REGENTS OF THE UNIVERSITY OF MINNESOTA

RESOLUTION RELATED TO

CREATION AND ORGANIZATION OF UMORE DEVELOPMENT LLC

WHEREAS, in February 2006 the Board of Regents established the goal of developing property at UMore Park, consisting of approximately 5,000 acres of land in Dakota County, Minnesota, in a manner that furthers the University’s mission, and agreed to a Goal Statement and Guiding Principles for the project;

WHEREAS, the Board of Regents’ Goal Statement declared: “The goal is to develop UMore Park in a manner that furthers the University's mission. A strategic long-range master plan for UMore Park will be developed that prioritizes University needs and considers current regional planning and development activities. This master plan will be developed in a timely manner, but the execution of the plan and the development of the UMore Park property are likely to require as much as 25 years.”; and

WHEREAS, the Board of Regents’ Guiding Principles stated that the development of UMore Park should:

“Protect and enhance the value of UMore Park through timely planning and action.

“Advance the University's research, education, and engagement mission though the physical and financial resources that UMore Park will provide over the long term.

“Improve the long-term financial health of the University through application of sound fiscal principles and stewardship, including investing the income generated through UMore Park in ways that support academic priorities to complement, supplement, and leverage state and private support.

“Retain oversight of UMore Park's planning and development and remain accountable for the master plan.”
“Plan in such a way so as to optimize the value of UMore Park utilizing short-term strategies without restricting options for long-term strategies.

“Utilize market value as a benchmark in assessing alternative development strategies.

“Ensure that all planning and development activities are conducted with the highest standards of fairness, integrity, and solid business practice.

“Respect the needs of neighboring communities and local, regional, and state governments”; and

WHEREAS, by resolution dated December 12, 2008 the Board of Regents found that “the creation of a single owner LLC to exercise day-to-day direction, management and supervision of the UMore Park project is consistent with the principles the Board has established, and directed the administration and the General Counsel to “bring to the Board for its further consideration the necessary legal documentation for this recommended structure”; and

WHEREAS, the administration and the General Counsel have prepared Articles of Organization of UMore Development LLC (“Articles”) to create UMore Development LLC as a single-member, Minnesota limited liability company, and an Oversight and Management Agreement for UMore Development LLC (“Oversight and Management Agreement”) to organize the company;

NOW, THEREFORE, BE IT RESOLVED that the Board of Regents approves the Articles and authorizes the General Counsel to file the Articles with the Minnesota Secretary of State, and authorizes the President to sign, deliver and carry out the Oversight and Management Agreement.

BE IT FURTHER RESOLVED, that the Board of Regents authorizes, empowers and directs the President and the General Counsel to undertake on behalf of the University all acts necessary and desirable to effectuate this resolution.
REGENTS OF THE UNIVERSITY OF MINNESOTA

RESOLUTION RELATED TO

CREATION, CAPITALIZATION AND USE OF THE UMORE PARK LEGACY FUND

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WHEREAS, in February 2006 the Board of Regents established the goal of developing property at UMore Park, consisting of approximately 5,000 acres of land in Dakota County, Minnesota, in a manner that furthers the University’s mission, and agreed to a Goal Statement and Guiding Principles for the project; and

WHEREAS, by resolution dated December 8, 2008 the Board of Regents directed “the administration and the General Counsel to bring to the Board a legal framework to create a legacy fund from the proceeds, revenues and income derived from UMore Park assets, and that such fund shall be designated for long-term support of special academic research, education and public engagement opportunities not otherwise adequately funded by state federal or tuition resources, and that in no event shall such legacy fund supplant otherwise available government or private funds received by the University.”; and

WHEREAS, the administration and the General Counsel have prepared instruments to create a legacy fund as directed by the Board of Regents;

NOW, THEREFORE, BE IT RESOLVED that the Board of Regents authorizes the creation of a quasi-endowment within the consolidated endowment fund of the University of Minnesota named the UMore Park Legacy Fund (“Fund”); directs that all net proceeds, revenues and income earned from the management and development of UMore Park or otherwise derived from UMore Park assets be deposited into the Fund; directs that all assets in the Fund shall be managed and invested in compliance with University policy; and directs that all assets in the Fund shall be designated and used for long-term support of special University academic research, education and public engagement opportunities not otherwise adequately funded by tuition or state, federal or other resources as determined by the president of the University.
BE IT FURTHER RESOLVED that the Board of Regents directs that no assets in the Fund shall be designated or used to reduce or supplant government or private support of the University.

BE IT FURTHER RESOLVED that the Board of Regents authorizes, empowers and directs the President, the Treasurer, and the General Counsel of the University to undertake on behalf of the University all acts necessary and desirable to effectuate this resolution.