pay
5. excluding overtime
6. excluding bonuses
7. other: _____ (e.g., describe Compensation from the elections available above or a combination thereof as to a Participant group (e.g., no exclusions as to Division A Employees and exclude bonuses as to Division B Employees); and/or describe another exclusion (e.g., exclude shift differential pay)).

Military Differential Pay Special Effective Date (leave blank if not applicable)

i. If this is a PPA restatement and the provisions above regarding Military Differential Pay (included unless h.4. is selected) have a later effective date than Plan Years beginning after December 31, 2008, then enter the date such provisions were first effective: _____ (may not be earlier than January 1, 2009; for Plan Years beginning prior to January 1, 2009, Military Differential Pay is treated in accordance with the post-severance Compensation provisions in the following Question).

23. **POST-SEVERANCE COMPENSATION (415 REGULATIONS)**

The following optional provision of the 415 Regulations will apply to Limitation Years beginning on or after July 1, 2007 unless otherwise elected below:

415 Compensation (post-severance compensation adjustments) (select all that apply at a.; leave blank if none apply)

NOTE: Unless otherwise elected under a. below, the following defaults apply: 415 Compensation will **include** (to the extent provided in Plan Section 1.23), post-severance regular pay, leave cash-outs and payments from nonqualified unfunded deferred compensation plans.

a. The defaults listed above apply except for the following (select one or more):

1. Leave cash-outs will be **excluded**
2. Nonqualified unfunded deferred compensation will be **excluded**
3. Military Differential Pay will be **included** (Plan automatically includes for Limitation Years beginning after December 31, 2008)
4. Disability continuation payments will be **included**

Plan Compensation (post-severance compensation adjustments)

b. **Defaults apply.** Compensation will **include** (to the extent provided in Plan Section 1.10 and to the extent such amounts would be included in Compensation if paid prior to severance of employment) post-severance regular pay, leave cash-outs, and payments from nonqualified unfunded deferred compensation plans.

c. **Exclude all post-severance compensation.** Exclude all post-severance compensation for allocation purposes.

d. **Post-severance adjustments.** The defaults listed at b. apply except for the following (select one or more):

1. Exclude all post-severance compensation
2. Regular pay will be **excluded**
3. Leave cash-outs will be **excluded**
4. Nonqualified unfunded deferred compensation will be **excluded**
5. Military Differential Pay will be **included**
6. Disability continuation payments will be **included**

NOTE: The above treatment of Military Differential Pay only applies to Plan Years beginning prior to January 1, 2009. For Plan Years beginning after such date, Military Differential Pay is not considered post-severance compensation and the provisions of Question 23 apply.

Post-severance compensation special effective date (leave blank if not applicable)

e. If this is a PPA restatement and the post-severance compensation adjustments above for 415 Compensation or Plan Compensation applied other than the first day of the Plan Year beginning on or after July 1, 2007, then enter the date such provisions were first effective: _____

CONTRIBUTIONS AND ALLOCATIONS

24. **EMPLOYER CONTRIBUTIONS (OTHER THAN MATCHING CONTRIBUTIONS)** (Plan Section 4.1(b)(3)) (skip to Question 26 if Employer contributions are NOT selected at Question 11.b.)

CONTRIBUTION FORMULA (select one or more of the following contribution formulas:)

a. **Discretionary contribution (no groups)**, to be determined by the Employer. Any such contribution will be allocated to each Participant eligible to share in allocations in the same ratio as each Participant's Compensation bears to the total of such Compensation of all Participants.

b. **Discretionary contribution (Grouping method).** The Employer may designate a discretionary contribution to be made on behalf of each Participant group selected below (only select 1. or 2.). The groups must be clearly defined in a manner that will not violate the definite predetermined allocation formula requirement of Reg. §1.401-1(b)(1)(ii).

1. Each Participant constitutes a separate classification.
2. Participants will be divided into the following classifications with the allocation methods indicated under each classification.

Definition of classifications. Define each classification and specify the method of allocating the contribution among members of each classification. Classifications specified below must be clearly defined in a manner that will not violate the definitely determinable allocation requirement of Regulation §1.401-1(b)(1)(ii).

Classification A will consist of _____
The allocation method will be: pro rata based on Compensation
 equal dollar amounts (per capita)

Classification B will consist of _____
The allocation method will be: pro rata based on Compensation
 equal dollar amounts (per capita)

Classification C will consist of _____
The allocation method will be: pro rata based on Compensation
 equal dollar amounts (per capita)

Classification D will consist of _____
The allocation method will be: pro rata based on Compensation
 equal dollar amounts (per capita)

Additional Classifications: _____ (specify the classifications and which of the above allocation methods (pro rata or per capita) will be used for each classification).

NOTE: If more than four (4) classifications, the additional classifications and allocation methods may be attached as an addendum to the Adoption Agreement or may be entered under Additional Classifications above.

Determination of applicable group. If a Participant shifts from one classification to another during a Plan Year, then unless selected below, the Participant is in a classification based on the Participant's status as of the last day of the Plan Year, or if earlier, the date of termination of employment. If selected below, the Administrator will apportion the Participant's allocation during a Plan Year based on the following:

- a. Beginning of Plan Year. The classification will be based on the Participant's status as of the beginning of the Plan Year.
- b. Months in each classification. Pro rata based on the number of months the Participant spent in each classification.
- c. Days in each classification. Pro rata based on the number of days the Participant spent in each classification.
- d. One classification only. The Employer will direct the Administrator to place the Participant in only one classification for the entire Plan Year during which the shift occurs.

c. **Fixed contribution** equal to (only select one):

1. _____% of each Participant's Compensation for each:
 - a. Plan Year
 - b. calendar quarter
 - c. month
 - d. pay period
 - e. week
2. \$_____ per Participant.
3. \$_____ per Hour of Service worked while an Eligible Employee
 - a. up to _____ hours (leave blank if no limit)

d. **Sick leave/vacation leave conversion.** The Employer will contribute an amount equal to an Employee's current hourly rate of pay multiplied by the Participant's number of unused accumulated sick leave and/or vacation days (as selected below). Only unpaid sick and vacation leave for which the Employee has no right to receive in cash may be included. In no event will the Employer's contribution for the Plan Year exceed the maximum contribution permitted under Code §415(c).

The following may be converted under the Plan: (select one or both):

1. Sick leave
2. Vacation leave

Eligible Employees. Only the following Participants shall receive the Employer contribution for sick leave and/or vacation leave (select 3. and/or 4; leave blank if no limitations provided, however, that this Plan may not be used to only provide benefits for terminated Employees)

3. **Former Employees.** All Employees terminating service with the Employer during the Plan Year and who have satisfied the eligibility requirements based on the terms of the Employer's accumulated benefits plans checked below (select all that apply; leave blank if no exclusions):
- a. The Former Employee must be at least age _____ (e.g., 55)
 - b. The value of the sick and/or vacation leave must be at least \$ _____ (e.g., \$2,000)
 - c. A contribution will only be made if the total hours is over _____ (e.g., 10) hours
 - d. A contribution will not be made for hours in excess of _____ (e.g., 40) hours
4. **Active Employees.** Active Employees who have not terminated service during the Plan Year and who meet the following requirements (select all that apply; leave blank if no exclusions):
- a. The Employee must be at least age _____ (e.g., 55)
 - b. The value of the sick and/or vacation leave must be at least \$ _____ (e.g., \$2,000)
 - c. A contribution will only be made if the total hours is over _____ (e.g., 10) hours
 - d. A contribution will not be made for hours in excess of _____ (e.g., 40) hours

- e. **Social Security Replacement Plan.** An amount equal to 7.5% of the Participant's Compensation for the entire Plan Year, reduced by Employee and Employer contributions to this Plan actually contributed to the Participant's Account during such Plan Year. (may only be selected if Question 11.b.1. has also been selected)

Include only part-time, seasonal and temporary Employees (leave blank if not applicable)

1. Regardless of any other provision in this to the contrary, the contribution above will only be made for part-time, seasonal, or temporary Employees who are not otherwise covered by another qualifying public retirement system as defined for purposes of Regulation §31.3121(b)(7)-2.
- f. Other: _____ (the formula described must satisfy the definitely determinable requirement under Regulations §1.401-1(b)).

25. ALLOCATION CONDITIONS (Plan Section 4.3). If 24.a., b., c. or f. is selected above, indicate requirements to share in allocations of Employer contributions (select a. OR b. and all that apply at c. - e.)

- a. **No conditions.** All Participants share in the allocations regardless of service completed during the Plan Year or employment status on the last day of the Plan Year (skip to Question 26).

- b. **Allocation conditions apply** (select one of 1. - 5. AND one of 6. - 9. below)

Conditions for Participants NOT employed on the last day of the Plan Year

- 1. A Participant must complete at least _____ (not to exceed 1,000) Hours of Service (or _____ (not to exceed 12) months of service if the elapsed time method is selected).
- 2. A Participant must complete a Year of Service (or Period of Service if the elapsed time method is selected).
- 3. Participants will NOT share in the allocations, regardless of service.
- 4. Participants will share in the allocations, regardless of service.
- 5. Other: _____ (must be definitely determinable, not subject to Employer discretion and may not require more than one Year of Service (or Period of Service if the elapsed time method is selected)).

Conditions for Participants employed on the last day of the Plan Year

- 6. No service requirement.
- 7. A Participant must complete a Year of Service (or Period of Service if the elapsed time method is selected).
- 8. A Participant must complete at least _____ (not to exceed 1,000) Hours of Service during the Plan Year.
- 9. Other: _____ (must be definitely determinable, not subject to Employer discretion and may not require more than one Year of Service (or Period of Service if the elapsed time method is selected)).

Waiver of conditions for Participants NOT employed on the last day of the Plan Year. If b.1., 2., 3., or 5. is selected, Participants who are not employed on the last day of the Plan Year in which one of the following events occur will be eligible to share in the allocations regardless of the above conditions (select all that apply; leave blank if none apply):

- c. Death
- d. Total and Permanent Disability
- e. Termination of employment on or after Normal Retirement Age
 - 1. or Early Retirement Date

26. EMPLOYER MATCHING CONTRIBUTIONS (Plan Section 4.1(b)(2)). (skip to Question 29 if matching contributions are NOT selected at Question 11.c.) The Employer will (or may with respect to any discretionary contribution) make the following matching contributions:

- A. **Elective deferrals taken into account.** For purposes of applying the matching contribution provisions below, elective deferrals include elective deferral (pre-tax and Roth) contributions to the following Employer plan(s) (insert name of Plan(s) to which the elective deferral contributions being matched will be made):

- a. **457 plan(s).** Enter Plan name: _____

b. **403(b) plan(s).** Enter Plan name: _____

NOTE: If selected at Question 32, after-tax voluntary Employee contributions are also considered elective deferrals for purposes of matching contributions.

B. Matching Formula. (select one)

c. **Fixed - uniform rate/amount.** The Employer will make matching contributions equal to _____% (e.g., 50) of the Participant's elective deferrals

1. that do not exceed _____% of a Participant's Compensation (leave blank if no limit)

Additional matching contribution (select 2. or leave blank if not applicable):

2. plus an additional matching contribution of a discretionary percentage determined by the Employer

a. but not to exceed _____% of Compensation

d. **Fixed - tiered.** The Employer will make matching contributions equal to a uniform percentage of each tier of each Participant's elective deferrals, determined as follows:

NOTE: Fill in only percentages or dollar amounts, but not both. If percentages are used, each tier represents the amount of the Participant's applicable contributions that equals the specified percentage of the Participant's Compensation (add additional tiers if necessary):

Tiers of Contributions (indicate \$ or %)	Matching Percentage
First _____	_____ %
Next _____	_____ %
Next _____	_____ %
Next _____	_____ %

e. **Fixed - Years of Service.** The Employer will make matching contributions equal to a uniform percentage of each Participant's elective deferrals based on the Participant's Years of Service (or Periods of Service if the elapsed time method is selected), determined as follows (add additional tiers if necessary):

Years (or Periods) of Service	Matching Percentage
_____	_____ %
_____	_____ %
_____	_____ %

For purposes of the above matching contribution formula, a Year (or Period) of Service means a Year (or Period) of Service for:

1. vesting purposes
2. eligibility purposes

f. **Discretionary.** The Employer may make matching contributions equal to a discretionary percentage, to be determined by the Employer, of the Participant's elective deferrals.

g. **Discretionary - tiered.** The Employer may make matching contributions equal to a discretionary percentage of a Participant's elective deferrals, to be determined by the Employer, of each tier, to be determined by the Employer. The tiers may be based on the rate of a Participant's elective deferrals or Years of Service.

h. Other: _____ (the formula described must satisfy the definitely determinable requirement under Regulations §1.401-1(b))

26A. **EXCESS PLAN**

Notwithstanding anything to the contrary herein, if the Annual Additions for a Participant under this Plan for any limitation year (which is the calendar year) cause the limitations of Section 415 of the Code to be exceeded, then such Annual Additions in excess of the limitations of Section 415 of the Code ("415 Excess Amounts") will be contributed to the Cameron University IRC Section 415(m) Plan (the "Excess Plan") and shall be administered according to the terms of the Excess Plan. The Excess Plan is intended to be a qualified governmental excess benefit arrangement as defined in Section 415(m) of the Code.

27. **MATCHING CONTRIBUTION PROVISIONS**

A. **Maximum matching contribution.** The total matching contribution made on behalf of any Participant for any Plan Year will not exceed:

- a. N/A (no Plan specific limit on the amount of matching contribution)
- b. \$_____.
- c. _____% of Compensation.

- B. **Period of determination.** The matching contribution formula will be applied on the following basis (and elective deferrals and any Compensation or dollar limitation used in determining the matching contribution will be based on the applicable period):
- d. the Plan Year
 - e. each payroll period
 - f. each month
 - g. each Plan Year quarter
 - h. each payroll unit (e.g., hour)
 - i. N/A (Plan only provides for discretionary matching contributions; i.e., f. or g. is selected above)

NOTE: For any discretionary match, the Employer will determine the calculation methodology at the time the matching contribution is determined.

True-up contributions. If e. – h. above is selected, does the Employer have the discretion to true-up the matching contribution (i.e., apply the match on a Plan Year basis)? (leave blank if not applicable).

- j. Yes

28. ALLOCATION CONDITIONS FOR MATCHING CONTRIBUTIONS (Plan Section 4.3). Select a. OR b. and all that apply of c. - h.

- a. **No conditions.** All Participants share in the allocations regardless of service completed during the Plan Year or employment status on the last day of the Plan Year (skip to Question 29).
- b. **Allocation conditions apply** (select one of 1. -5. AND one of 6. - 9. below)
Conditions for Participants NOT employed on the last day of the Plan Year.
 - 1. A Participant must complete at least _____ (not to exceed 1,000) Hours of Service (or _____ (not to exceed 12) months of service if the elapsed time method is selected).
 - 2. A Participant must complete a Year of Service (or Period of Service if the elapsed time method is selected).
 - 3. Participants will NOT share in the allocations, regardless of service.
 - 4. Participants will share in the allocations, regardless of service.
 - 5. Other: _____ (must be definitely determinable, not subject to Employer discretion and may not require more than one Year of Service (or Period of Service if the elapsed time method is selected)).

Conditions for Participants employed on the last day of the Plan Year

- 6. No service requirement.
- 7. A Participant must complete a Year of Service (or Period of Service if the elapsed time method is selected).
- 8. A Participant must complete at least _____ (not to exceed 1,000) Hours of Service during the Plan Year.
- 9. Other: _____ (must be definitely determinable, not subject to Employer discretion and may not require more than one Year of Service (or Period of Service if the elapsed time method is selected)).

Waiver of conditions for Participants NOT employed on the last day of the Plan Year. If b.1., 2., 3., or 5. is selected, Participants who are not employed on the last day of the Plan Year in which one of the following events occur will be eligible to share in the allocations regardless of the above conditions (select all that apply; leave blank if none apply):

- c. Death
- d. Total and Permanent Disability
- e. Termination of employment on or after Normal Retirement Age
 - 1. or Early Retirement Date

Conditions based on period other than Plan Year. The allocation conditions above will be applied based on the Plan Year unless otherwise selected below. If selected, the above provisions will be applied by substituting the term Plan Year with the specified period (e.g., if Plan Year quarter is selected below and the allocation condition is 250 Hours of Service per quarter, enter 250 hours (not 1000) at b.8. above).

- f. The Plan Year quarter.
- g. Payroll period.
- h. Other: _____ (must be definitely determinable and not subject to Employer discretion and may not be longer than a twelve month period).

29. FORFEITURES. See Plan Sections 1.21 and 4.3(e) regarding the timing and disposition of Forfeitures.

30. ALLOCATION OF EARNINGS (Plan Section 4.3(c))

Allocation of earnings with respect to amounts which are not subject to Participant investment direction and which are contributed to the Plan after the previous Valuation Date will be determined:

- a. N/A. (all assets in the Plan are subject to Participant investment direction)
- b. by using a weighted average based on the amount of time that has passed between the date a contribution or distribution is made and the prior Valuation Date
- c. by treating one-half of all such contributions as being a part of the Participant's nonsegregated Account balance as of the previous Valuation Date
- d. by using the method specified in Plan Section 4.3(c) (balance forward method)
- e. other: _____ (must be a definite predetermined formula)

31. MANDATORY EMPLOYEE CONTRIBUTIONS (Plan Section 4.8) (skip if mandatory Employee contributions NOT selected at Question 11.d.)
- a. An Eligible Employee must contribute to the Plan _____% (not to exceed 25%) of Compensation.
 - b. An Eligible Employee must, prior to his or her first Entry Date, make a one-time irrevocable election to contribute to the Plan from _____% (not less than 1%) to _____% (not to exceed 25%) of Compensation.
 - c. Other: _____ (must be definitely determinable)

Employer pick-up contribution. The mandatory Employee contribution is “picked up” by the Employer under Code §414(h)(2) unless elected below.

- d. The mandatory Employee contribution is not “picked-up” by the Employer.

32. AFTER-TAX VOLUNTARY EMPLOYEE CONTRIBUTIONS (Plan Section 4.9) (skip if after-tax voluntary Employee contributions NOT selected at Question 11.e.)

Matching after-tax voluntary Employee contributions. There are no Employer matching contributions on after-tax voluntary Employee contributions unless elected below.

- a. After-tax voluntary Employee contributions are considered elective deferrals for purposes of applying any matching contributions under the Plan.

DISTRIBUTIONS

33. FORM OF DISTRIBUTIONS (Plan Sections 6.5 and 6.6)

Distributions under the Plan may be made in (select all that apply; must select at least one):

- a. lump-sums
- b. substantially equal installments
- c. partial withdrawals, provided the minimum withdrawal is \$_____ (leave blank if no minimum)
- d. partial withdrawals or installments are only permitted for Participants or Beneficiaries who must receive required minimum distributions under Code §401(a)(9) except for the following (e.g., partial is not permitted for death benefits; leave blank if no exceptions):
 - 1. _____
- e. annuity: _____ (describe the form of annuity or annuities)
- f. other: In the form of a modified cash refund, single-life benefit for the life of the President, with the cost-of-living adjustment equal to the ratio of the CPI-U for the average of the April and May preceding July 1st of the applicable next Plan Year divided by the average of the CPI-U of April and May preceding the July 1st of the prior Plan Year. (must be definitely determinable and not subject to Employer discretion)

NOTE: Regardless of the above, a Participant is not required to request a withdrawal of his or her total Account for an in-service distribution, a hardship distribution, or a distribution from the Participant’s Rollover Account.

Cash or property. Distributions may be made in:

- g. cash only, except for (select all that apply; leave blank if none apply):
 - 1. insurance Contracts
 - 2. annuity Contracts
 - 3. Participant loans
- h. cash or property, except that the following limitation(s) apply: (leave blank if there are no limitations on property distributions):
 - 1. _____ (must be definitely determinable and not subject to Employer discretion)

34. CONDITIONS FOR DISTRIBUTIONS UPON SEVERANCE OF EMPLOYMENT. Distributions upon severance of employment pursuant to Plan Section 6.4(a) will not be made unless the following conditions have been satisfied:

A. Accounts in excess of \$5,000

- a. Distributions may be made as soon as administratively feasible following severance of employment.
- b. Distributions may be made as soon as administratively feasible after the last day of the Plan Year coincident with or next following severance of employment.
- c. Distributions may be made as soon as administratively feasible after the last day of the Plan Year quarter coincident with or next following severance of employment.
- d. Distributions may be made as soon as administratively feasible after the Valuation Date coincident with or next following severance of employment.
- e. Distributions may be made as soon as administratively feasible after _____ months have elapsed following severance of employment.
- f. No distributions may be made until a Participant has reached Early or Normal Retirement Date.
- g. Other: _____ (must be objective conditions which are ascertainable and may not exceed the limits of Code §401(a)(14) as set forth in Plan Section 6.7)

B. Accounts of \$5,000 or less

- h. Same as above
- i. Distributions may be made as soon as administratively feasible following severance of employment.
- j. Distributions may be made as soon as administratively feasible after the last day of the Plan Year coincident with or next following severance of employment.
- k. Other: _____ (must be objective conditions which are ascertainable and may not exceed the limits of Code §401(a)(14) as set forth in Plan Section 6.7)

C. Timing after initial distributable event. If a distribution is not made in accordance with the above provisions upon the occurrence of the distributable event, then a Participant may elect a subsequent distribution at any time after the time the amount was first distributable (assuming the amount is still distributable), unless otherwise selected below (may not be selected with 34.f. and 34.h.):

- l. Other: _____ (e.g., a subsequent distribution request may only be made in accordance with l. above (i.e., the last day of another Plan Year); must be objective conditions which are ascertainable and may not exceed the limits of Code §401(a)(14) as set forth in Plan Section 6.7)

D. Participant consent (i.e., involuntary cash-outs). Should Vested Account balances less than a certain dollar threshold be automatically distributed without Participant consent (mandatory distributions)?

NOTE: The Plan provides that distributions of amounts of \$5,000 or less are only paid as lump-sums.

- m. No, Participant consent is required for all distributions.
- n. Yes, Participant consent is required only if the distribution is over:
 - 1. \$5,000
 - 2. \$1,000
 - 3. \$_____ (less than \$1,000)

NOTE: If 2. or 3. is selected, rollovers will be included in determining the threshold for Participant consent.

Automatic IRA rollover. With respect to mandatory distributions of amounts that are \$1,000 or less, if a Participant makes no election, the amount will be distributed as a lump-sum unless selected below.

- 4. If a Participant makes no election, then the amount will be automatically rolled over to an IRA provided the amount is at least \$_____ (e.g., \$200).

E. Rollovers in determination of \$5,000 threshold. Unless otherwise elected below, amounts attributable to rollover contributions (if any) will be **included** in determining the \$5,000 threshold for timing of distributions, form of distributions, or consent rules.

- o. Exclude rollovers (rollover contributions will be **excluded** in determining the \$5,000 threshold)

NOTE: Regardless of the above election, if the Participant consent threshold is \$1,000 or less, then the Administrator must include amounts attributable to rollovers for such purpose. In such case, an election to exclude rollovers above will apply for purposes of the timing and form of distributions.

35. **DISTRIBUTIONS UPON DEATH** (Plan Section 6.8(b)(2))

Distributions upon the death of a Participant prior to the "required beginning date" will:

- a. be made pursuant to the election of the Participant or "designated Beneficiary"
- b. begin within 1 year of death for a "designated Beneficiary" and be payable over the life (or over a period not exceeding the "life expectancy") of such Beneficiary, except that if the "designated Beneficiary" is the Participant's Spouse, begin prior to December 31st of the year in which the Participant would have attained age 70 1/2
- c. be made within 5 (or if lesser _____) years of death for all Beneficiaries
- d. be made within 5 (or if lesser _____) years of death for all Beneficiaries, except that if the "designated Beneficiary" is the Participant's Spouse, begin prior to December 31st of the year in which the Participant would have attained age 70 1/2 and be payable over the life (or over a period not exceeding the "life expectancy") of such "surviving Spouse"

NOTE: The elections above must be coordinated with the Form of distributions (e.g., if the Plan only permits lump-sum distributions, then options a., b. and d. would not be applicable).

36. **OTHER PERMITTED DISTRIBUTIONS** (select all that apply; leave blank if none apply)

A. **IN-SERVICE DISTRIBUTIONS** (Plan Section 6.11)

In-service distributions will NOT be allowed (except as otherwise permitted under the Plan without regard to this provision) unless selected below (if applicable, answer a. - e.; leave blank if not applicable):

- a. In-service distributions may be made to a Participant who has not separated from service provided the following has been satisfied (select one or more):
 - 1. Age. The Participant has reached:
 - a. Normal Retirement Age
 - b. age 62
 - c. age _____
 - 2. the Participant has been a Participant in the Plan for at least _____ years (may not be less than five (5))
 - 3. the amounts being distributed have accumulated in the Plan for at least 2 years

4. other: _____ (must satisfy the definitely determinable requirement under Regulations §401-1(b); may not be subject to Employer discretion; and must be limited to a combination of items a.1. – a.3. or a Participant’s disability).

More than one condition. If more than one condition is selected above, then a Participant only needs to satisfy one of the conditions, unless selected below:

5. A Participant must satisfy each condition

NOTE: Distributions from a Transfer Account attributable to a money purchase pension plan are not permitted prior to age 62.

Account restrictions. In-service distributions are permitted from the following Participant Accounts:

- b. all Accounts

- c. only from the following Accounts (select one or more):

1. Account attributable to Employer matching contributions
2. Account attributable to Employer contributions other than matching contributions
3. Rollover Account
4. Transfer Account

Permitted from the following assets attributable to (select one or both):

- a. non-pension assets
 - b. pension assets (e.g., from a money purchase pension plan)
5. Other: _____ (specify Account(s) and conditions in a manner that satisfies the definitely determinable requirement under Regulations §1.401-1(b) and is not subject to Employer discretion)

Limitations. The following limitations apply to in-service distributions:

- d. N/A (no additional limitations)

- e. Additional limitations (select one or more):

1. The minimum amount of a distribution is \$_____.
2. No more than _____ distribution(s) may be made to a Participant during a Plan Year.
3. Distributions may only be made from Accounts which are fully Vested.
4. In-service distributions may be made subject to the following provisions: _____ (must satisfy the definitely determinable requirement under Regulations §1.401-1(b) and not be subject to Employer discretion).

B. HARDSHIP DISTRIBUTIONS (Plan Sections 6.12)

Hardship distributions will NOT be allowed (except as otherwise permitted under the Plan without regard to this provision) unless selected below (leave blank if not applicable):

- f. Hardship distributions are permitted from the following Participant Accounts:

1. all Accounts
2. only from the following Accounts (select one or more):
 - a. Account attributable to Employer matching contributions
 - b. Account attributable to Employer contributions other than matching contributions
 - c. Rollover Account
 - d. Transfer Account (other than amounts attributable to a money purchase pension plan)
 - e. Other: _____ (specify Account(s) and conditions in a manner that is definitely determinable and not subject to Employer discretion)

NOTE: Hardship distributions are NOT permitted from a Transfer Account attributable to pension assets (e.g., from a money purchase pension plan).

Additional limitations. The following limitations apply to hardship distributions:

3. N/A (no additional limitations)

4. Additional limitations (select one or more):

- a. The minimum amount of a distribution is \$_____ (may not exceed \$1,000).
- b. No more than _____ distribution(s) may be made to a Participant during a Plan Year.
- c. Distributions may only be made from Accounts which are fully Vested.
- d. A Participant does not include a Former Employee at the time of the hardship distribution.
- e. Hardship distributions may be made subject to the following provisions: _____ (must satisfy the definitely determinable requirement under Regulations §1.401-1(b) and not be subject to Employer discretion).

Beneficiary Hardship. Hardship distributions for Beneficiary expenses are NOT allowed unless otherwise selected below.

5. Hardship distributions for expenses of Beneficiaries are allowed
Special effective date (may be left blank if effective date is same as the Plan or Restatement Effective Date; select a. and, if applicable, b.)
- a. effective as of _____ (if this is a PPA restatement and the provisions were effective prior to the Restatement Effective Date, then enter the date such provisions were first effective; may not be earlier than August 17, 2006)
- b. eliminated effective as of _____.

C. AGE 62 IN-SERVICE DISTRIBUTIONS FOR TRANSFERRED MONEY PURCHASE ASSETS (Plan Section 6.15)

In-service distributions at age 62 will NOT be allowed (except as otherwise permitted under the Plan without regard to this provision) unless selected below (applies only for Transfer Accounts from a money purchase pension plan):

- g. In-service distributions will be allowed for Participants at age 62.

Special effective date. If this is a PPA restatement and the provision applied other than as of the first day of the 2007 Plan Year, then enter the date such provision was first effective: (leave blank if not applicable)

1. _____ (may not be earlier than the first day of the 2007 Plan Year).

Limitations. The following limitations apply to these in-service distributions:

2. The Plan already provides for in-service distributions and the restrictions set forth in the Plan (e.g., minimum amount of distributions or frequency of distributions) are applicable to in-service distributions at age 62.
3. N/A (no limitations)
4. The following elections apply to in-service distributions at age 62 (select one or more):
- a. The minimum amount of a distribution is \$_____ (may not exceed \$1,000).
- b. No more than _____ distribution(s) may be made to a Participant during a Plan Year.
- c. Distributions may only be made from Accounts which are fully Vested.
- d. In-service distributions may be made subject to the following provisions: _____ (must satisfy the definitely determinable requirement under Regulations §1.401-1(b) and not be subject to Employer discretion).

37. HEART ACT PROVISIONS (Plan Section 6.17)

Continued benefit accruals.

- a. Continued benefit accruals will NOT apply
- b. Continued benefit accruals will apply

Special effective date. If this is a PPA restatement and the provision applied other than as of the first day of the 2007 Plan Year, then enter the date such provision was first effective: (leave blank if not applicable)

- c. _____ (may not be earlier than the first day of the 2007 Plan Year)

Distributions for deemed severance of employment

- d. The Plan does NOT permit distributions for deemed severance of employment
- e. The Plan permits distributions for deemed severance of employment

Special effective date (may be left blank if same as Plan or Restatement Effective Date)

1. _____ (if this is a PPA restatement and the provisions were effective prior to the Restatement Effective Date, then enter the date such provisions were first effective; may not be earlier than January 1, 2007)

MISCELLANEOUS

38. LOANS TO PARTICIPANTS (Plan Section 7.6)

- a. New loans are NOT permitted.
- b. New loans are permitted.

NOTE: Regardless of whether new loans are permitted, if the Plan permits rollovers, then the Administrator may, in a uniform manner, accept rollovers of loans into this Plan.

39. ROLLOVERS (Plan Section 4.6) (skip if rollover contributions are NOT selected at 11.f.)

Eligibility. Rollovers may be accepted from all Participants who are Employees as well as the following (select all that apply; leave blank if not applicable):

- a. Any Eligible Employee, even prior to meeting eligibility conditions to be a Participant
- b. Participants who are Former Employees

Distributions. When may distributions be made from a Participant's Rollover Account?

- c. At any time
- d. Only when the Participant is otherwise entitled to a distribution under the Plan

EXHIBIT E
Governmental 401(a) Plan

The Employer and Trustee (or Insurer) hereby cause this Plan to be executed on the date(s) specified below:

EMPLOYER: Board of Regents of the University of Oklahoma

By: _____

DATE SIGNED

TRUSTEE (OR INSURER):

The signature of the Trustee or Insurer appears on a separate agreement or Contract,

OR (add additional Trustee signature lines as necessary)

TRUSTEE OR INSURER

DATE SIGNED

APPENDIX A
SPECIAL EFFECTIVE DATES AND OTHER PERMITTED ELECTIONS

A. Special effective dates (leave blank if not applicable):

- a. **Special effective date(s):** _____. For periods prior to the specified special effective date(s), the Plan terms in effect prior to its restatement under this Adoption Agreement will control for purposes of the designated provisions. A special effective date may not result in the delay of a Plan provision beyond the permissible effective date under any applicable law.

B. Other permitted elections (the following elections are optional):

- a. **No other permitted elections**

The following elections apply (select one or more):

- b. **Deemed 125 compensation** (Plan Section 1.23). Deemed 125 compensation will be included in Compensation and 415 Compensation.
- c. **Reemployed after five (5) 1-Year Breaks in Service (“rule of parity” provisions)** (Plan Section 3.5(d)). The “rule of parity” provisions in Plan Section 3.5(d) will apply for (select one or both):
 1. eligibility purposes
 2. vesting purposes
- d. **Beneficiary if no beneficiary elected by Participant** (Plan Section 6.2(e)). In the event no valid designation of Beneficiary exists, then in lieu of the order set forth in Plan Section 6.2(e), the following order of priority will be used: _____ (specify an order of beneficiaries; e.g., children per stirpes, parents, and then step-children).
- e. **Common, collective or pooled trust funds** (Plan Sections 7.2(c)(5) and/or 7.3(b)(6)). The name(s) of the common, collective or pooled trust funds available under the Plan is (are): _____.
- f. **Limitation Year** (Plan Section 1.29). The Limitation Year for Code §415 purposes will be _____ (must be a consecutive twelve month period) instead of the “determination period” for Compensation.
- g. **415 Limits when 2 defined contribution plans are maintained** (Plan Section 4.4). If any Participant is covered under another qualified defined contribution plan maintained by the Employer or an Affiliated Employer, or if the Employer or an Affiliated Employer maintains a welfare benefit fund, as defined in Code §419(e), or an individual medical account, as defined in Code §415(1)(2), under which amounts are treated as “annual additions” with respect to any Participant in this Plan, then the provisions of Plan Section 4.4(b) will apply unless otherwise specified below:
 1. Specify, in a manner that precludes Employer discretion, the method under which the plans will limit total “annual additions” to the “maximum permissible amount” and will properly reduce any “excess amounts”: _____.
- h. **Recognition of Service with other employers** (Plan Sections 1.39 and 1.54). Service with the following employers (in addition to those specified at Question 15) will be recognized as follows (select one or more):

	Eligibility	Vesting	Contribution Allocation
1. <input type="checkbox"/> Employer name: _____	a. <input type="checkbox"/>	b. <input type="checkbox"/>	c. <input type="checkbox"/>
2. <input type="checkbox"/> Employer name: _____	a. <input type="checkbox"/>	b. <input type="checkbox"/>	c. <input type="checkbox"/>
3. <input type="checkbox"/> Employer name: _____	a. <input type="checkbox"/>	b. <input type="checkbox"/>	c. <input type="checkbox"/>
4. <input type="checkbox"/> Employer name: _____	a. <input type="checkbox"/>	b. <input type="checkbox"/>	c. <input type="checkbox"/>
5. <input type="checkbox"/> Employer name: _____	a. <input type="checkbox"/>	b. <input type="checkbox"/>	c. <input type="checkbox"/>
6. <input type="checkbox"/> Employer name: _____	a. <input type="checkbox"/>	b. <input type="checkbox"/>	c. <input type="checkbox"/>

Limitations

7. The following provisions or limitations apply with respect to the recognition of prior service: _____
 (e.g., credit service with X only on/following 1/1/13)

- i. **Other vesting provisions.** The following vesting provisions apply to the Plan (select one or more):
1. **Special vesting provisions.** The following special provisions apply to the vesting provisions of the Plan: _____ (must be definitely determinable and satisfy the parameters set forth at Question 17)
 2. **Pre-amendment vesting schedule.** (Plan Section 6.4(b)). If the vesting schedule has been amended and a different vesting schedule other than the schedule at Question 17 applies to any Participants, then the following provisions apply (must select one of a. – d. AND complete e.):

Applicable Participants. The vesting schedules in Question 17 only apply to:

- a. Participants who are Employees as of _____ (enter date).
- b. Participants in the Plan who have an Hour of Service on or after _____ (enter date).
- c. Participants (even if not an Employee) in the Plan on or after _____ (enter date).
- d. Other: _____ (e.g., Participants in division A)

Vesting schedule

- e. The schedule that applies to Participants not subject to the vesting schedule in Question 17 is:

Years (or Periods) of Service	Percentage
_____	_____ %
_____	_____ %
_____	_____ %
_____	_____ %
_____	_____ %
_____	_____ %

- j. **Minimum distribution transitional rules** (Plan Section 6.8(e)(5))

NOTE: This Section does not apply to (1) a new Plan, (2) an amendment or restatement of an existing Plan that never contained the provisions of Code §401(a)(9) as in effect prior to the amendments made by the Small Business Job Protection Act of 1996 (SBJPA), or (3) a Plan where the transition rules below do not affect any current Participants.

The “required beginning date” for a Participant is:

1. April 1st of the calendar year following the year in which the Participant attains age 70 1/2. (pre-SBJPA rules continue to apply)
 2. April 1st of the calendar year following the later of the year in which the Participant attains age 70 1/2 or retires (the post-SBJPA rules), with the following exceptions (select one or both; leave blank if both applied effective as of January 1, 1996):
 - a. A Participant who was already receiving required minimum distributions under the pre-SBJPA rules as of _____ (may not be earlier than January 1, 1996) was allowed to stop receiving distributions and have them recommence in accordance with the post-SBJPA rules. Upon the commencement of distributions, if the Plan permits annuities as a form of distribution then the following apply:
 1. N/A (annuity distributions are not permitted)
 2. Upon the commencement of distributions, the original Annuity Starting Date will be retained.
 3. Upon the commencement of distributions, a new Annuity Starting Date is created.
 - b. A Participant who had not begun receiving required minimum distributions as of _____ (may not be earlier than January 1, 1996) may elect to defer commencement of distributions until retirement. The option to defer the commencement of distributions (i.e., to elect to receive in-service distributions upon attainment of age 70 1/2) applies to all such Participants unless selected below:
 1. The in-service distribution option was eliminated with respect to Participants who attained age 70 1/2 in or after the calendar year that began after the later of (1) December 31, 1998, or (2) the adoption date of the restatement to bring the Plan into compliance with the SBJPA.
- k. **Other spousal provisions** (select one or more)
1. **Definition of Spouse.** The term Spouse includes a spouse under federal law as well as the following: _____
 2. **Automatic revocation of spousal designation** (Plan Section 6.2(f)). The automatic revocation of a spousal Beneficiary designation in the case of divorce does not apply.
 3. **Timing of QDRO payment.** A distribution to an Alternate Payee shall not be permitted prior to the time a Participant would be entitled to a distribution.
- l. **Applicable law.** Instead of using the applicable laws set forth in Plan Section 9.4(a), the Plan will be governed by the laws of: _____
- m. **Total and Permanent Disability.** Instead of the definition at Plan Section 1.49, Total and Permanent Disability means: _____ (must be definitely determinable).

- n. **Permissible Trust (or Custodian) modifications.** The Employer makes the following modifications to the Trust (or Custodial) provisions as permitted under Rev. Proc. 2011-49 (or subsequent IRS guidance) (select one or more of 1. - 3. below):

NOTE: Any elections below must not: (i) conflict with any Plan provision unrelated to the Trust or Trustee; or (ii) cause the Plan to violate Code §401(a). In addition, this may not be used to substitute all of the Trust provisions in the Plan.

1. **Investments.** The Employer amends the Trust provisions relating to Trust investments as follows:

-
2. **Duties.** The Employer amends the Trust provisions relating to Trustee (or Custodian) duties as follows:

-
3. **Other administrative provisions.** The Employer amends the other administrative provisions of the Trust as follows:
-

ADMINISTRATIVE PROCEDURES

The following are optional administrative provisions. The Administrator may implement procedures that override any elections in this Section without a formal Plan amendment. In addition, modifications to these procedures will not affect an Employer's reliance on the Plan.

A. Loan Limitations. (complete only if loans to Participants are permitted; leave blank if none apply)

- a. Limitations (select one or more):
1. Loans will be treated as Participant directed investments.
 2. Loans will only be made for hardship or financial necessity as specified below (select i. or ii.)
 - a. hardship reasons specified in Plan Section 6.12
 - b. financial necessity (as defined in the loan program).
 3. The minimum loan will be \$_____.
 4. A Participant may only have _____ (e.g., one (1)) loan(s) outstanding at any time.
 5. All outstanding loan balances will become due and payable in their entirety upon the occurrence of a distributable event (other than satisfaction of the conditions for an in-service distribution (including a hardship distribution), if applicable).
 6. **Account restrictions.** Loans will only be permitted from the following Participant Accounts (select all that apply or leave blank if no limitations apply):
 - a. Account(s) attributable to Employer matching contributions
 - b. Account attributable to Employer contributions other than matching contributions
 - c. Rollover Account
 - d. Transfer Account
 - e. Other: _____
- AND**, if loans are restricted to certain accounts, the limitations of Code §72(p) will be applied:
- f. by determining the limits by only considering the restricted accounts.
 - g. by determining the limits taking into account a Participant's entire interest in the Plan.

Additional Loan Provisions (select all that apply; leave blank if none apply)

- b. **Loan payments.** Loans are repaid by (if left blank, then payroll deduction applies unless Participant is not subject to payroll (e.g., partner who only has a draw)):
1. payroll deduction
 2. ACH (Automated Clearing House)
 3. check
 - a. Only for prepayment
- c. **Interest rate.** Loans will be granted at the following interest rate (if left blank, then 3. below applies):
1. _____ percentage points over the prime interest rate
 2. _____%
 3. the Administrator establishes the rate at the time the loan is made
- d. **Refinancing.** Loan refinancing is allowed.

B. Life Insurance. (Plan Section 7.5)

- a. Life insurance may not be purchased.
- b. Life insurance may be purchased...
 1. at the option of the Administrator
 2. at the option of the Participant

Limitations

3. N/A (no limitations)
4. The purchase of initial or additional life insurance will be subject to the following limitations (select one or more):
 - a. Each initial Contract will have a minimum face amount of \$_____.
 - b. Each additional Contract will have a minimum face amount of \$_____.
 - c. The Participant has completed _____ Years (or Periods) of Service.
 - d. The Participant has completed _____ Years (or Periods) of Service while a Participant in the Plan.
 - e. The Participant is under age _____ on the Contract issue date.
 - f. The maximum amount of all Contracts on behalf of a Participant may not exceed \$_____.
 - g. The maximum face amount of any life insurance Contract will be \$_____.

C. Plan Expenses. Will the Plan assess against an individual Participant's Account certain Plan expenses that are incurred by, or are attributable to, a particular Participant based on use of a particular Plan service?

- a. No
- b. Yes

Use of Forfeitures

Forfeitures of Employer contributions other than matching contributions will be:

- c. added to the Employer contribution and allocated in the same manner
- d. used to reduce any Employer contribution
- e. allocated to all Participants eligible to share in the allocations of Employer contributions or Forfeitures in the same proportion that each Participant's Compensation for the Plan Year bears to the Compensation of all Participants for such year
- f. other: _____ (describe the treatment of Forfeitures in a manner that is definitely determinable and not subject to Employer discretion; e.g., Forfeitures attributable to transferred balances from Plan X are allocated as additional discretionary contributions only to former Plan X Participants)

Forfeitures of Employer matching contributions will be:

- g. N/A. Same as above or no Employer matching contributions.
- h. used to reduce the Employer matching contribution.
- i. used to reduce any Employer contribution.
- j. other: _____ (describe the treatment of Forfeitures in a manner that is definitely determinable and not subject to Employer discretion; e.g., Forfeitures attributable to transferred balances from Plan X are allocated as additional discretionary contributions only to former Plan X Participants)

D. Directed investments

- a. Participant directed investments are NOT permitted.
- b. Participant directed investments are permitted from the following Participant Accounts:
 - 1. all Accounts
 - 2. only from the following Accounts (select one or more):
 - a. Account attributable to Employer contributions
 - b. Rollover Account
 - c. Transfer Account
 - d. Other: _____ (specify Account(s) and conditions in a manner that is definitely determinable and not subject to Employer discretion)

E. Rollover Limitations. Will the Plan accept rollover contributions and/or direct rollovers from the sources specified below?

- a. No, Administrator determines in operation which sources will be accepted.
- b. Yes

Rollover sources. Indicate the sources of rollovers that will be accepted (select one or more)

- 1. **Direct Rollovers.** The Plan will accept a direct rollover of an eligible rollover distribution from (select one or more):
 - a. a qualified plan described in Code §401(a) (including a 401(k) plan, profit sharing plan, defined benefit plan, stock bonus plan and money purchase plan), excluding after-tax employee contributions
 - b. a qualified plan described in Code §401(a) (including a 401(k) plan, profit sharing plan, defined benefit plan, stock bonus plan and money purchase plan), including after-tax employee contributions
 - c. a plan described in Code §403(a) (an annuity plan), excluding after-tax employee contributions
 - d. a plan described in Code §403(a) (an annuity plan), including after-tax employee contributions
 - e. a plan described in Code §403(b) (a tax-sheltered annuity), excluding after-tax employee contributions
 - f. a plan described in Code §403(b) (a tax-sheltered annuity), including after-tax employee contributions
 - g. a plan described in Code §457(b) (eligible deferred compensation plan)

Direct Rollovers of Participant Loan. The Plan will NOT accept a direct rollover of a Participant loan from another plan unless selected below (leave blank if default applies)

- h. The Plan will accept a direct rollover of a Participant loan
- i. The Plan will only accept a direct rollover of a Participant loan only in the following situation(s):
_____ (e.g., only from Participants who were employees of an acquired organization).

- 2. **Participant Rollover Contributions from Other Plans (i.e., not via a direct plan-to-plan transfer).** The Plan will accept a contribution of an eligible rollover distribution (select one or more):
 - a. a qualified plan described in Code §401(a) (including a 401(k) plan, profit sharing plan, defined benefit plan, stock bonus plan and money purchase plan)
 - b. a plan described in Code §403(a) (an annuity plan)
 - c. a plan described in Code §403(b) (a tax-sheltered annuity)
 - d. a governmental plan described in Code §457(b) (eligible deferred compensation plan)
- 3. **Participant Rollover Contributions from IRAs:** The Plan will accept a rollover contribution of the portion of a distribution from a traditional IRA that is eligible to be rolled over and would otherwise be includible in gross income. Rollovers from Roth IRAs or a Coverdell Education Savings Account (formerly known as an Education IRA) are not permitted because they are not traditional IRAs. A rollover from a SIMPLE IRA is allowed if the amounts are rolled over after the individual has been in the SIMPLE IRA for at least two years.

COURSE ADDITIONS

<u>Prefix /Number</u>	<u>Title</u>
HON 4300	Honors Senior Project

COURSE DELETIONS

<u>Prefix /Number</u>	<u>Title</u>
MATH 1715	College Algebra and Trigonometry

COURSE MODIFICATIONS

<u>Prefix /Number</u>	<u>Title</u>	<u>Comments</u>
CIS 2083	Managing the IT Center	Change in description, number, level, and content

QUARTERLY FINANCIAL ANALYSIS
For the quarter ended September 30, 2015

EXECUTIVE SUMMARY

Highlights from the Statements of Net Position as of September 30, 2015 and Statements of Revenue, Expenses and Changes in Net Position for the three months then ended are presented below. The statements are unaudited and are presented for management use only.

STATEMENTS OF NET POSITION

- Total assets and deferred outflows of resources of \$95.8 million exceeded related liabilities and deferred inflows of resources of \$69.7 million by \$26.1 million.
- Education & General assets and deferred outflows of \$17.8 million trailed related liabilities and deferred inflows of \$43.3 million by \$25.5 million. The Education & General net position is influenced by the University's proportionate share of the unfunded net pension obligation of the Oklahoma Teachers Retirement System. This amount is approximately \$37.1 million.
- Sponsored Program assets of \$675 thousand exceeded related liabilities of \$24 thousand by \$651 thousand.
- Auxiliary Enterprise assets of \$5.1 million exceeded related liabilities of \$.2 million by \$4.9 million.
- Other Fund assets and deferred outflows of resources of \$72.2 million exceeded related liabilities and deferred inflows of resources of \$26.1 million by \$46.1 million. Other Funds consist of fixed assets, net of accumulated depreciation and related bonds and master lease obligations, and other academic and administrative activities.

STATEMENTS OF REVENUES, EXPENSES AND CHANGES IN NET POSITION

- Total revenues of \$29.3 million exceeded expenses of \$22.0 million by \$7.3 million.
- Education & General revenues of \$18.8 million exceeded expenses of \$12.0 million, resulting in a net increase of \$6.8 million.
- Sponsored Program revenues of \$393 thousand exceeded expenses of \$348 thousand by \$45 thousand.
- Auxiliary Enterprise revenues of \$3.6 million exceeded expenses of \$2.0 million by \$1.6 million.
- Other Fund revenues of \$6.4 million trailed expenses of \$7.6 million, resulting in a net decrease of \$1.2 million. This decrease is due primarily to unfunded depreciation of \$1.1 million.

CAMERON UNIVERSITY
STATEMENTS OF NET POSITION
SEPTEMBER 30, 2015
UNAUDITED-MANAGEMENT USE ONLY

	Education & General		Sponsored Programs		Auxiliary Enterprises	
	9/30/2015	9/30/2014	9/30/2015	9/30/2014	9/30/2015	9/30/2014
ASSETS						
CURRENT & NONCURRENT ASSETS						
Cash and cash equivalents	\$ 6,585,305	\$ 8,008,863	\$ 618,233	\$ 604,243	\$ 4,011,346	\$ 3,372,523
Investments	-	-	-	-	-	-
Accounts receivable, net	5,209,879	4,503,672	56,619	62,399	1,099,269	1,059,457
Prepaid expenses and other assets	1,608,460	1,570,974	-	-	-	-
Capital assets, net	-	-	-	-	-	-
TOTAL ASSETS	\$ 13,403,644	\$ 14,083,509	\$ 674,852	\$ 666,642	\$ 5,110,615	\$ 4,431,980
DEFERRED OUTFLOWS OF RESOURCES						
Deferred outflows for pensions	\$ 4,395,429	\$ -	\$ -	\$ -	\$ -	\$ -
Deferred charge on OCIA lease restructure	-	-	-	-	-	-
TOTAL DEFERRED OUTFLOWS OF RESOURCES	\$ 4,395,429	\$ -	\$ -	\$ -	\$ -	\$ -
LIABILITIES						
CURRENT LIABILITIES						
Accounts payable	\$ -	\$ -	\$ -	\$ -	\$ 800	\$ -
OPEB obligation	137,286	137,286	-	-	-	-
Current portion of long-term debt	-	-	-	-	-	-
Accrued expenses	502,008	463,215	23,155	17,875	22,225	28,911
Unearned revenue	-	-	-	186	85,711	107,139
Deposits held in custody for others	-	-	-	-	91,200	102,800
Total current liabilities	639,294	600,501	23,155	18,061	199,936	238,850
NONCURRENT LIABILITIES						
OPEB obligation	901,636	965,730	-	-	-	-
OTRS pension liability	32,936,521	-	-	-	-	-
Other noncurrent liabilities	319,501	331,318	596	2,110	14,681	19,490
Bonds & master lease obligations	-	-	-	-	-	-
Total noncurrent liabilities	34,157,658	1,297,048	596	2,110	14,681	19,490
TOTAL LIABILITIES	\$ 34,796,952	\$ 1,897,549	\$ 23,751	\$ 20,171	\$ 214,617	\$ 258,340
DEFERRED INFLOWS OF RESOURCES						
Deferred inflows for pensions	\$ 8,514,092	\$ -	\$ -	\$ -	\$ -	\$ -
Deferred credit on OCIA lease restructure	-	-	-	-	-	-
TOTAL DEFERRED INFLOWS OF RESOURCES	\$ 8,514,092	\$ -	\$ -	\$ -	\$ -	\$ -
NET POSITION						
Unrestricted	11,543,213	12,185,960	-	-	4,895,998	4,173,640
Restricted for OTRS pension liability	(37,055,184)	-	-	-	-	-
Restricted	-	-	651,101	646,471	-	-
Endowment	-	-	-	-	-	-
Capital assets, net of related debt	-	-	-	-	-	-
TOTAL NET POSITION	\$ (25,511,971)	\$ 12,185,960	\$ 651,101	\$ 646,471	\$ 4,895,998	\$ 4,173,640

CAMERON UNIVERSITY
STATEMENTS OF NET POSITION
SEPTEMBER 30, 2015
UNAUDITED-MANAGEMENT USE ONLY

	Other Funds			Total	
	9/30/2015	9/30/2014		9/30/2015	9/30/2014
ASSETS					
CURRENT & NONCURRENT ASSETS					
Cash and cash equivalents	\$ 2,164,279	\$ 1,462,116	\$ 13,379,163	\$ 13,447,745	
Investments	1,052,957	1,047,251	1,052,957	1,047,251	
Accounts receivable, net	94,395	777,736	6,460,162	6,403,264	
Prepaid expenses and other assets	108,910	116,043	1,717,370	1,687,017	
Capital assets, net	68,595,392	71,496,638	68,595,392	71,496,638	
TOTAL ASSETS	\$ 72,015,933	\$ 74,899,784	\$ 91,205,044	\$ 94,081,915	
DEFERRED OUTFLOWS OF RESOURCES					
Deferred outflows for pensions	-	-	4,395,429	-	
Deferred charge on OCIA lease restructure	167,910	335,820	167,910	335,820	
TOTAL DEFERRED OUTFLOWS OF RESOURCES	\$ 167,910	\$ 335,820	\$ 4,563,339	\$ 335,820	
LIABILITIES					
CURRENT LIABILITIES					
Accounts payable	-	-	800	-	
OPEB obligation	-	-	137,286	137,286	
Current portion of long-term debt	2,203,664	1,985,762	2,203,664	1,985,762	
Accrued expenses	-	-	547,388	510,001	
Unearned revenue	-	-	85,711	107,325	
Deposits held in custody for others	193,498	152,619	284,698	255,419	
Total current liabilities	2,397,162	2,138,381	3,259,547	2,995,793	
NONCURRENT LIABILITIES					
OPEB obligation	-	-	901,636	965,730	
OTRS pension liability	-	-	32,936,521	-	
Other noncurrent liabilities	-	-	334,778	352,918	
Bonds & master lease obligations	23,343,805	25,415,838	23,343,805	25,415,838	
Total noncurrent liabilities	23,343,805	25,415,838	57,516,740	26,734,486	
TOTAL LIABILITIES	\$ 25,740,967	\$ 27,554,219	\$ 60,776,287	\$ 29,730,279	
DEFERRED INFLOWS OF RESOURCES					
Deferred inflows for pensions	-	-	8,514,092	-	
Deferred gain on OCIA lease restructure	342,666	338,327	342,666	338,327	
TOTAL DEFERRED INFLOWS OF RESOURCES	\$ 342,666	\$ 338,327	\$ 8,856,758	\$ 338,327	
NET POSITION					
Unrestricted	-	-	16,439,211	16,359,600	
Restricted for OTRS pension liability	-	-	(37,055,184)	-	
Restricted	133,448	93,484	784,549	739,955	
Endowment	66,000	66,000	66,000	66,000	
Capital assets, net of related debt	45,900,762	47,183,574	45,900,762	47,183,574	
TOTAL NET POSITION	\$ 46,100,210	\$ 47,343,058	\$ 26,135,338	\$ 64,349,129	

CAMERON UNIVERSITY
STATEMENTS OF REVENUE, EXPENSES AND CHANGES IN NET POSITION
FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2015
UNAUDITED-MANAGEMENT USE ONLY

	Other Funds		Total		% of Total
	9/30/2015	% of Budget	9/30/2015	% of Total	
REVENUES					
Student tuition and fees, net	-	0.0%	\$ 14,983,123	51.2%	48.7%
Grants and contracts	5,859,009	43.4%	6,345,231	21.7%	22.8%
Sales and services	-	0.0%	2,110,022	7.2%	6.3%
State appropriations	345,697	28.8%	5,501,030	18.8%	21.1%
Private gifts	230,258	46.1%	297,818	1.0%	0.9%
Endowment & investment income	2,141	21.4%	16,700	0.1%	0.0%
Other sources	-	0.0%	5,115	0.0%	0.2%
TOTAL REVENUES	6,437,105	42.3%	29,259,039	100.0%	100.0%
EXPENSES					
Compensation	-	0.0%	7,304,156	33.2%	33.6%
Scholarships & fellowships	6,018,048	43.8%	8,994,390	40.9%	41.7%
Utilities	-	0.0%	316,005	1.4%	1.4%
Debt service - interest & fees	-	0.0%	343,981	1.6%	1.5%
Professional & technical fees	-	0.0%	341,912	1.6%	1.5%
Maintenance & repair	27,251	36.3%	1,243,404	5.7%	5.4%
Supplies & materials	446,977	59.6%	1,998,492	9.1%	8.2%
Travel	-	0.0%	151,389	0.7%	0.6%
Library books & periodicals	-	0.0%	81,480	0.4%	0.6%
Communications	-	0.0%	71,716	0.3%	0.3%
Other uses	2,735	0.7%	13,319	0.1%	0.0%
TOTAL EXPENSES	6,495,011	43.2%	20,860,243	94.8%	95.0%
NET POSITION BEFORE DEPRECIATION	(57,906)		8,398,796		
Less: Depreciation	1,132,892	25.0%	1,132,892	5.2%	5.0%
CHANGE IN NET POSITION	\$ (1,190,798)		\$ 7,265,904		

QUARTERLY FINANCIAL ANALYSIS
For the quarter ended September 30, 2015

EXECUTIVE SUMMARY

Highlights from the *Statements of Net Position* as of September 30, 2015 and *Statements of Changes in Net Position* for the three months then ended are presented below for information only.

STATEMENTS OF NET POSITION

- Total assets and deferred outflows of \$1.46 billion exceed related liabilities and deferred inflows of \$632.6 million by \$825.8 million.
- Education & General assets of \$103 million exceeded related liabilities of \$25.1 million by \$77.9 million.
- Sponsored Program assets of \$13.3 million partially offset related liabilities of \$15.9 million.
- Clinical Operations assets of \$335 million exceeded liabilities of \$53 million by \$282 million.
- Auxiliary Enterprise assets of \$126.1 million exceeded liabilities of \$70 million by \$56.1 million.
- Regents' Fund assets were \$31.4 million. There were no related liabilities.
- Other Funds assets and deferred outflows of \$849.7 million exceeded related liabilities and deferred inflows of \$468.6 million by \$381.1 million. Other Funds consist of fixed assets, net of accumulated depreciation and related bond and master lease obligations, net pension liability, and other academic and administrative activities.

STATEMENTS OF CHANGES IN NET POSITION

- Total revenues of \$285.3 billion exceeded expenses of \$270.6 million by \$14.7 million.
- Education & General revenues of \$61.3 million exceeded expenses of \$52.4 million by \$8.9 million.
- Sponsored Program revenues of \$31 million exceeded expenses of \$27.4 million.
- Clinical Operations revenues of \$139.3 million trailed expenses of \$142.5 million, resulting in a net decrease of \$3.2 million.
- Auxiliary Enterprise revenues of \$10.2 million exceeded expenses of \$5.2 million, which resulted in a net increase of \$5 million.
- Regents' Fund revenues of \$1.6 million trailed expenses of \$2.9 million, resulting in a net decrease of \$1.3 million.
- Other Funds revenues of \$41.9 million exceeded expenses of \$40.3 million, resulting in an increase of \$1.6 million to net position.

OU HEALTH SCIENCES CENTER
STATEMENTS OF NET POSITION
AS OF SEPTEMBER 30, 2015 AND 2014
UNAUDITED - MANAGEMENT'S USE ONLY

	Education & General		Sponsored Programs		Clinical Operations		Auxiliary Enterprises	
	09/30/15	09/30/14	09/30/15	09/30/14	09/30/15	09/30/14	09/30/15	09/30/14
ASSETS								
CURRENT AND NONCURRENT ASSETS								
Cash and Cash Equivalents	\$ 44,114,760	\$ 78,088,542	\$ (4,791,715)	\$ (6,448,298)	\$ 222,894,950	\$ 214,832,838	\$ 38,250,692	\$ 36,807,008
Endowment Investments (Funds held by OU Foundation)	-	-	-	-	-	-	-	-
Student Loans Receivable, Net	-	-	-	-	-	-	-	-
Accounts Receivable, Net	20,091,148	16,791,110	18,079,422	15,829,699	112,154,195	105,343,392	3,702,779	2,954,672
Due From (To) Other Funds	38,661,653	20,693,808	-	-	-	-	(24,260,563)	(24,258,475)
Investments	-	-	-	-	-	-	-	-
Prepaid Expenses	124,078	148,893	-	-	-	-	218,266	220,871
Inventory	-	-	-	-	-	-	980,606	941,769
Total Current and Noncurrent Assets	102,991,638	115,722,353	13,287,707	9,381,401	335,049,145	320,176,230	18,891,780	16,665,845
FIXED ASSETS, NET								
Total Assets	\$ 102,991,638	\$ 115,722,353	\$ 13,287,707	\$ 9,381,401	\$ 335,049,145	\$ 320,176,230	\$ 126,074,835	\$ 115,868,738
	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
DEFERRED OUTFLOWS								
LIABILITIES & NET ASSETS								
CURRENT LIABILITIES								
Accounts Payable	\$ 13,890,831	\$ 1,793,451	\$ 4,265,379	\$ 1,426,380	\$ 37,441,262	\$ 28,955,044	\$ 2,919,480	\$ 1,255,015
OPEB Obligation	-	-	-	-	-	-	-	-
Net Pension Liability	-	-	-	-	-	-	-	-
Current Portion of L-T Debt	88,500	85,000	-	-	492,530	426,137	1,865,000	1,825,000
Accrued Interest Payable	-	2,997	-	-	-	13,425	859,204	873,078
Accrued Expenses	8,202,009	8,567,441	2,730,085	2,835,051	9,322,420	9,440,452	1,171,976	1,163,935
Deferred Revenue	-	-	8,090,726	7,702,199	-	-	239,971	220,157
Deposits Held in Custody for Others	-	-	-	-	-	-	267,582	148,931
Total Current Liabilities	22,181,340	10,448,889	15,086,190	11,963,630	47,256,212	38,835,058	7,323,213	5,486,116
LONG-TERM LIABILITIES								
OPEB Obligation	-	-	-	-	-	-	-	-
Federal Loan Program Refundable	-	-	-	-	-	-	-	-
Accrued Expenses	2,313,387	2,855,814	770,024	945,017	2,629,401	3,146,817	330,557	387,978
Bonds, Notes, Master Lease Obligations	629,833	718,667	-	-	3,160,230	3,357,562	62,346,441	64,150,109
Total Long-Term Liabilities	2,943,221	3,574,481	770,024	945,017	5,789,631	6,504,379	62,676,999	64,538,087
Total Current and Long-Term Liabilities	25,124,561	14,023,370	15,856,214	12,908,647	53,045,843	45,339,438	70,000,212	70,024,203
	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
DEFERRED INFLOWS								
NET ASSETS								
Unrestricted	77,867,078	101,698,983	-	-	282,003,302	274,836,792	37,363,573	36,875,226
Restricted	-	-	(2,568,507)	(3,527,246)	-	-	-	-
Endowment	-	-	-	-	-	-	-	-
Capital Assets, Net of Related Debt	-	-	-	-	-	-	-	-
Total Net Assets	77,867,078	101,698,983	(2,568,507)	(3,527,246)	282,003,302	274,836,792	18,711,050	8,969,309
Total Liabilities & Net Assets	\$ 102,991,638	\$ 115,722,353	\$ 13,287,707	\$ 9,381,401	\$ 335,049,145	\$ 320,176,230	\$ 126,074,835	\$ 115,868,738

OU HEALTH SCIENCES CENTER
 STATEMENTS OF NET POSITION
 AS OF SEPTEMBER 30, 2015 AND 2014
 UNAUDITED - MANAGEMENT'S USE ONLY

	Regents' Fund		Other Funds		Total	
	09/30/15	09/30/14	09/30/15	09/30/14	09/30/15	09/30/14
ASSETS						
CURRENT AND NONCURRENT ASSETS						
Cash and Cash Equivalents	\$ -	\$ -	\$ 262,389,555	\$ 286,308,259	\$ 562,858,242	\$ 609,588,349
Endowment Investments (Funds held by OU Foundation)	39,854,286	40,757,366	-	-	39,854,286	40,757,366
Student Loans Receivable, Net	-	-	6,649,676	6,878,305	6,649,676	6,878,305
Accounts Receivable, Net	-	-	12,411,321	5,817,349	166,438,864	146,736,222
Due From (To) Other Funds	(8,457,288)	(8,255,922)	(5,943,802)	11,820,589	-	-
Investments	-	-	71,967,916	724,001	71,967,916	724,001
Prepaid Expenses	-	-	4,380,904	4,352,795	4,723,248	4,722,559
Inventory	-	-	804,490	781,480	1,785,096	1,723,249
Total Current and Noncurrent Assets	31,396,997	32,501,444	352,660,059	316,682,778	854,277,327	811,130,051
FIXED ASSETS, NET						
Total Assets	\$ 31,396,997	\$ 32,501,444	\$ 832,259,633	\$ 802,326,878	\$ 1,441,059,955	\$ 1,395,977,044
DEFERRED OUTFLOWS						
	\$ -	\$ -	\$ 17,426,915	\$ 557,589	\$ 17,426,915	\$ 557,589
LIABILITIES & NET ASSETS						
CURRENT LIABILITIES						
Accounts Payable	\$ -	\$ -	\$ 6,860,319	\$ 6,076,950	\$ 65,377,270	\$ 39,506,840
OPEB Obligation	-	-	3,959,000	3,598,000	3,959,000	3,598,000
Net Pension Liability	-	-	197,022,909	-	197,022,909	-
Current Portion of L-T Debt	-	-	6,378,339	6,056,634	8,824,369	8,392,771
Accrued Interest Payable	-	-	1,044,926	1,088,410	1,904,130	1,977,910
Accrued Expenses	-	-	2,706,683	2,891,538	24,133,173	24,898,417
Deferred Revenue	-	-	491,946	486,179	8,822,644	8,408,535
Deposits Held in Custody for Others	-	-	9,326,227	14,484,223	9,593,809	14,643,154
Total Current Liabilities	-	-	227,790,349	34,691,934	319,637,304	101,425,627
LONG-TERM LIABILITIES						
OPEB Obligation	-	-	85,437,834	78,521,834	85,437,834	78,521,834
Federal Loan Program Refundable	-	-	7,147,600	7,060,155	7,147,600	7,060,155
Accrued Expenses	-	-	763,423	963,846	6,806,793	8,299,472
Bonds, Notes, Master Lease Obligations	-	-	97,603,922	103,994,609	163,740,427	172,220,947
Total Long-Term Liabilities	-	-	190,952,779	190,540,444	263,132,654	266,102,408
Total Current and Long-Term Liabilities	-	-	418,743,128	225,232,378	582,769,958	367,528,035
DEFERRED INFLOWS						
	\$ -	\$ -	\$ 49,878,229	\$ 770,921	\$ 49,878,229	\$ 770,921
NET ASSETS						
Unrestricted	-	-	133,111	196,091,628	397,367,063	609,502,629
Restricted	3,253,345	3,174,611	5,314,767	5,196,683	5,999,604	4,844,048
Endowment	28,143,652	29,326,833	-	-	28,143,652	29,326,833
Capital Assets, Net of Related Debt	-	-	375,617,313	375,592,857	394,328,363	384,562,166
Total Net Assets	31,396,997	32,501,444	381,065,190	576,881,168	825,838,683	1,028,235,676
Total Liabilities & Net Assets	\$ 31,396,997	\$ 32,501,444	\$ 799,806,319	\$ 802,113,545	\$ 1,408,608,641	\$ 1,395,763,711

OU HEALTH SCIENCES CENTER
 STATEMENT OF CHANGES IN NET POSITION
 FOR THE THREE MONTHS ENDING SEPTEMBER 30, 2015
 UNAUDITED - MANAGEMENT'S USE ONLY

	Auxiliary Enterprises		Regents' Fund		Other Funds		Total	
	09/30/15	% of Budget	09/30/15	09/30/14	09/30/15	09/30/14	09/30/15	09/30/14
REVENUES:								
Tuition & Fees	\$ 616,746	25.7%	\$ -	\$ -	\$ 998,908	\$ 603,052	\$ 29,139,517	\$ 28,028,312
Grants & Contracts	-	0.0%	-	-	5,624,749	5,943,703	58,174,518	50,289,215
Sales and Services	9,402,084	25.0%	-	-	17,912,025	11,672,789	126,367,979	129,182,141
State Appropriations	-	0.0%	-	-	1,480,926	1,480,663	23,481,049	25,755,784
Private Gifts	-	0.0%	-	-	3,308,456	829,862	5,167,463	3,301,902
On Behalf Payments	-	0.0%	-	-	2,162,467	2,263,918	4,801,471	5,094,245
State School Land Funds	-	0.0%	-	-	929,086	-	929,086	-
Endowment Income	-	0.0%	-	-	-	-	4,482,565	3,292,238
Investment Income	123,946	24.8%	1,589,940	-	1,661,724	1,671,955	3,743,479	2,137,493
Other Revenue	105,642	21.1%	4,557	374,507	7,795,570	4,376,455	29,044,153	26,955,907
Total Revenue	10,248,417	25.0%	1,594,497	374,507	41,873,909	28,842,397	285,311,279	274,037,237
EXPENSES:								
Compensation & Benefits	1,539,811	24.8%	-	-	27,399,807	25,860,051	177,082,468	\$ 161,462,229
Depreciation	1,368,004	25.0%	-	-	5,419,696	5,702,101	6,787,700	6,757,975
Scholarships and Fellowships	-	0.0%	358,000	204,750	149,846	99,545	880,064	808,577
Utilities	514,518	20.6%	-	-	437,642	588,581	3,578,204	3,476,686
Debt Service - Interest and Fees	834,166	16.7%	-	-	1,226,631	1,396,023	2,107,815	2,318,197
Professional and Technical Fees	30,678	6.1%	-	-	1,353,062	869,466	7,854,062	6,525,447
Maintenance and Repair	191,649	4.8%	-	-	839,085	750,748	4,284,866	4,705,104
Supplies and Materials	235,429	4.7%	-	-	1,250,828	2,197,874	31,964,260	27,929,207
Travel	114,194	28.5%	-	-	296,179	301,724	1,756,807	1,788,667
Communications	14,854	14.9%	-	-	342,784	308,778	2,740,276	1,905,326
Other Expenses	315,869	2.7%	2,492,786	-	1,575,219	2,822,248	31,575,215	31,871,778
Total Expenses	5,159,171	12.6%	2,850,786	204,750	40,290,780	40,897,139	270,611,726	249,549,193
Net Incr (Decr) in Net Assets	\$ 5,089,246		\$ (1,256,289)	\$ 169,757	\$ 1,583,129	\$ (12,054,742)	\$ 14,699,553	\$ 24,488,044

<u>Firm Name</u>	<u>Date Initiated</u>	<u>Work Performed</u>	<u>Fee</u>
<u>For the Norman Campus:</u>			
Cardinal Engineering, Inc. Norman	August 5, 2015	Survey Water Tower Elevations (Campus Infrastructure, Reclaimed Water)	\$ 1,800
	September 1, 2015	Survey/Legal Description (Westheimer Airport, Infra- structure for Hangar Land Lease)	1,500
Kirkpatrick Forest Curtis PC Oklahoma City	November 14, 2014	Structural Engineering Evaluation and Design (Catlett Music Center, Sharp Hall Lighting Improvements)	5,098
MA+ Architecture Oklahoma City	August 6, 2015	Architectural Design and Construction Documents (2601 Technology Place, Tenant Space)	10,145
<u>For the Health Sciences Center, Oklahoma City:</u>			
None			
<u>For OU-Tulsa, Tulsa:</u>			
Cyntergy AES Tulsa	September 4, 2014	Pre-Design Study (Schusterman Center Building 4W, 4 th Floor HVAC)	9,665
McFarland Architects, PC Tulsa	April 23, 2015	Architectural Design (Tandy School of Community Medicine Dean's Office Remodel)	3,565

CUMULATIVE TOTAL
PROFESSIONAL ARCHITECTURAL AND ENGINEERING FEES FOR WORK
COMPLETED BY ON-CALLS THROUGH THE FIRST QUARTER
OF FISCAL YEAR 2015-2016

For the Norman Campus:

<u>Firm Name</u>	<u>Total Fees</u>
Cardinal Engineering, Inc.	\$3,300
Kirkpatrick Forest Curtis PC	5,098
MA+ Architecture	<u>10,145</u>
Total, Norman Campus	18,543

For the Health Sciences Center, Oklahoma City:

<u>Firm Name</u>	<u>Total Fees</u>
None	0

For OU-Tulsa:

<u>Firm Name</u>	<u>Total Fees</u>
Cyntergy AEC	9,665
McFarland Architects, PC	<u>3,565</u>
Total, OU-Tulsa	13,230

Total for Architects and Engineers, All Campuses	<u><u>\$31,773</u></u>
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QUARTERLY REPORT OF PURCHASES – ALL
July 1, 2015 - September 30, 2015

<u>Item</u>	<u>Description</u>	<u>Campus-Department</u>	<u>Vendor</u>	<u>Award Amount</u>	<u>Explanation/Justification</u>
I.		PURCHASE OBLIGATIONS FROM \$50,000 TO \$1,000,000			
	Norman Campus				
1	Service	Housing & Food Services	University & Student Services	283,500	Student Moving Services (estimated activity for FY 16)
2	Service	OU Press	Cushing Malloy, Inc.	100,000	Printing & Binding (estimated activity for FY 16)
3	Service	OU Press	Edward Brothers, Inc.	200,000	Printing & Binding (estimated activity for FY 16)
4	Service	OU Press	Thomson Shore, Inc.	100,000	Printing & Binding (estimated activity for FY 16)
5	Service	OU Press	Newgen North America, Inc.	80,000	Printing & Binding (estimated activity for FY 16)
6	Service	OU Press	BW and A Books, Inc.	55,000	Printing & Binding (estimated activity for FY 16)
7	Service	Printing Services	Standley Systems, Inc.	100,000	Copier Maintenance (estimated activity for FY 16)
8	Lease	Printing Services	Standley Systems, Inc.	122,028	High Speed Copiers
9	Lease	Printing Services	Ryder Transportation Services	51,600	Truck Rentals (estimated activity for FY 16)
10	Service	Printing Services	Presort First Class	120,000	Mail Service (estimated activity for FY 16)
11	Software	Information Technology	CDW-G, Inc.	234,010	Software License

EXHIBIT J

12	Service	Aviation	O'Neill Aircraft Sales & Service	425,588	Engine Overhaul & Inspections
13	Software	Information Technology	Ping Identity Corporation	222,261	Software License
14	Equipment	Jimmie Austin OU Golf Course	Justice Golf Car	403,200	Golf Cars
15	Service	Facilities Management	C.H. Guernsey & Co.	300,000	Consulting Services (estimated activity for FY 16)
16	Service	University Catering	Superior Linen Service, Inc.	150,000	Linen Service (estimated activity for FY 16)
17	Service	Housing & Food Services	Superior Linen Service, Inc.	60,000	Linen Service (estimated activity for FY 16)
18	Equipment	Housing & Food Services	ASI Campus Laundry Solutions	101,000	Laundry Room Equipment
19	Service	Price College of Business	Elsmere Education, Inc.	750,000	Course Design & Development (estimated activity for FY 16)
20	Supply	Fleet Services	Penley Oil Company	800,000	Bulk Fuel (estimated activity for FY 16)
21	Supply	Printing Services	University Silkscreen	100,000	Uniforms (estimated activity for FY 16)
22	Service	Housing & Food Services	Whiteglove Staffing	170,000	Temporary Staffing (estimated activity for FY 16)
23	Equipment	Housing & Food Services	Best Buy Government, LLC	80,000	Appliances (estimated activity for FY 16)
24	Supply	Fleet Services	ComData Network, Inc.	300,000	Fleet Fuel (estimated activity for FY 16)

EXHIBIT J

25	Service	Goddard Health Center	Regional Medical Lab, Inc.	75,000	Laboratory Testing (estimated activity for FY 16)
26	Supply	College of Continuing Education	Sequoyah Communications, Inc.	66,456	Cabling
27	Supply	Goddard Health Center	GlaxoSmithKline, Inc.	70,000	Flu Vaccine (estimated activity for FY 16)
28	Service	Student Affairs	Yellow Cab of Norman	75,000	SafeRide Program Services (estimated activity for FY 16)
29	Equipment	Information Technology	Digi Security Systems	239,000	Video Surveillance Systems
30	Service	Student Media	Norman Transcript	100,000	Printing Services (estimated activity for FY 16)
31	Software	Information Technology	DLT Solutions	75,480	Software License
32	Software	Information Technology	Gartner, Inc.	192,816	Software License Renewal
33	Service	Facilities Management	Metco Builders, Inc.	67,870	Parking Seal Coating
34	Software	Information Technology	Ellucian Company L.P.	250,019	Student Information System
35	Service	College of Continuing Education	Doubletree by Hilton – Orlando	75,000	Student Retention National Symposium
36	Service	Bizzell Library	Whelan Security Company	178,000	Security (estimated activity for FY 16)
37	Furniture	Bizzell Library	Copelin's Office Center, Inc.,	80,319	Furniture
38	Service	Athletics	Federal Express Corporation	70,000	Shipping (estimated activity for FY 16)
39	Software	Information Technology	Desire 2 Learn, Inc.	255,592	License Renewal
40	Service	Facilities Management	Aztec Building Systems, Inc.	183,661	Hanger Door Repairs

EXHIBIT J

41	Service	Student Affairs	Airport Express, Inc.	97,000	SafeRide Program (estimated activity for FY 16)
42	Furniture	College of Continuing Education	Copelin's Office Center, Inc.	85,621	Furniture
43	Service	Athletics	Weldon Williams & Lick, Inc.	400,000	Ticket Printing (estimated activity for FY 16)
44	Supply	Athletics	Promos Advance Products, Inc.	75,000	Promotional Items (estimated activity for FY 16)
45	Supply	Housing & Food Services	Dynamic Drinkware ,LLC	57,340	Souvenir Cups
46	Service	Athletics	Employers Direct Health	450,000	Medical Claims (estimated activity for FY 16)
47	Software	Information Technology	SHI International Corporation	55,757	License Renewal
48	Software	Information Technology	SKC Communication Products, LLC	61,950	Software Licenses
49	Service	Athletics	Jani King of Oklahoma City, Inc.	150,000	Stadium Suite Cleaning (estimated activity for FY 16)
50	Software	Information Technology	Imagenet Consulting, LLC	98,710	Software Maintenance
51	Equipment	Housing & Food Services	General Electric Company	120,000	Appliances (estimated activity for FY 16)
52	Service	Housing & Food Services	Terminix International Company	96,049	Pest Control (estimated activity for FY 16)
53	Supply	Housing & Food Services	The Carpet Store	300,000	Carpet & Tile Replacement (estimated activity for FY 16)
54	Service	Human Resources	TrueScreen, Inc.	75,000	Background Screening Services

EXHIBIT J(estimated activity
for FY 16)

55	Software	Information Technology	CDW-G, Inc.	79,395	Software License
56	Equipment	Information Technology	Vology, Inc.	100,350	Telecom Equipment
57	Supply	Athletics	Alert Services, Inc.	225,000	Medical Supplies (estimated activity for FY 16)
58	Service	Facilities Management	Barbour & Short, Inc.	66,180	Stephenson Life Science Research Center Renovation
59	Service	Athletics	IMG Learfield Ticket Solutions, LLC	600,000	Sales & Staffing (estimated activity for FY 16)
60	Software	Information Technology	Lynda.Com, Inc.	105,277	Software License
61	Software	Information Technology	Platinum Technology Group, LLC	118,000	Software License
62	Equipment	Athletics	StatSports North America, Inc.	60,375	GPS Athletic Tracking (estimated activity for FY 16)
63	Service	Atmospheric & Geological Services	House of Blues New Orleans	87,546	American Meteorological Annual Meeting
64	Software	Information Technology	SHI International Corporation	949,160	Software License
65	Service	University Band	American Airlines	134,400	Air Charter for Tennessee game
66	Software	Human Resources	SumTotal Systems, Inc.	196,000	Learning Management System
67	Supply	Fleet Services	Napa Auto Parts	800,000	Auto Parts (estimated activity for FY 16)
68	Service	Athletics	Alpha Service	85,000	Event Staffing (estimated activity for FY 16)

EXHIBIT J

69	Equipment	Sam Noble Oklahoma Museum of Natural History	SW Solutions Group	127,858	Exhibit Filing & Storage System
70	Service	Information Technology	Telco Supply, Inc.	54,975	Cable Installation
71	Service	Facilities Management	Caddell & Co, LLC	167,133	Room Renovation
72	Software	Information Technology	Optiv Security, Inc.	60,996	License Renewal
73	Furniture	College of Law	Copelin's Business Interiors	54,061	Furniture
74	Equipment	Information Technology	Sigma Solutions	71,760	Servers
75	Equipment	Athletics	Pocock Racing Shells	60,500	Row Boats & Parts
76	Service	Prospective Student Services	Westin Galleria Houston	55,000	Presidential Recruitment (estimated activity for FY 16)
77	Equipment/ Software	Information Technology	Sigma Solutions	870,351	Data Storage System for Data Center
78	Vehicle	Fleet Services	Hudiburg Chevrolet	131,164	Cargo Vans
79	Software	Information Technology	Mulesoft	361,987	Software License
80	Service	Athletics	Continental Airlines, Inc.	412,345	Air Charter for Men's Basketball (estimated activity for FY 16)
81	Service	Athletics	Continental Airlines Inc.	453,779	Air Charter for Women's Basketball (estimated activity for FY 16)
82	Software	Information Technology	SHI International Corporation	182,114	Software License
83	Software	Information Technology	SHI International Corporation	84,948	Software License

EXHIBIT J

84	Equipment	Facilities Management	Signature Systems	52,321	Turf Protection
85	Service	Facilities Management	Allied Steel Construction Company	85,742	Provide & Install Catwalk
86	Service	Facilities Management	Oklahoma Independent Elevators	53,545	Elevator Repair
87	Software	Facilities Management	AssetWorks, Inc.	101,210	Software Maintenance
88	Service	Facilities Management	Custom Floor Design, Inc.	58,238	Provide & Install Flooring
89	Equipment	Facilities Management	Central New Holland	58,216	Tractor
90	Service	Athletics	ISS Facility Services, Inc.	100,000	Janitorial Services (estimated activity for FY 16)
	Health Sciences Center Campus				
91	Software	Information Technology	Dell Financial Services, LP	91,001	License Renewal
92	Supply	Parking & Transportation Services	Petroleum Traders Corporation	70,000	Bulk Fuel (estimated activity for FY 16)
93	Service	Site Support	Firetrol Protection Systems	75,000	Install Fire Suppression Systems (estimated activity for FY 16)
94	Equipment	Site Support	Hunzicker Brothers, Inc.	118,854	Pendant Lights
95	Supply	Motor Pool	Petroleum Traders Corporation	200,000	Fuel (estimated activity for FY 16)
96	Service	General Services	Waste Management of Oklahoma, Inc.	58,441	Trash Removal (estimated activity for FY16)

EXHIBIT J

97	Service	Site Support	Oklahoma Independent Elevators	93,060	Elevator Maintenance
98	Service	OU Children's Physicians Orthopedic Surgery	Escribe Solutions, Inc.	85,000	Transcription Services (estimated activity for FY 16)
99	Equipment	Site Support	Hunzicker Brothers, Inc.	53,000	Light Fixtures (estimated activity for FY 16)
100	Supply	OU Physicians	Imagination Promotional Group, Inc.	150,000	Promotional Items (estimated activity for FY 16)
101	Service	OU Physicians	Press Ganey Associates, Inc.	255,000	Patient Survey (estimated activity for FY 16)
102	Service	OU Physicians	A1 Staffing & Recruiting Agency, Inc.	54,000	Temporary Staffing (estimated activity for FY 16)
103	Equipment	OU Physicians	McKesson Medical Surgical, Inc.	103,055	Exam Tables & Lights
104	Service	Comparative Medicine	Frame's Animal Transportation	100,000	Transportation (estimated activity for FY 16)
105	Equipment	Information Technology	North American Communications Resources, Inc.	55,000	Telecom Equipment (estimated activity for FY 16)
106	Software	Information Technology	SHI International Corporation	135,200	Software Renewal
107	Equipment	Information Technology	SKC Communications	100,000	Telecom Equipment (estimated activity for FY 16)
108	Equipment	Information Technology	Cxtec	120,000	Telecom Equipment (estimated activity for FY 16)
109	Equipment	Information Technology	Chickasaw Telecom, Inc.	160,000	Networking Equipment (estimated activity for FY 16)

EXHIBIT J

110	Software	Provost Office	Desire 2 Learn, Inc.	66,779	License Renewal
111	Equipment	Information Technology	Graybar Electric Company	80,000	Telecom Equipment (estimated activity for FY 16)
112	Service	OU Donor Program	Hibbs Funeral Home	136,000	Embalming, Transportation & Cremation Services (estimated activity for FY 16)
113	Lease	OU Physicians	Cates Project	52,404	Property Lease
114	Lease	Department of Pediatrics	Delhotel, Biehler, Fuller, & Caoughron	58,200	Property Lease
115	Service	Ophthalmology	Specialty Underwriters	74,174	Equipment Maintenance Coverage
116	Service	OU Physicians	Midcon Data Services, LLC	130,000	Records Storage (estimated activity for FY 16)
117	Service	University Research Park	AHI Facility Services, Inc.	405,785	Janitorial Services (estimated activity for FY 16)
118	Equipment	Department of Microbiology & Immunology	Waters Technologies Corporation	101,449	Lab Equipment
119	Service	OU Physicians	Southwestern Provider Services	318,713	Claims Processing (estimated activity for FY 16)
120	Service	Cell Biology	Specialty Underwriters	65,523	Equipment Maintenance Coverage
121	Service	OU Physicians	Gateway EDI, LLC	308,368	Statement Processing (estimated activity for FY 16)
122	Lease	Neurosurgery	Peppertree, LLC	72,488	Property Lease

EXHIBIT J

123	Service	Stephenson Oklahoma Cancer Center	Superior Linen Service, Inc.	65,000	Linen Service (estimated activity for FY 16)
124	Service	OU Physicians Family Medicine	MediClaim Services, Inc.	81,300	Billing Services (estimated activity for FY 16)
125	Equipment	College of Allied Health	SKC Communication Products, LLC	106,542	Audio/Visual Equipment
126	Service	Department of Neurology	Fidelis Partners	51,000	Recruitment
127	Service	Comparative Medicine	BCA Group	52,000	Equipment Maintenance Coverage
128	Vehicle	Motor Pool	Bob Hurley Ford, LLC	50,306	Ford Explorers
129	Equipment	OU Physicians	Laborie Medical Technologies Corporation	117,815	Lab Equipment
130	Software	Information Technology	Fishnet Security, Inc.	90,160	Software Subscription
131	Service	Department of Pediatrics	Sooner Legends Inn & Suites	280,250	Lodging & Meeting Rooms
132	Equipment	Stephenson Oklahoma Cancer Center	VWR International, LLC	97,138	Microarray Scanner
133	Software	Information Technology	Optiv Security, Inc.	754,218	Software Subscription & Maintenance
134	Software	College of Medicine	MedHub, LLC	91,140	Software Maintenance
135	Service	Human Resources	TrueScreen, Inc.	80,000	Background Checks (estimated activity for FY 16)
136	Lease	College of Nursing	2200 Classen, LLC	69,644	Lease Space
137	Furniture	Urology Clinic	Scott Rice	80,517	Furniture

EXHIBIT J

138	Service	Human Resources	Callan Associates, Inc.	62,424	Benefits Consulting
139	Service	Department of Obstetrics & Gynecology	ECG Management Consultants	79,125	Faculty Compensation Analysis
140	Service	Facilities Management	Simplex Grinnell, LP	160,920	Fire Alarm & Sprinkler Inspections (estimated activity for FY 16)
141	Service	Department of Pediatrics	Renaissance Tulsa Hotel & Convention Center	61,500	Lodging
142	Service	Department of Pathology	PST Services, Inc.	170,000	Patient Billing (estimated activity for FY 16)
143	Service	College of Allied Health	Norman Embassy Suites	88,058	Conference
144	Service	Office of Continuing Professional Development	Sheraton Midwest City Hotel	58,199	Conference
145	Service	College of Public Health	Staplegun	232,000	Advertising (estimated activity for FY 16)
146	Equipment	University Health Club	Enterprises USA, Inc.	147,306	Climbing Wall
147	Software	College of Medicine	3M Company	200,000	Software License
	Tulsa Campus				
148	Service	Internal Medicine	Alexander, Wollman & Stark	53,324	Recruitment
149	Supply	School of Community Medicine	Contract Drapery & Blind, Inc.	52,200	Window Shades
150	Service	Information Technology	Windstream Communications	68,498	Telecom Maintenance

EXHIBIT J

151	Service	Operations	Unicare Building Maintenance	277,310	Janitorial Services (estimated activity for FY 16)
152	Service	Operations	Unicare Building Maintenance	309,806	Clinic Janitorial Services (estimated activity for FY 16)
153	Service	Operations	Owl Nite Security	135,760	Security Services (estimated activity for FY 16)
154	Software	Information Technology	Chickasaw Telecom, Inc.	56,221	Software Maintenance
155	Service	OU Physicians	Press Ganey Associates, Inc.	66,288	Patient Survey (estimated activity for FY 16)
156	Supply	Department of Surgery	Angiodynamics, Inc.	75,000	Patient Supplies (estimated activity for FY 16)
157	Supply	Department of Surgery	Boston Scientific Corporation	112,500	Patient Supplies (estimated activity for FY 16)
158	Supply	Department of Surgery	McKesson Medical Surgical, Inc.	75,000	Medical Supplies (estimated activity for FY 16)
159	Software	Medical Informatics	Carestream Health, Inc.	156,908	Patient Portal Software
160	Service	Operations	Landcare	51,000	Lawn care (estimated activity for FY 16)
161	Service	Department of Pediatrics	Alexander, Wollman & Starks	80,000	Recruitment (estimated activity for FY 16)

II. SOLE SOURCE PROCUREMENTS FROM \$50,000 TO \$1,000,000
Competition Not Applicable

**Norman
Campus**

162	Lease	Athletics	Smartt 730 Asp	217,262	Property Lease
163	Equipment	Chemistry &	Advion	130,099	Mass Spectrometers

Biochemistry					
164	Lease	College of Continuing Education	VTA Oklahoma City, LLC	197,021	Property Lease
165	Service	University Press	Lighting Source, Inc.	100,000	Book Printing (estimated activity for FY 16)
166	Lease	College of Continuing Education	VTA Oklahoma City, Inc.	224,190	Property Lease
167	Service	Price College of Business	Fifth Ring	60,069	Consulting Services
168	Lease	College of Continuing Education	Norman and Complex, LLC	205,456	Property Lease
169	Lease	College of Continuing Education	G and W Development, LLC	194,420	Property Lease
170	Service	Public Affairs	Tulsa World	200,000	Advertising (estimated activity for FY 16)
171	Lease	College of Continuing Education	Norman and Complex, LLC	202,198	Property Lease
172	Lease	College of Continuing Education	Santa Fe North	98,809	Property Lease
173	Supply	Printing Services	Eastman Kodak Company	75,000	Printing Plates (estimated activity for FY 16)
174	Service	Printing Services	Heidelberg USA, Inc.	75,000	Equipment Maintenance (estimated activity for FY 16)
175	Supply	Printing Services	Eastman Kodak Company	200,000	Parts & Supplies (estimated activity for FY 16)
176	Service	Public Affairs	OPUBCO Comm Group	200,000	Advertising (estimated activity for FY 16)

EXHIBIT J

177	Lease	Printing Services	Bank of Springfield	124,702	Equipment Lease
178	Lease	Real Estate Operations	Ironwolf Building, LLC	63,700	Property Lease
179	Equipment	Petroleum & Geological Engineering	FEI Company	66,012	Equipment Maintenance Coverage
180	Service	Information Technology	Windstream Communications	275,787	Telephone System Maintenance Coverage
181	Software	Information Technology	Mathworks, Inc.	71,354	Software License
182	Supply	University Bands	Nike USA, Inc.	63,181	Band Gear
183	Service	Facilities Management	Pie System International	192,000	Metering Maintenance Coverage
184	Service	Law Library	William S. Hein & Company, Inc.	64,250	Book Printing
185	Service	Law Library	Thomson Reuters	67,531	Online Subscriptions
186	Service	Law Library	LexisNexis Matthew Bender	105,875	Book Printing
187	Service	Administration & Finance	Levymart II, LLC	60,000	Project Management
188	Service	University Libraries	ProQuest, LLC	380,000	Online Subscriptions
189	Service	Law Library	Wolters Kluwer Law & Business	72,720	Print Subscriptions
190	Service	Law Library	Bureau of National Affairs, Inc.	60,438	Online Subscriptions
191	Service	Public Affairs	Norman Transcript	150,000	Advertising (estimated activity for FY 16)
192	Service	Bizzell Library	Elsevier B V	75,000	Online Subscriptions
193	Service	Law Library	Thomson Reuters	130,700	Monographs & Subscriptions

EXHIBIT J

194	Service	Human Resources	Graystone Group Advertising	100,000	Job Advertising (estimated activity for FY 16)
195	Service	Facilities Management	WLW Company, LLC	224,000	Consulting Services (estimated activity for FY 16)
196	Service	Bizzell Library	Jstor	100,000	Online Subscriptions
197	Service	Bizzell Library	Thomson Reuters Science, Inc.	375,000	Online Subscriptions
198	Service	Bizzell Library	Greater Western Library Alliance	250,000	Online Subscriptions
199	Service	Bizzell Library	Elsevier B V	140,000	Online Subscriptions
200	Service	Bizzell Library	Amigos Library Services	220,000	Online Subscriptions
201	Software	Office of Research Administration	Evisions, Inc.	113,555	Software License
202	Service	Information Technology	Cayan, LLC	100,000	Credit Card Services
203	Service	Bizzell Library	Cengage Learning	120,000	Online Subscriptions
204	Service	Bizzell Library	Center for Research Libraries	70,000	Online Subscriptions
205	Software	Bursar's Office	Touchnet Information Systems, Inc.	245,554	Software Subscriptions
206	Equipment	Advanced Radar Research Center	ARA, Inc.	59,071	Reflector Antenna
207	Software	Housing & Food Services	Blackboard, Inc.	435,000	Software License
208	Equipment	Athletics	EVS Broadcast Equipment, Inc.	89,425	Server Upgrade
209	Service	Administration & Finance	Appable, LLC	109,600	App Development

EXHIBIT J

210	Service	Human Resources	Segal Company	100,000	Consulting Services (estimated activity for FY 16)
211	Service	Jimmie Austin OU Golf Course	Course Crafters	325,000	Bunkers
212	Lease	Information Technology	329 Partners 11, LTD	150,000	Property Lease
213	Service	Human Resources	Magellan Behavioral Health, Inc.	110,000	Employee Assistance Program (estimated activity for FY 16)
214	Equipment	Athletics	Athletic Recovery Zone	100,000	Cooling Bench
215	Lease	Real Estate Operations	Dowell Properties, Inc.	89,048	Property Lease
216	Lease	College of Continuing Education	Charles E. Smith Company	68,900	Property Lease
217	Service	Development Office	Ruffalo Noel Levitz	231,897	Telemarketing Services (estimated activity for FY 16)
218	Lease	College of Continuing Education	78 Robinson, LLC	163,200	Property Lease
219	Service	Information Technology	Sooner Sports Properties	185,650	Advertising (estimated activity for FY 16)
220	Lease	Real Estate Operations	Asp Street Investments	119,239	Property Lease
221	Service	Real Estate Operations	Asp Street Investments	52,258	Property Lease
222	Service	Price College of Business	Hilton London Tower Bridge	72,401	Student Lodging
223	Supply	College of Continuing Education	Cruise Aviation Associates, Inc.	330,000	Aviation Fuel (estimated activity for FY 16)
224	Furniture	Oklahoma Memorial Union	Eustis Chair	189,770	Dining Chairs

EXHIBIT J

225	Lease	Athletics	OKC Boathouse	50,250	Boat Rental Space
226	Service	Athletics	Daktronics, Inc.	190,770	Equipment Maintenance Coverage
227	Service	College of Continuing Education	Performance Dashboard	58,800	Consulting Services (estimated activity for FY 16)
228	Service	College of Continuing Education – Center for Public Management	Gimbel and Associates, Inc.	100,000	Consulting Services (estimated activity for FY 16)
229	Service	College of Continuing Education – Center for Public Management	Performance Solutions	75,000	Consulting Services (estimated activity for FY 16)
230	Equipment	National Weather Center	Teledyne Lecroy	199,080	Oscilloscope
231	Service	Information Technology	LinkedIn Corporation	58,125	Advertising
232	Equipment	Athletics	Riddell All American Sports Corporation	125,000	Helmets & Shoulder Pads (estimated activity for FY 16)
233	Service	KGOU Radio	Public Radio International	51,000	Programming Fees
234	Service	College of Arts and Sciences	Sooner Sports Properties	50,750	Marketing & Advertising (estimated activity for FY 16)
235	Service	KGOU Radio	National Public Radio	280,700	Membership Fees
236	Service	Center for Economic & Management Research	Bloomberg Financial LB	64,890	Subscription
237	Service	Human Resources	Nyhart	95,000	Actuarial Services
238	Equipment	Athletics	Sony Electronics, Inc.	81,996	Portable Camera

EXHIBIT J

239	Equipment	Advanced Radar Research Center	National Instruments Corporation	50,510	Lab Equipment
240	Service	President's Office	Steptoe & Johnson LLP	126,000	Government Relations Services (estimated activity for FY 16)
241	Equipment	Athletics	EVS Broadcast Equipment, Inc.	159,421	Server Upgrade
242	Equipment	Oklahoma Climatological Survey	Campbell Scientific, Inc.	75,483	Research Equipment
243	Lease	College of Continuing Education Training & Research Center	Baker Hughes, Inc.	93,500	Property Lease
244	Equipment	Center for Economic & Management Research	RM Young Company	53,254	Research Equipment
245	Software	Information Technology	Innotas	55,897	Software License
246	Software	Prospective Student Services	Zinch	95,040	License Renewal
247	Service	Center for Business & Economics	Global Well Control	200,000	Instructional Services (estimated activity for FY 16)
248	Service	Bursar's Office	Education Computer Systems, Inc.	135,000	Collection Service (estimated activity for FY 16)
249	Software	OU Graduation Office	Skyfactor	92,200	License Renewal
250	Service	Financial Services	McGladrey LLP	90,300	Auditing Services (estimated activity for FY 16)
251	Equipment	Fleet Services	T2 Systems	92,360	Parking Management Hardware
252	Software	Information Technology	Microsoft, Inc.	161,688	Software License

EXHIBIT J

253	Equipment	Sam Noble Museum of Natural History	The Stee Fixture Manufacturing Company	73,871	Entomology Case
254	Service	College of Continuing Education Marketing & Communication	Sooner Sports Properties	95,610	Advertising
255	Service	College of Continuing Education Marketing & Communication	Sooner Sports Properties	168,850	Advertising (estimated activity for FY 16)
256	Service	OU Alumni Association	Sooner Sports Properties	55,000	Marketing (estimated activity for FY 16)
257	Service	College of Continuing Education	Shijiazhuang Person Education Investment and Consulting	900,000	Recruitment Services (estimated activity for FY 16)
258	Service	Athletics	Colonade Group	210,000	Seat Management (estimated activity for FY 16)
259	Software	Provost Office	SAS Institute, Inc.	147,563	Software License
260	Service	Executive Affairs	Clear Channel Airports	83,940	Advertising (estimated activity for FY 16)
261	Service	College of Continuing Education	Policy Studies Associates	60,000	Case Study
262	Service	OU Press	Lighting Source	55,000	Printing & Binding (estimated activity for FY 16)
263	Service	Facilities Management	Shawnee Lighting Systems, Inc.	224,032	Lighting System
264	Supply	Stephenson Research Center	Agilent Technologies, Inc.	200,073	Arrays (estimated activity for FY16)

Health
Sciences
Center
Campus

EXHIBIT J

265	Service	Human Resources	Nyhart	95,000	Actuarial Services (estimated activity for FY16)
266	Equipment	Stephenson Oklahoma Cancer Center	Infusystem	61,507	Medical Equipment
267	Software	OU Physicians	GE Healthcare	270,659	Software License
268	Service	College of Pharmacy	ABT Molecular Imaging, Inc.	52,994	Equipment Maintenance
269	Software	Information Technology	SPOK, Inc.	50,047	Software Maintenance
270	Software	Information Technology	Touchnet Information Systems, Inc.	61,532	License Renewal
271	Service	Department of Obstetrics & Gynecology	Experian Consumer Direct	156,080	Credit Monitoring (estimated activity for FY 16)
272	Software	College of Pharmacy	Truven Health Analytics, Inc.	58,466	Subscription
273	Service	College of Pharmacy	Acute and Intensive Care Pediatrics	125,000	Professional Services (estimated activity for FY 16)
274	Service	Radiological Sciences	Sunset Radiology, Inc.	175,000	Radiological Services (estimated activity for FY 16)
275	Service	Radiological Sciences	Melissa Pfenning, PLLC	175,000	Radiological Services (estimated activity for FY 16)
276	Service	Radiological Sciences	Infocus Diagnostic Imaging, LLC	100,000	Radiological Services (estimated activity for FY 16)
277	Service	College of Pharmacy	Claremore Indian Hospital	105,000	Clinical Pharmacy Specialist (estimated activity for FY 16)
278	Service	OU Physicians	Mingle Analytics, LLC	75,000	Registry Reporting (estimated activity for FY 16)
279	Lease	OU Physicians	Evans Investment, LLC	75,050	Property Lease

EXHIBIT J

280	Service	Breast Institute	Hologic, Inc.	61,600	Equipment Maintenance Coverage
281	Lease	Southwest Oklahoma Family Medicine Practice	RBS, Inc.	94,800	Property Lease
282	Service	Stephenson Oklahoma Cancer Center	Republic Parking System	64,350	Valet Parking (estimated activity for FY 16)
283	Equipment	Stephenson Oklahoma Cancer Center	Infusystem	101,740	Medical Equipment
284	Service	Breast Institute	Devicor Medical Products, Inc.	73,600	Equipment Rental
285	Supply	Orthopedic Surgery	Genzyme Corporation	58,000	Pharmacy Supplies
286	Software	OU Physicians	Citrix Systems	73,045	Software Maintenance
287	Software	Information Technology	DLT Solutions	136,100	Subscription
288	Supply	OU Physicians	Spinal Tech	129,500	Prosthetic Devices (estimated activity for FY 16)
289	Supply	OU Children's Physicians	McKesson Plasma and Biologics LLC	125,000	Pharmaceuticals (estimated activity for FY 16)
290	Supply	Department of Pediatrics	Abbott Laboratories, Inc.	69,696	Lab Supplies
291	Service	College of Pharmacy	Saint Francis Hospital	52,740	Clinical Faculty
292	Software	OU Physicians	Language Access Network, LLC	109,802	Software Maintenance
293	Software	OU Physicians	Televox	300,000	Software Maintenance
294	Service	OU Physicians	BancFirst	66,000	Lockbox Rental (estimated activity for FY 16)
295	Supply	Department of Pediatrics	Agilent Technologies,	215,202	Array Chips

EXHIBIT J

			Inc.		
296	Software	OU Physicians	GE Healthcare IITS USA Corporation	966,182	Software Maintenance
297	Service	College of Medicine – Deans Office	Association of America Medical Colleges	61,430	Institutional Membership
298	Service	College of Medicine – Deans Office	National Board of Medical Examiners	54,000	Subscription
299	Service	Facilities Management	Steris Corporation	61,024	Maintenance Coverage
300	Service	Facilities Management	Johnson Controls, Inc.	110,028	Chiller Repair
301	Service	University Research Park	Innovative Mechanical LLC	100,202	Energy Management System Repair
302	Service	University Research Park	Jackson Boiler & Tank Company	110,028	Boiler Repairs
303	Service	Robert M. Bird Library	Teton Data Systems	221,917	Online Subscriptions
304	Supply	Department of Obstetrics & Gynecology	American Academy of Pediatrics	60,000	Continuing Education Books (estimated activity for FY 16)
305	Service	Robert M. Bird Library	Ovid Technologies, Inc.	239,159	Online Subscription
306	Lease	OU Physicians	OU Medical Center	99,996	Equipment Lease
307	Service	Biostatistics & Epidemiology	Professional Data Analysts, Inc.	185,000	Helpline (estimated activity for FY 16)
308	Supply	Department of Obstetrics & Gynecology	Theracom LLC	301,027	Patient Supplies (estimated activity for FY 16)
309	Software	OU Physicians	GE Healthcare IITS USA Corporation	180,000	Software Upgrade

EXHIBIT J

310	Service	Department of Obstetrics & Gynecology	Gibbs, Ronald	108,000	Consulting Services (estimated activity for FY 16)
311	Lease	Department of Pediatrics	Latino Community Development Agency	51,438	Lease Space
312	Service	Stephenson Oklahoma Cancer Center	Sarah Cannon Research Institute LLC	80,000	Research Site Development
313	Service	College of Pharmacy	Wolters Kluwer	98,020	Online Subscription
314	Service	College of Medicine	Standard Insurance Company	85,000	Resident Disability Insurance
315	Lease	OU Physicians	Fountain Lake Retail Investors, LLC	265,516	Property Lease
316	Service	OU Physicians	Oklahoma All Sports Association	113,276	Advertising
317	Equipment	OU Physicians	Hologic, Inc.	125,000	Lab Equipment
318	Service	Robert M. Bird Library	McGraw-Hill Global Education Holding, LLC	278,383	Online Subscription
319	Service	Robert M. Bird Library	ARH Therapy, Inc.	68,000	Consulting Services (estimated activity for FY16)
320	Service	College of Pharmacy – Nuclear Pharmacy	United Pharmacy Partners, Inc.	150,000	Administration Fees (estimated activity for FY 16)
321	Supply	Infectious Diseases	Orasure Technologies, Inc.	225,420	HCV Tests
322	Equipment	Biochemistry & Molecular Biology	Nanotemper Technologies GMBH	136,200	Lab Equipment
323	Service	Department of Pediatrics	Choctaw Nation of Oklahoma	84,408	Study Recruitment

EXHIBIT J

324	Software	OU Physicians	GE Healthcare IITS USA Corporation	137,344	Software License
325	Service	Stephenson Oklahoma Cancer Center	Tulsa Cancer Institute PLLC	63,824	Property Lease
326	Supply	Cell Biology	Ingenious Targeting Laboratory, Inc.	137,500	Tissue Sampling (estimated activity for FY 16)
327	Software	Stephenson Oklahoma Cancer Center	Biopticon Corporation	54,000	Software License
328	Service	OU Physicians	Phillips Healthcare	85,000	Equipment Maintenance Coverage
329	Service	Stephenson Oklahoma Cancer Center	Sooner Sports Properties	60,000	Advertising (estimated activity for FY 16)
330	Software	Provost Office	Topaz Technologies	99,625	Software Upgrade
331	Service	Site Support	Trane US, Inc.	103,459	Chiller Maintenance
332	Supply	College of Dentistry	Whip Mix	56,400	Dental Supplies
333	Software	OU Physicians	GE Healthcare IITS USA Corporation	83,475	Online patient Software
334	Equipment	College of Pharmacy	Hroiba Scientific	55,212	Medical Equipment
335	Service	Parking & Transportation	Republic Parking System	90,000	Parking (estimated activity for FY 16)
336	Service	Stephenson Oklahoma Cancer Center	Sarah Cannon Research Institute LLC	160,000	Clinical Research (estimated activity for FY 16)
337	Equipment	Comparative Medicine	NuAire	92,024	Biological Safety Cabinet
	Tulsa Campus				
338	Supply	Department of Obstetrics & Gynecology	Curascript Specialty Distribution	239,171	Patient Supplies

EXHIBIT J

339	Service	Department of Obstetrics & Gynecology	Perinatal Center of Oklahoma PLLC	180,000	Physician Services (estimated activity for FY 16)
340	Software	Medical Informatics	Citrix Systems, Inc.	56,214	Software License
341	Supply	Department of Obstetrics & Gynecology	Theracom, LLC	121,577	Patient Supplies (estimated activity for FY 16)
342	Supply	Department of Obstetrics & Gynecology	Theracom, LLC	77,500	Patient Supplies (estimated activity for FY 16)
343	Service	OU Physicians	Allscripts Healthcare, LLC	180,000	Billing Services (estimated activity for FY 16)
344	Service	OU Physicians	Allscripts Healthcare, LLC	72,000	Electronic Claims Management (estimated activity for FY 16)
345	Service	OU Physicians	RAS, LLC	60,000	Project Equipment
346	Supply	OU Physicians	Spectranetics Corporation	150,000	Patient Supplies (estimated activity for FY 16)
347	Supply	OU Physicians	Maquet Medical Systems USA	120,000	Patient Supplies (estimated activity for FY 16)
348	Service	Operations	Johnson Controls	60,000	HVAC Repairs
349	Software	Medical Informatics	Medfusion, Inc.	90,900	Patient Portal Subscription
350	Service	Department of Pediatrics	Emergency Medicine Physicians of Tulsa County PLLC	75,000	Teaching Services (estimated activity for FY 16)
351	Software	Medical Informatics	GE Healthcare IITS USA Corporation	188,053	Software Licenses & Support
352	Service	OU Physicians	Johnson Controls	79,935	Security Equipment Installation

EXHIBIT J

353	Service	Department of Pediatrics	Warren Clinic	75,000	Resident Instruction (estimated activity for FY 16)
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Academic Program Council
Approved Course Changes - October 2, 2015

Prefix /Number	Title	Comments
<u>COURSE CHANGES</u>		
<u>College of Arts and Sciences</u>		
MATH 4433	Introduction to Analysis I	Change Description Change Course Level
P SC 3123	Social Statistics	Change Description Change Course Level
PSY 3114	Research Methods II: Applications and Experimental Design	Change Description Change Course Level
PSY 3203	Cognitive Psychology	Change Description Change Course Level
SOC 3123	Social Statistics	Change Description
SPAN 3853	Readings in Spanish Literature	Change Title Change Title (Short) Change Description
<u>Price College of Business</u>		
B AD 5101	MBA - Professional Development	Change Course Level
ENGB 5182	Enterprise Valuation, Mergers and Acquisitions, and Corporate Restructuring	Change Description
<u>Jeannine Rainbolt College of Education</u>		
EDSC 6532	Paradigms For Scientific Investigations (old)	Change Course Number
EDSC 6333	Paradigms For Scientific Investigations (new)	Change Title Change Title (Short) Change Description Change Course Level
<u>College of Engineering</u>		
C S 1303	The Power and Elegance of Computational Thinking	Change Description
<u>Weitzenhoffer College of Fine Arts</u>		
MTHR 3162	Repertoire	Change Title

			Change Title (Short) Change Description Change Course Level
MTHR	3172	Roles	Change Title Change Title (Short) Change Description Change Course Level
<u>Honors College</u>			
HON	2963	Perspectives on the Global Experience; Globalizing Africa	Change Title Change Title (Short) Change Description

COURSE DELETIONS

College of Arts and Sciences

KM	4970	Special Topics/Seminar
KM	4980	Honors Research
KM	4990	Independent Study
PSY	4753	Industrial Psychology

NEW COURSES

College of Arts and Sciences

CL C	1123	Gods and Heroes in Art
RELS	2603	Religions of India: Confluences and Conflicts
RELS	3843	Archaeology of the Lands of the Bible

Price College of Business

B AD	5201	MBA - Professional Development II
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Jeannine Rainbolt College of Education

EDRG	5843	Teaching Writing in Elementary Classrooms
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College of Engineering

C S	1321	Java for Programmers
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Academic Program Council
Approved Course Changes - November 6, 2015

Prefix /Number	Title	Comments
COURSE CHANGES		
<u>Academic Affairs</u>		
EXPO 1213	Expository Writing	Change Description Change Course Level
<u>College of Architecture</u>		
CNS 5003	Construction Fundamentals I	Change Description
CNS 5353	Leadership in the Construction Industry	Change Description
<u>College of Arts and Sciences</u>		
ANTH 1113	General Anthropology	Change Description Change Course Level
ANTH 2203	Peoples of the World	Change Title Change Title (Short) Change Description Change Course Level
CAS 2033	Fundamentals of Nonprofit Management I	
CAS 3033	Fundamentals of Nonprofit Management II	Change Description
CAS 4033	Managing the Nonprofit Organization II	Change Title (Short) Change Description Change Course Level
COMM 5313	Qualitative Research Methods	Change Description Change Course Level
COMM 5383	Survey of Political Communication	Change Description Change Course Level
GERM 4643	The Nineteenth Century	Change Title Change Title (Short) Change Description

EXHIBIT K

GERM	5643	The Nineteenth Century	Change Title Change Title (Short) Change Description
HES	3863	Exercise and Health Issues of Women	Change Title Change Title (Short) Change Description Change Course Level
IPE	3603	Wildlife Conservation and the Global Perspective (old)	Change Course Number Change Title
IPE	2603	Wildlife Conservation and the Global Perspective (new)	Change Title (Short) Change Description
IPE	3623	Human-Wildlife Interactions (old)	Change Course Number
IPE	2623	Human-Wildlife Interactions (new)	Change Description
IPE	3023	The Psychology of Environmentalism	Change Title Change Title (Short) Change Description
JAPN	3013	Advanced Japanese Listening and Speaking	Change Title (Short) Change Description Change Course Level
JAPN	4113	Advanced Japanese Reading and Writing	Change Title Change Title (Short) Change Description Change Course Level
JAPN	4223	Advanced Japanese Conversation and Composition II	Change Title Change Title (Short) Change Description Change Course Level
LING	3173	Lesser Studied Languages	Change Description
LIS	5023	Management of Information and Knowledge Organizations	Change Description
LIS	5043	Organization of Information and Knowledge Resources	Change Description
LIS	5053	Information Users in the Knowledge Society	Change Description
LIS	5223	Information Technology Management	Change Description
LIS	5413	Indexing and Abstracting	Change Description

EXHIBIT K

			Change Course Level
LIS	5473	Document and Records Management	Change Description Change Course Level
LIS	5653	Preservation of Information Materials	Change Description Change Course Level
LIS	5683	Database Design for Information Organizations	Change Description
LIS	5920	Directed Research	Change Description Change Course Level
LIS	5940	Directed Project	Change Description Change Course Level
LIS	5960	Directed Readings	Change Description Change Course Level
LIS	5980	Research for Master's Thesis	Change Description Change Course Level
LIS	5990	Special Problems	Change Description Change Course Level
MATH	4093	Applied Numerical Methods	Change Description Change Course Level
MATH	4123	Fourier Transforms	Change Description
MATH	4163	Introduction to Partial Differential Equations	Change Description Change Course Level
MATH	4653	Introduction To Differential Geometry I	Change Description Change Course Level
MATH	5093	Applied Numerical Methods	Change Description Change Course Level
MATH	5123	Fourier Transforms	Change Description
MATH	5263	Issues and Problems in Mathematics Pedagogy	Change Description Change Course Level
MATH	5653	Introduction To Differential Geometry I	Change Description Change Course Level
NAS	4933	Introduction to Tribal Economic Development (old)	Change Course Number

EXHIBIT K

NAS	4353	Introduction to Tribal Economic Development (new)	Change Description Change Course Level
NAS	5933	Tribal Economic Development (old)	Change Course Number
NAS	5353	Tribal Economic Development (new)	Change Title Change Description Change Course Level
PHIL	4533	Philosophy of Language	Change Description Change Course Level
PHIL	4543	Philosophy of Mind	Change Description Change Course Level
PHIL	5143	Symbolic Logic II	Change Description Change Course Level
PHIL	5533	Philosophy of Language	Change Description Change Course Level
PHIL	5543	Philosophy of Mind	Change Description Change Course Level
P SC	5383	Survey of Political Communication	Change Description Change Course Level
S WK	5243	Human Behavior II: Groups, Organizations and Communities	Change Description Change Course Level
S WK	5423	Social Work Practicum II	Change Description Change Course Level
S WK	5503	Advanced Direct Practice with Populations at Risk	Change Description
S WK	5553	Human Services Administration	Change Description
S WK	5613	Advanced Group Work	Change Description
S WK	5623	Advanced Social Work Practice with Families	Change Description
S WK	5633	Resource Development	Change Description
S WK	5763	Community Organizing and Development	Change Description
S WK	5816	Practicum III - Direct Practice	Change Description
S WK	5826	Practicum IV - Direct Practice	Change Description
S WK	5836	Practicum III - Administration & Community	Change Description

Practice

S WK	5846	Practicum IV - Administration & Community Practice	Change Description
S WK	5960	Directed Readings	Change Description Change Course Level
S WK	5973	Advanced Integrative Seminar for Direct Social Work Practice	Change Description
S WK	5983	Program Monitoring and Evaluation	Change Description
SOC	5313	Qualitative Research Methods	Change Description Change Course Level

College of Engineering

BME	2333	Biomedical Engineering Fundamentals	Change Description
CEES	4253	Statistics and Probability	
CH E	3723	Numerical Methods for Engineering Computation	Change Description Change Course Level
CH E	4163	Catalysis	Change Title Change Title (Short)
CH E	5163	Catalysis (Slashlisted with 4163)	Change Title Change Title (Short) Change Description

College of Liberal Studies

LSCJ	5063	Research Methods for Criminal Justice	Change Description
LSTD	4313	Homeland/Global Security and Justice (old)	Change Course Number
LSTD	4463	Homeland/Global Security and Justice (new)	
LSTD	5043	Research Methods in Interdisciplinary Studies	Change Description
LSTD	5083	Qualitative Research Methods in Interdisciplinary Studies	Change Description

COURSE DELETIONS

College of Arts and Sciences

KM	5023	Management of Information and Knowledge	
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Organizations

KM	5033	Information and Knowledge Society
KM	5043	Organization of Information and Knowledge Resources
KM	5053	Information Users in the Knowledge Society
KM	5063	Information and Communication Technology
KM	5223	Information Technology Management
KM	5263	Organizational Learning and Learning Organizations
KM	5413	Indexing and Abstracting
KM	5433	Design and Implementation of Web-Based Information Services
KM	5473	Document and Records Management
KM	5523	Online Information Retrieval
KM	5553	Competitive Intelligence
KM	5603	Information and Communication Technology
KM	5653	Preservation of Information Materials
KM	5673	Knowledge Management Tools and Technologies
KM	5683	Database Design for Information Organizations
KM	5713	Research Methods
KM	5723	Knowledge Management Design Project
KM	5823	Internship in Knowledge Management
KM	5920	Directed Research
KM	5940	Directed Project
KM	5960	Directed Readings
KM	5970	Special Topics/Seminar

KM	5980	Research for Master's Thesis
KM	5990	Special Problems
LING	4533	Philosophy of Language
LING	4543	Philosophy of Mind
LING	5143	Symbolic Logic II
NAS	5050	Directed Readings in Native American Studies

NEW COURSES

College of Arts and Sciences

ANTH	4930	Advanced Fieldwork in Anthropology
ENST	2940	Environmental Research Experiences for Students (ERES): Research Reading
ENST	2950	Environmental Research Experiences for Students (ERES): Practical Research
ENST	3940	Environmental Research Experiences for Students (ERES): Research Reading
ENST	3950	Environmental Research Experiences for Students (ERES): Practical Research
ENST	2703	Ecological Literacy
ENST	2713	Plants, People and the Environment
ENST	3243	Introduction to Water Law
ENST	3653	Community Conservation
ENST	3723	Philosophical Issues in Ecological Restoration
ENST	4633	Hot Topics in Wildlife Conservation
GERM	4353	German Poetry in its Cultural Context
GERM	5353	German Poetry in its Cultural Context
H R	5603	Play Therapy with Children

H R	5623	Post-Traumatic Stress Disorder
H R	5633	Advanced Counseling Skills
H R	5643	Crisis Intervention
H R	5653	Grief, Death and Dying
H R	5663	Psychopathology
H R	5673	LPC Clinical Supervision
H R	5683	Working with Divorcing Families
H R	5693	Issues in Aging
H R	5763	Counseling Issues and Human Sexuality
KIOW	1715	Beginning Kiowa
KM	5453	Digital Collections
MBIO	2123	Cornerstone Research Experience

Jeannine Rainbolt College of Education

EDEC	5930	Early Childhood Instructional Coaching
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College of Engineering

ECE	4733	RF & Microwave Filter Design
ECE	5733	RF & Microwave Filter Design

College of International Studies

IAS	3603	Energy, Environment & Climate Change in China
IAS	3703	South Asian Security
IAS	3683	Poverty and Inequality in the Middle East
IAS	3713	Race & Immigration in Europe
IAS	3733	Public Health in Africa

IAS 3763 Women and Gender in the Middle East

Gaylord College of Journalism

JMC 4533 Mystery Writing

JMC 5533 Mystery Writing

JMC 4593 Young Adult Fiction Writing

JMC 5593 Young Adult Fiction Writing

QUARTERLY FINANCIAL ANALYSIS
For the quarter ended September 30, 2015

EXECUTIVE SUMMARY

Highlights from the *Statements of Net Assets* as of September 30, 2015 and *Statements of Changes in Net Assets* for the three months then ended are presented below.

STATEMENTS OF NET ASSETS

- Total assets of \$2.1 billion exceeded related liabilities of \$1.5 billion by \$620.3 million.
- Education & General assets of \$140.1 million exceeded related liabilities of \$23.5 million by \$116.6 million.
- Sponsored Program assets of \$15.6 million offset related liabilities of \$15.6 million.
- Auxiliary Enterprise assets of \$599.1 million exceeded related liabilities of \$365.7 million by \$233.4 million.
- Service Unit assets of \$193.9 million exceeded related liabilities of \$127.3 million by \$66.6 million.
- Regents' Fund assets of \$125.5 million exceeded related liabilities of \$40.4 million by \$85.1 million.
- Other Fund assets of \$1.0 billion exceeded related liabilities of \$904.0 million by \$118.6 million. Other Funds consist of fixed assets, net of accumulated depreciation and related bonds and master lease obligations, short-term pooled investment fund, student fee and fringe benefit clearing departments and other academic and administrative activities. Liabilities of \$904.0 million include the University's proportional allocation of the Oklahoma Teachers Retirement System unfunded pension obligation of \$243.2 million.

STATEMENTS OF CHANGES IN NET ASSETS

- Total revenues of \$439.7 million exceeded expenses of \$398.1 million by \$41.6 million.
- Education & General revenues of \$200.7 million exceeded expenses of \$156.6 million, resulting in a net increase of \$44.1 million.
- Sponsored Program revenues of \$40.2 million offset expenses of \$40.2 million.
- Auxiliary Enterprise revenues of \$55.6 million trailed expenses of \$67.9 million, resulting in a net decrease of \$12.3 million.
- Regents' Fund revenues of \$(1.0) million trailed expenses of \$1.4 million, resulting in a net decrease of \$2.4 million.
- Other Fund revenues of \$144.2 million exceeded expenses of \$132.0 million, resulting in a net increase of \$12.2 million.

Regents' Fund financial highlights as of September 30, 2015, and for the three months then ended are presented below.

- As of September 30, 2015, the Regents' Fund consisted of 232 individual funds under the governance of the Board of Regents of the University of Oklahoma. Net assets totaled \$125.4 million, a \$2.4 million (1.9%) decrease from June 30, 2015.
- As of September 30, 2015, the market value of assets held by the University of Oklahoma Foundation on behalf of the Regents' Fund totaled \$122.7 million.
- Regents' Fund assets held in the Foundation's Consolidated Investment Fund (CIF) had a net market value of \$85.2 million, a \$3.8 million (4.3%) decrease from June 30, 2015. For the three months ended September 30, 2015, the CIF reported earnings of -5.5% which exceeded its benchmark of -6.0% by 50 basis points.
- Regents' Fund assets held in the Foundation's Expendable Investment Pool (EIP) had a net market value of \$37.5 million, a \$4.8 million (11.3%) decrease from June 30, 2015. For the three months ended September 30, 2015, the EIP reported earnings of -2.1%, which trailed its benchmark rate of -1.9% by 20 basis points.

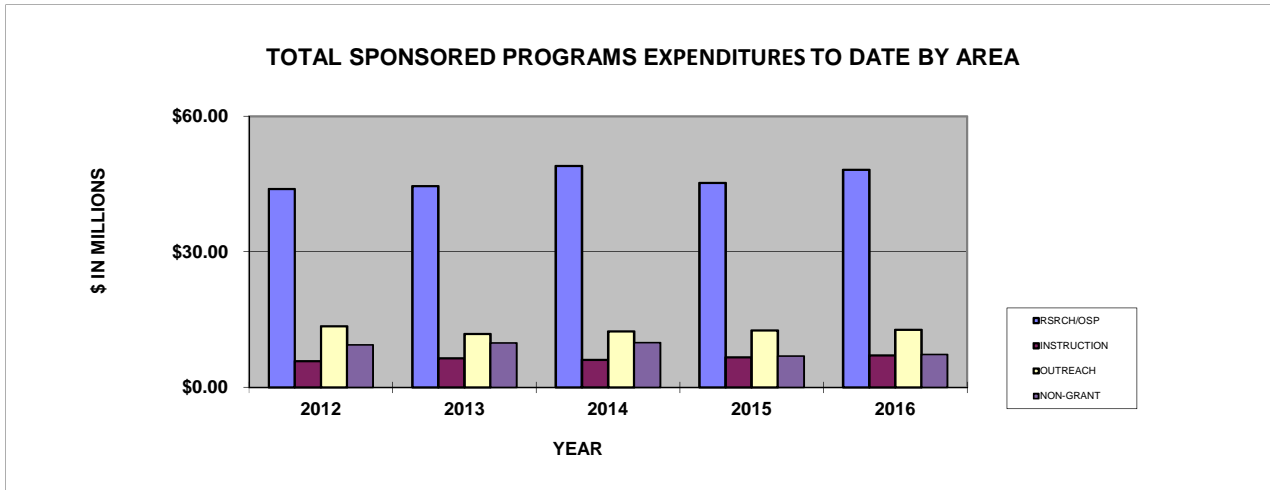
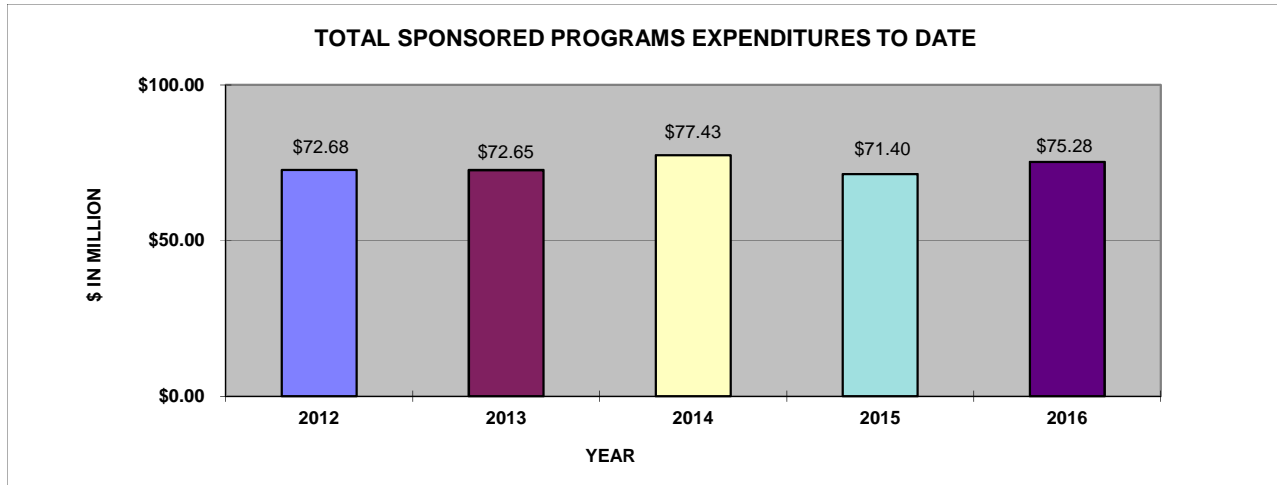
UNIVERSITY OF OKLAHOMA - NORMAN CAMPUS
 STATEMENTS OF NET ASSETS
 AS OF SEPTEMBER 30, 2015 AND 2014
 UNAUDITED

	Education & General		Sponsored Programs		Auxiliary Enterprises		Service Units	
	9/30/2015	9/30/2014	9/30/2015	9/30/2014	9/30/2015	9/30/2014	9/30/2015	9/30/2014
ASSETS								
CURRENT AND NONCURRENT ASSETS								
Cash and Cash Equivalents	\$ 25,471,000	\$ 63,220,000	\$ 88,693,000	\$ 77,929,000	\$ 48,615,000	\$ 59,561,000	\$ 54,316,000	\$ 52,575,000
Investments	-	-	29,000	31,000	-	-	-	-
Student Loans Receivable, Net	18,444,000	18,137,000	28,313,000	25,460,000	10,233,000	9,317,000	9,643,000	10,677,000
Accounts Receivable, Net	96,162,000	82,291,000	(101,420,000)	(88,122,000)	1,165,000	1,152,000	-	-
Due From (To) Other Funds	-	509,000	-	-	6,785,000	7,363,000	1,272,000	1,028,000
Deposits and Prepaid Expenses	-	-	-	-	3,410,000	2,978,000	651,000	684,000
Inventory	-	-	-	-	70,208,000	80,371,000	65,882,000	64,964,000
Total Current and Noncurrent Assets	140,077,000	164,157,000	15,615,000	15,298,000	70,208,000	80,371,000	65,882,000	64,964,000
FIXED ASSETS, NET								
Total Assets	\$ 140,077,000	\$ 164,157,000	\$ 15,615,000	\$ 15,298,000	\$ 529,912,000	\$ 529,187,000	\$ 128,073,000	\$ 125,712,000
LIABILITIES & NET ASSETS								
CURRENT AND NONCURRENT LIABILITIES								
Accounts Payable	\$ -	\$ 1,000	\$ -	\$ -	\$ 5,578,000	\$ 6,048,000	\$ 3,766,000	\$ 3,947,000
Utilities Management Agreement	-	-	-	-	-	-	-	-
OPEB Obligation	-	-	-	-	-	-	-	-
Current Portion of L-T Debt	23,467,000	22,061,000	-	-	18,700,000	15,557,000	2,507,000	2,299,000
Accrued Expenses	62,000	6,655,000	15,614,000	15,297,000	10,628,000	10,749,000	4,365,000	4,176,000
Deferred Income	-	-	-	-	49,345,000	48,365,000	13,252,000	12,203,000
Deposits Held in Custody for Others	-	-	-	-	-	-	-	-
Total Current and Noncurrent Liabilities	23,529,000	28,717,000	15,614,000	15,297,000	84,251,000	80,719,000	23,890,000	22,625,000
LONG-TERM LIABILITIES								
Utilities Management Agreement	-	-	-	-	-	-	-	-
OPEB Obligation	-	-	-	-	-	-	-	-
Net Pension Obligation	-	-	-	-	-	-	-	-
Federal Loan Program Refundable	-	-	-	-	-	-	-	-
Contribution	-	-	-	-	-	-	-	-
Bonds and Master Lease Obligations	-	-	-	-	281,416,000	299,004,000	103,446,000	98,325,000
Total Long-Term Liabilities	-	-	-	-	281,416,000	299,004,000	103,446,000	98,325,000
Total Liabilities	23,529,000	28,717,000	15,614,000	15,297,000	365,667,000	379,723,000	127,336,000	120,950,000
NET ASSETS								
Unrestricted	116,548,000	135,440,000	-	-	4,657,000	15,209,000	44,499,000	44,638,000
Restricted	-	-	1,000	1,000	-	-	-	-
Endowment	-	-	-	-	-	-	-	-
Capital Assets, Net of Related Debt	-	-	-	-	228,796,000	214,626,000	22,120,000	25,088,000
Total Net Assets	116,548,000	135,440,000	1,000	1,000	233,453,000	229,835,000	66,619,000	69,726,000
Total Liabilities & Net Assets	\$ 140,077,000	\$ 164,157,000	\$ 15,615,000	\$ 15,298,000	\$ 599,120,000	\$ 609,558,000	\$ 193,955,000	\$ 190,676,000

UNIVERSITY OF OKLAHOMA - NORMAN CAMPUS
 STATEMENTS OF NET ASSETS
 AS OF SEPTEMBER 30, 2015 AND 2014
 UNAUDITED

	Regents' Fund		Other Funds		Total	
	9/30/2015	9/30/2014	9/30/2015	9/30/2014	9/30/2015	9/30/2014
ASSETS						
CURRENT AND NONCURRENT ASSETS						
Cash and Cash Equivalents	\$ 164,000	\$ (413,000)	\$ 76,117,000	\$ 82,052,000	\$ 293,376,000	\$ 334,924,000
Investments	123,255,000	132,510,000	9,340,000	9,992,000	132,624,000	142,533,000
Student Loans Receivable, Net	2,064,000	2,128,000	17,326,000	17,026,000	19,390,000	19,154,000
Accounts Receivable, Net	3,000	1,056,000	26,888,000	27,715,000	93,524,000	92,362,000
Due From (To) Other Funds	-	-	4,093,000	4,679,000	-	-
Deposits and Prepaid Expenses	-	-	9,279,000	7,074,000	17,336,000	15,974,000
Inventory	-	-	538,000	492,000	4,599,000	4,154,000
Total Current and Noncurrent Assets	125,486,000	135,281,000	143,581,000	149,030,000	560,849,000	609,101,000
FIXED ASSETS, NET						
	-	-	879,009,000	842,245,000	1,535,994,000	1,497,144,000
Total Assets	\$ 125,486,000	\$ 135,281,000	\$ 1,022,590,000	\$ 991,275,000	\$ 2,096,843,000	\$ 2,106,245,000
LIABILITIES & NET ASSETS						
CURRENT AND NONCURRENT LIABILITIES						
Accounts Payable	\$ 108,000	\$ 2,611,000	\$ 35,344,000	\$ 45,995,000	\$ 44,796,000	\$ 58,602,000
Utilities Management Agreement	-	-	4,720,000	4,720,000	4,720,000	4,720,000
OPEB Obligation	-	-	5,250,000	4,852,000	5,250,000	4,852,000
Current Portion of L-T Debt	-	-	11,252,000	13,963,000	32,459,000	31,819,000
Accrued Expenses	-	-	7,466,000	5,177,000	45,926,000	42,163,000
Deferred Income	-	-	-	-	78,273,000	82,520,000
Deposits Held in Custody for Others	40,250,000	40,878,000	14,429,000	3,138,000	54,679,000	44,016,000
Total Current and Noncurrent Liabilities	40,358,000	43,489,000	78,461,000	77,845,000	266,103,000	268,692,000
LONG-TERM LIABILITIES						
Utilities Management Agreement	-	-	90,120,000	90,120,000	90,120,000	90,120,000
OPEB Obligation	-	-	96,967,000	81,677,000	96,967,000	81,677,000
Net Pension Obligation	-	-	282,396,000	-	282,396,000	-
Federal Loan Program Refundable Contribution	-	-	14,440,000	14,404,000	14,440,000	14,404,000
Bonds and Master Lease Obligations	-	-	341,600,000	332,011,000	726,462,000	729,340,000
Total Long-Term Liabilities	-	-	825,523,000	518,212,000	1,210,385,000	915,541,000
Total Liabilities	40,358,000	43,489,000	903,984,000	596,057,000	1,476,488,000	1,184,233,000
NET ASSETS						
Unrestricted	108,000	2,611,000	(407,551,000)	(101,053,000)	(241,739,000)	96,845,000
Restricted	30,229,000	37,726,000	-	-	30,230,000	37,727,000
Endowment	54,791,000	51,455,000	-	-	54,791,000	51,455,000
Capital Assets, Net of Related Debt	-	-	526,157,000	496,271,000	777,073,000	735,985,000
Total Net Assets	85,128,000	91,792,000	118,606,000	395,218,000	620,355,000	922,012,000
Total Liabilities & Net Assets	\$ 125,486,000	\$ 135,281,000	\$ 1,022,590,000	\$ 991,275,000	\$ 2,096,843,000	\$ 2,106,245,000

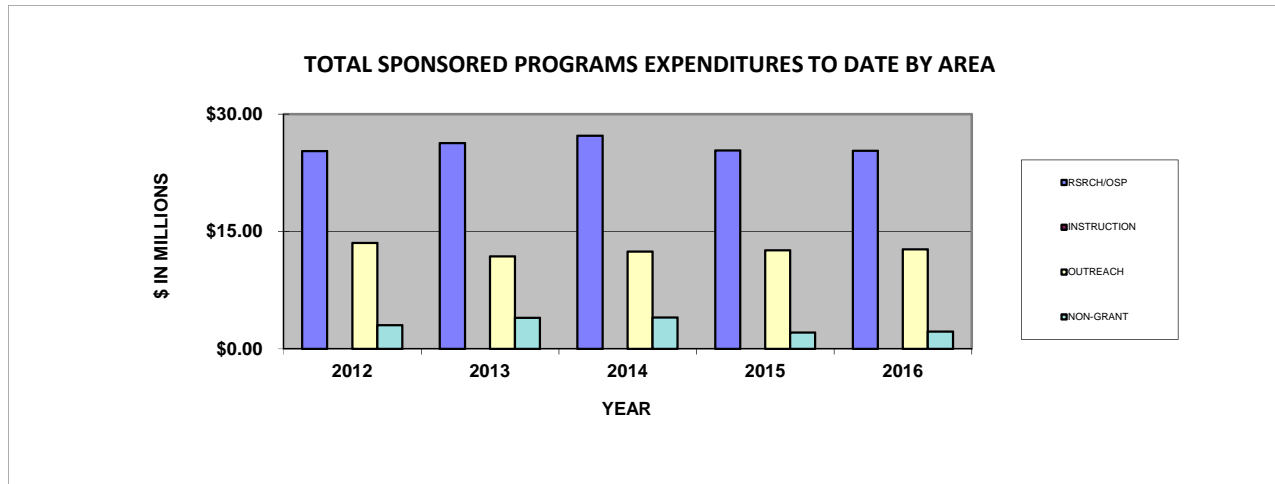
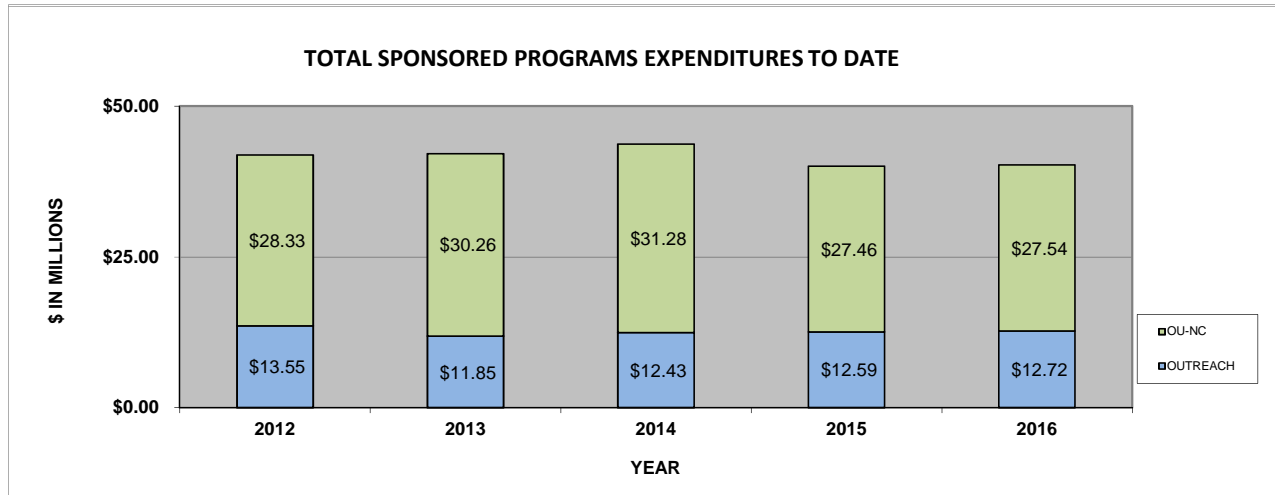
HEALTH SCIENCES CENTER AND NORMAN CAMPUS



	FY 2016 YEAR	YEAR %CHANGE	FY 2015 YEAR	FY 2016 SEP	MONTH %CHANGE	FY 2015 SEP
RESEARCH/OSP	\$ 48,194,362	6.49%	\$ 45,259,190	\$ 15,210,761	3.07%	\$ 14,757,401
INSTRUCTION	\$ 7,070,367	6.40%	\$ 6,644,834	\$ 2,868,708	24.90%	\$ 2,296,751
OUTREACH	\$ 12,719,566	1.03%	\$ 12,589,881	\$ 3,772,956	-9.85%	\$ 4,185,025
NON-GRANT/OTHER	\$ 7,297,402	5.62%	\$ 6,908,805	\$ 3,153,183	-4.98%	\$ 3,318,600
TOTAL	\$ 75,281,697	5.43%	\$ 71,402,711	\$ 25,005,609	1.82%	\$ 24,557,778

HEALTH SCIENCES CENTER AND NORMAN CAMPUS

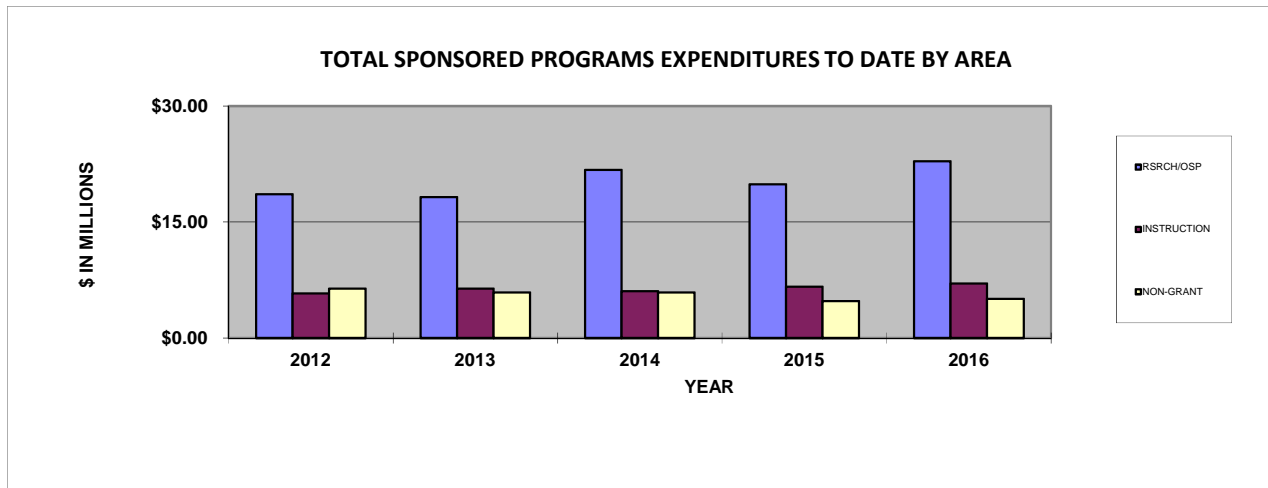
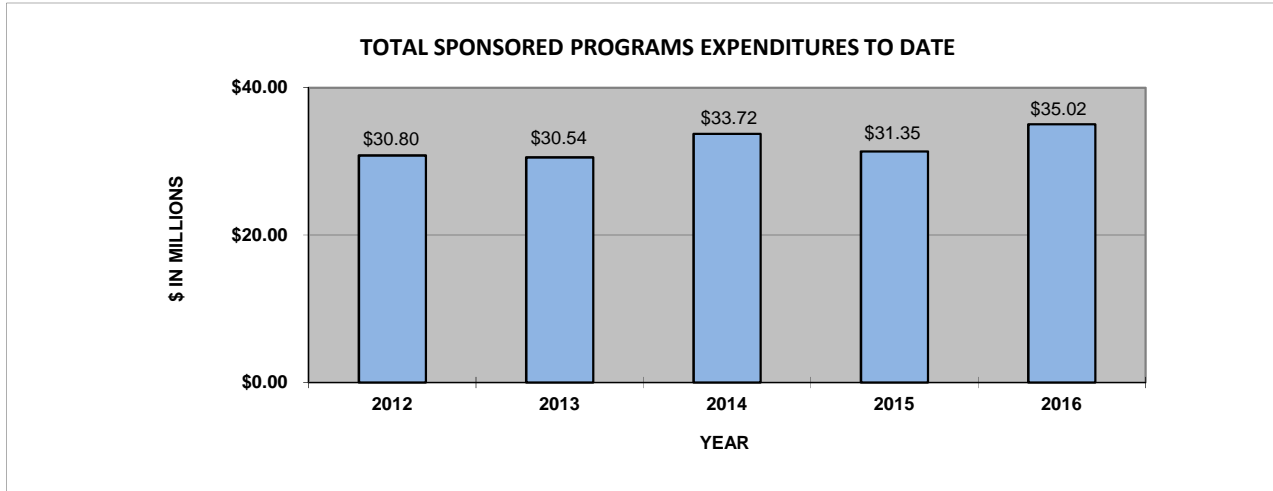
NORMAN CAMPUS



	FY 2016 YEAR	YEAR %CHANGE	FY 2015 YEAR	FY 2016 SEP	MONTH %CHANGE	FY 2015 SEP
RESEARCH/OSP	\$ 25,316,781	-0.16%	\$ 25,357,779	\$ 6,995,768	-5.92%	\$ 7,435,662
INSTRUCTION	\$ -		\$ -	\$ -		\$ -
OUTREACH	\$ 12,719,566	1.03%	\$ 12,589,881	\$ 3,772,956	-9.85%	\$ 4,185,025
NON-GRANT/OTHER	\$ 2,222,589	5.55%	\$ 2,105,627	\$ 1,310,859	-32.12%	\$ 1,931,191
TOTAL	\$ 40,258,936	0.51%	\$ 40,053,287	\$ 12,079,583	-10.86%	\$ 13,551,878

NORMAN CAMPUS

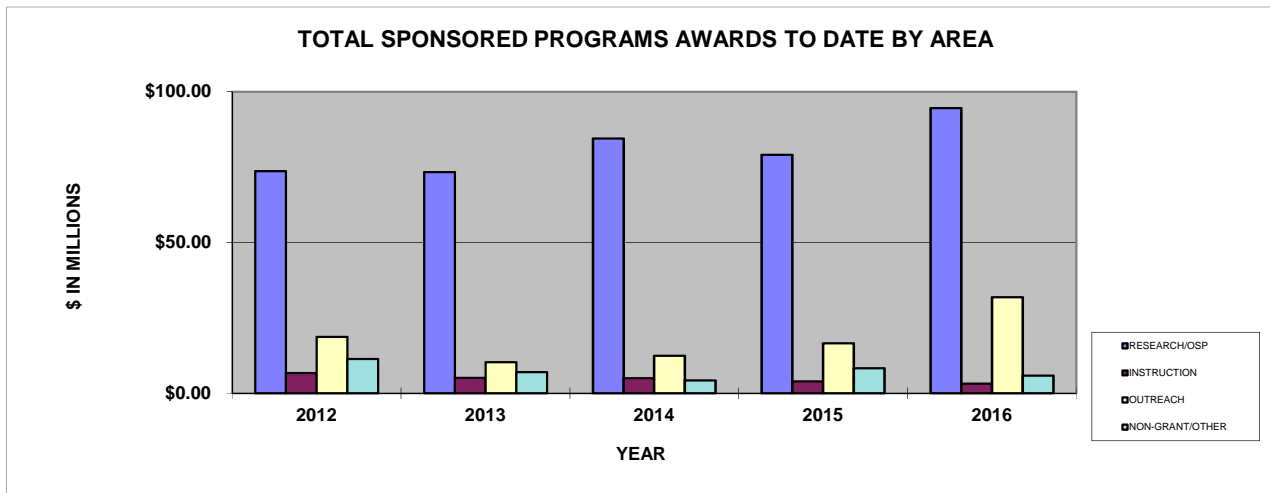
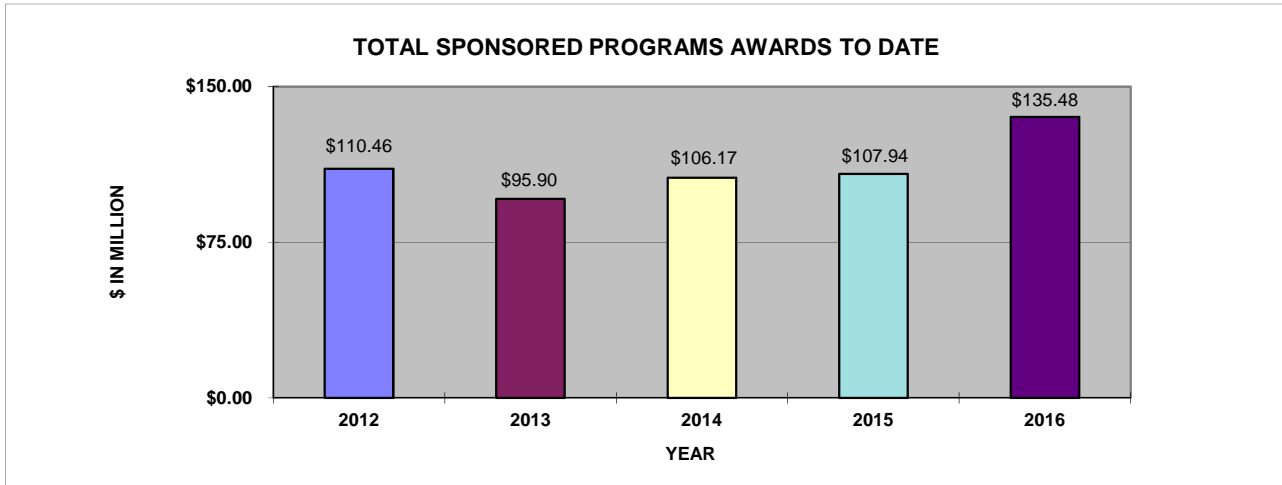
HEALTH SCIENCES CENTER



	FY 2016 YEAR	YEAR %CHANGE	FY 2015 YEAR	FY 2016 SEP	MONTH %CHANGE	FY 2015 SEP
RESEARCH/OSP	\$ 22,877,581	14.95%	\$ 19,901,411	\$ 8,214,993	12.20%	\$ 7,321,739
INSTRUCTION	\$ 7,070,367	6.40%	\$ 6,644,834	\$ 2,868,708	24.90%	\$ 2,296,751
NON-GRANT/OTHER	\$ 5,074,813	5.66%	\$ 4,803,178	\$ 1,842,324	32.79%	\$ 1,387,409
TOTAL	\$ 35,022,761	11.72%	\$ 31,349,424	\$ 12,926,026	17.45%	\$ 11,005,900

HEALTH SCIENCES CENTER

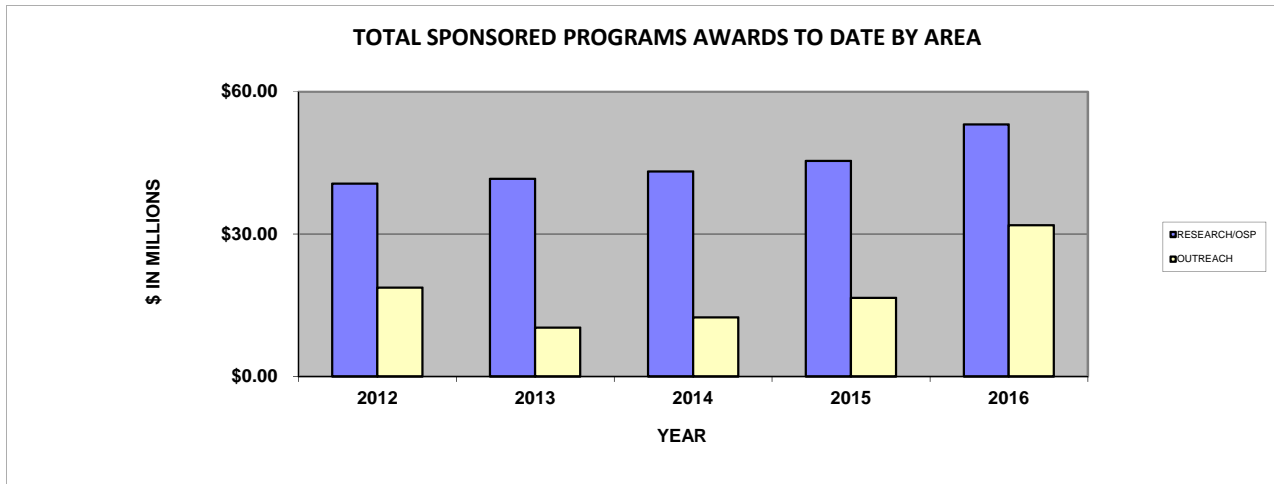
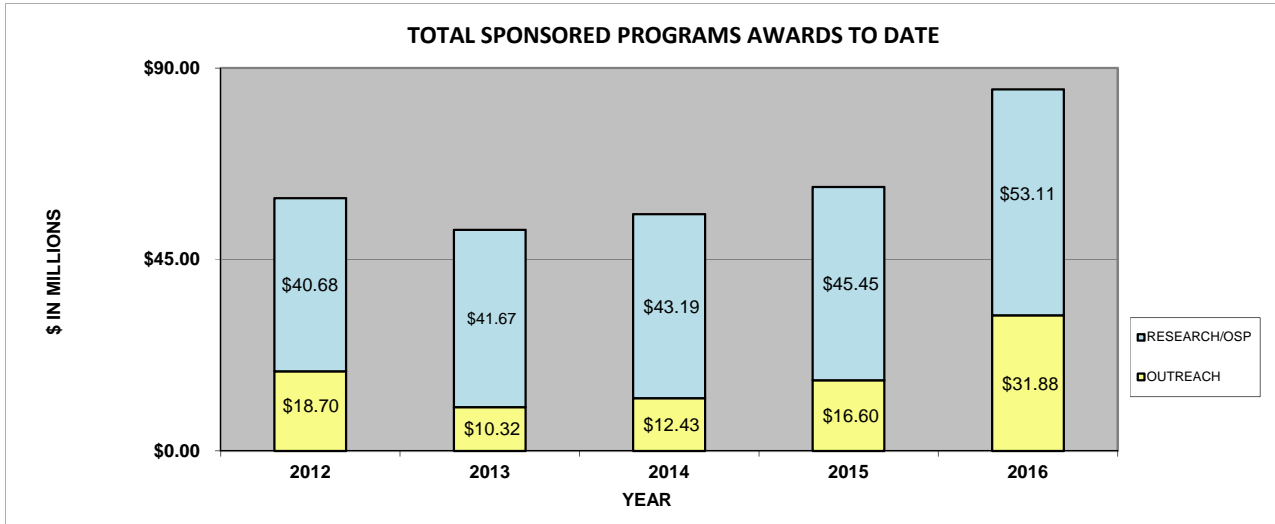
NORMAN CAMPUS AND HEALTH SCIENCES CENTER



	FY 2016 YEAR	YEAR %CHANGE	FY 2015 YEAR	FY 2016 SEP	MONTH %CHANGE	FY 2015 SEP
RESEARCH/OSP	\$ 94,533,087	19.51%	\$ 79,100,544	\$ 24,400,673	35.88%	\$ 17,957,405
INSTRUCTION	\$ 3,177,682	-18.93%	\$ 3,919,671	\$ 672,221	-41.22%	\$ 1,143,589
OUTREACH	\$ 31,879,086	92.07%	\$ 16,597,839	\$ 4,979,633	509.27%	\$ 817,315
NON-GRANT/OTHER	\$ 5,885,456	-29.24%	\$ 8,317,897	\$ 1,072,415	30.04%	\$ 824,699
TOTAL	\$ 135,475,311	25.51%	\$ 107,935,951	\$ 31,124,942	50.05%	\$ 20,743,008

NORMAN CAMPUS AND HEALTH SCIENCES CENTER

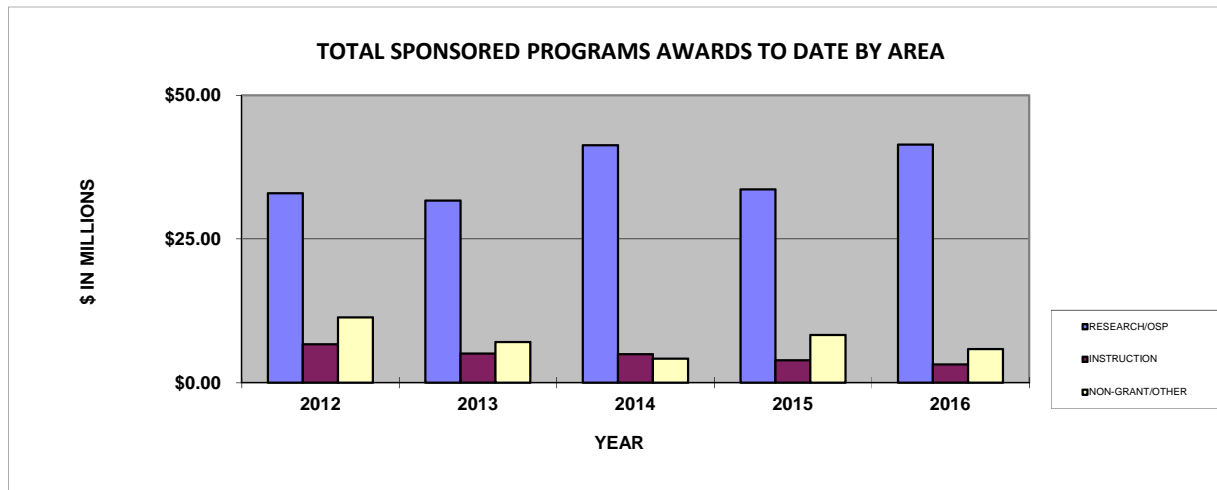
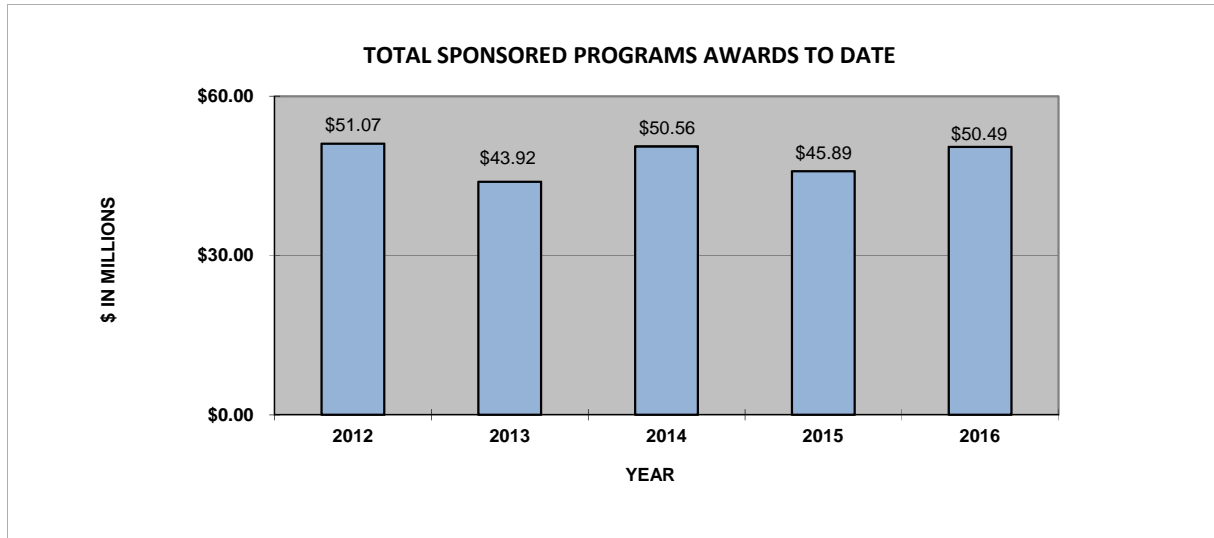
NORMAN CAMPUS



	FY 2016 YEAR	YEAR %CHANGE	FY 2015 YEAR	FY 2016 SEP	MONTH %CHANGE	FY 2015 SEP
RESEARCH/OSP	\$ 53,105,643	16.85%	\$ 45,447,284	\$ 16,012,970	36.02%	\$ 11,772,389
INSTRUCTION	\$ -		\$ -	\$ -		\$ -
OUTREACH	\$ 31,879,086	92.07%	\$ 16,597,839	\$ 4,979,633	509.27%	\$ 817,315
NON-GRANT/OTHER	\$ -		\$ -	\$ -		\$ -
TOTAL	\$ 84,984,729	36.97%	\$ 62,045,123	\$ 20,992,603	66.74%	\$ 12,589,704

NORMAN CAMPUS

HEALTH SCIENCES CENTER



	FY 2016 YEAR	YEAR %CHANGE	FY 2015 YEAR	FY 2016 SEP	MONTH %CHANGE	FY 2015 SEP
RESEARCH/OSP	\$ 41,427,444	23.10%	\$ 33,653,260	\$ 8,387,703	35.61%	\$ 6,185,016
INSTRUCTION	\$ 3,177,682	-18.93%	\$ 3,919,671	\$ 672,221	-41.22%	\$ 1,143,589
NON-GRANT/OTHER	\$ 5,885,456	-29.24%	\$ 8,317,897	\$ 1,072,415	30.04%	\$ 824,699
TOTAL	\$ 50,490,582	10.02%	\$ 45,890,828	\$ 10,132,339	24.27%	\$ 8,153,304

HEALTH SCIENCES CENTER

NORMAN CAMPUS & HEALTH SCIENCES CENTER
REPORT OF CONTRACTS AWARDED (OVER \$1M)
September 2015

AWD #	AGENCY	TITLE	VALUE	PERIOD	PI(s)
105377400	NSF	ENHANCED INTERDEPENDENT NETWORK	\$1,381,958	36 mo.	Kash Barker (ISE)
115216500	OK-DHS	CARE FY16	\$4,818,251	12 mo.	Vince Deberry (CSCPM)
20152304	AbbVie	A Phase 3 Placebo-Controlled Study of Carboplatin/Paclit	\$1,852,500	10 mo.	Kathleen Moore (SOCC Clinical Trials Office)
105374000	IN-TRT	SELF MOTIVATION AND VIRTUE	\$2,410,357	25 mo.	Nancy Snow (CCC)
4 Total			\$10,463,066		



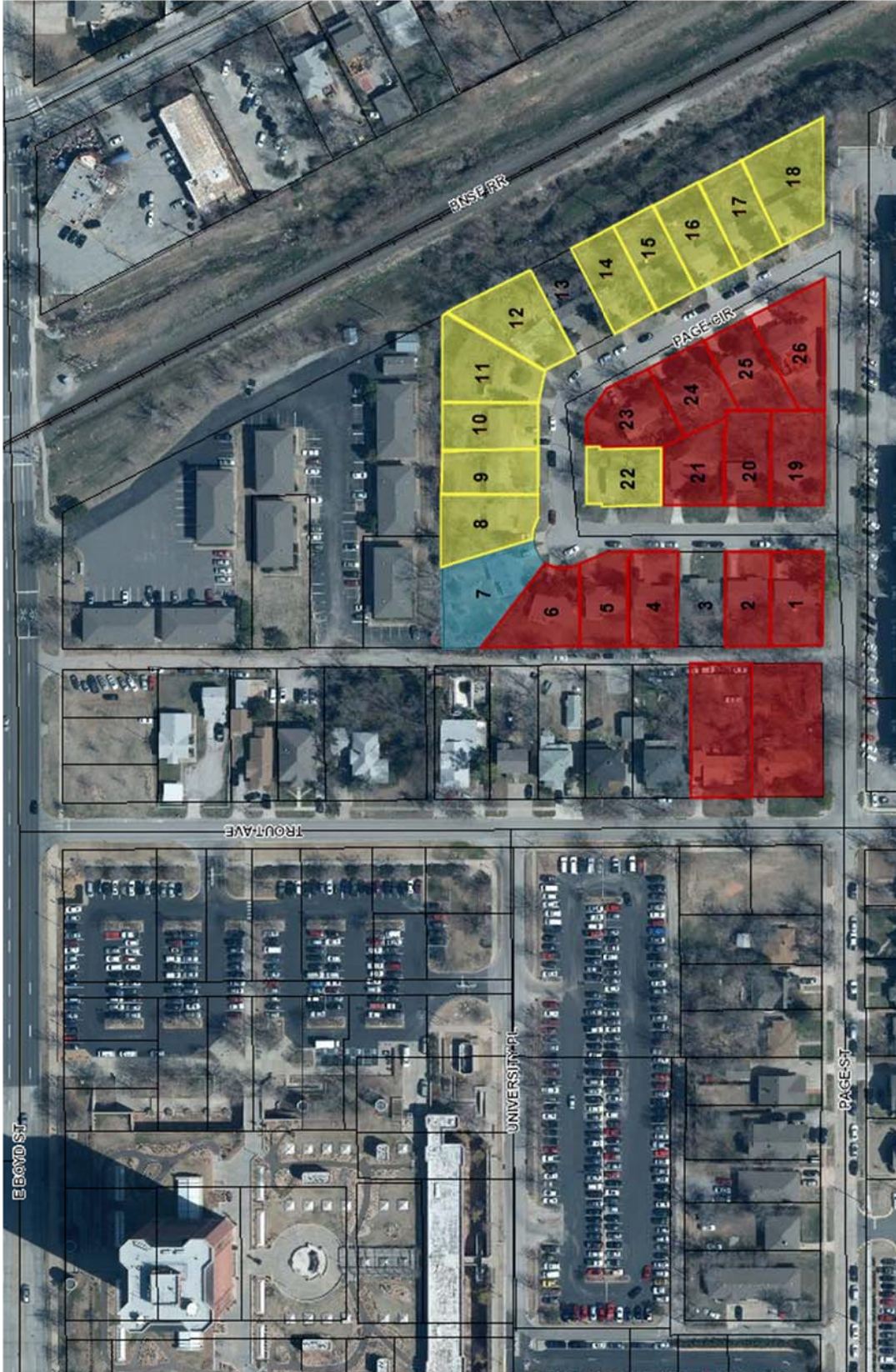
617 W Rock Creek Road

No.	Address	Acres
7	413 PAGE CIRCLE	0.17
		0.17

OU Owned Property

Properties Pending Closing in 2016

Property Under Contract December Agenda



413 PAGE CIRCLE