

TRUMAN STATE UNIVERSITY  
Kirksville 63501

OFFICIAL MINUTES  
OF THE  
BOARD OF GOVERNORS

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OPEN SESSION  
OF MEETING ON  
OCTOBER 25, 2024

The Board of Governors for Truman State University met on Friday, October 25, 2024, on the University campus in Kirksville, Missouri. The open session, called to order at 1:00 p.m. by the Chair of the Board of Governors, Nancy Gingrich, was held in the Conference Room (3000) of the Student Union Building.

Six voting members participated in the meeting. Sarah Burkemper, Taylor W. Burks, Philip J. Christofferson, Nancy Gingrich, and Bill Lovegreen were in attendance, and Jennifer Kopp Dameron participated by phone. The seventh voting member position is vacant.

Two non-voting members, Mike McClaskey, an out-of-state member, and Adli Jacobs, Student Representative to the Board, participated in the meeting. The second out-of-state member position is vacant.

On August 23, Governor Michael L. Parson appointed Adli Jacobs as Student Representative to the Board of Governors, filling Ella Schnake's expired term. Governor Jacobs' service began immediately and is subject to confirmation when the Senate reconvenes.

Call to Order and Chair Report

Governor Gingrich called the meeting to order and welcomed all in attendance.

Welcome New Student Representative to the Board of Governors -- Adli Jacobs

Governor Gingrich welcomed Adli Jacobs as the new Student Representative to the Board of Governors.

Recognition of Former Board Member -- Cheryl J. Cozette

Governor Gingrich presented Cheryl J. Cozette with a framed resolution in honor of her service on the Board of Governors from 2007 through 2024. The Board approved the resolution of appreciation at the June 15, 2024 meeting.

Recognition of Former Board Member -- Ella Schnake

Governor Gingrich presented Ella Schnake with a framed resolution in honor of her service as Student Representative to the Board of Governors from 2023-2024. The Board approved the resolution of appreciation at the June 15, 2024 meeting.

Recognition of 2024 NCAA Division II National Champion in Men's Discus Throw -- Jacob Morris

Governor Gingrich presented Jacob Morris with a framed resolution in honor of earning a National Championship in Men's Discus Throw at the 2024 NCAA Division II Track and Field Championships. The Board approved the resolution of commendation at the June 15, 2024 meeting.

Minutes for Open Session of Previous Meeting

Governor Burkemper moved for the adoption of the following resolution:

BE IT RESOLVED that the minutes for the open session of the previous meeting on August 3, 2024, be approved.

Governor Christofferson seconded the motion, which was carried by a unanimous vote of 6 to 0. Governor Gingrich declared the motion duly adopted.

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Audit Preview

Representatives of RubinBrown LLP, an accounting firm, reviewed the university's annual audit draft.

President's Report

Susan L. Thomas, University President, shared a selected engagement report and provided a report on items of current interest. President Thomas noted several recent speaking opportunities in Columbia, where she highlighted Truman and the University's exceptional students. She also reported on the continued work of the House Interim Committee on Higher Education Workgroup, shared the status of various on-campus searches, and noted that the Kirk Building renovation is scheduled to be completed in December.

Enrollment Report

Dr. Tyana Lange, Vice President for Student Engagement, Enrollment, and Marketing, provided an enrollment report analyzing this year's enrollment numbers, new admission strategies, and specific enrollment goals for each student category for the 2025-26 Academic Year.

Academic Affairs and Student Services Committee Report

Governor Christofferson, Chair of the Academic Affairs and Student Services Committee, reported on the meeting held on October 23.

Finance and Auditing Committee Report

Governor Burkemper, Chair of the Finance and Auditing Committee, reported on the meeting held on October 23.

Financial Report

Governor Burkemper presented the Financial Report, which included a review of education and general revenues and expenditures, auxiliary system revenues and expenditures, and Truman State University Foundation revenues and expenditures as of August 31, 2024, compared to August 31, 2023.

Budget and Capital Projects Committee Report

Governor Lovegreen, Chair of the Budget and Capital Projects Committee, provided a report on the committee meeting held on October 21.

Construction Projects Report

Governor Lovegreen provided an update on construction projects approved by the Board at previous meetings.

Contracts for Construction Projects and Equipment Purchases

Governor Lovegreen noted that no construction projects or single equipment items totaling \$25,000 to \$100,000 had been approved/purchased since the last board meeting.

Consent Agenda

Governor Lovegreen moved for the adoption of the following resolution:

BE IT RESOLVED that the following consent agenda items be approved and attached to the minutes as exhibits:

- ITEM K.1 Architectural Services – Summer 2025 Roofing/Masonry Project
- ITEM K.2 Architectural Services – Ryle Hall Kitchen/Dining Improvements Project
- ITEM K.3 Equipment Purchase – 35-Passenger Bus
- ITEM K.4 Alumni Association Bylaws Revision

Governor Burks seconded the motion, which was carried by a unanimous vote of 6 to 0. Governor Gingrich declared the motion duly adopted, and the Secretary designated copies of the items as Exhibits A, B, C, and D.

Construction Project – HVAC System Upgrades Phase I Project

Governor Lovegreen moved for the adoption of the following resolution:

BE IT RESOLVED that the description and budgeted amount for the following construction project be approved:

<u>Project Name</u>	<u>Project Budget</u>
HVAC System Upgrades Phase 1 Project	\$4,625,000

BE IT FURTHER RESOLVED that the President of the University, or her designee, be authorized to accept the lowest and best bids for the project; and

BE IT FURTHER RESOLVED that a copy of the project description, as reviewed at the meeting, be attached to the minutes as an exhibit.

Governor Burkemper seconded the motion, which was carried by a unanimous vote of 5 to 0. Governor Christofferson abstained from the vote. Governor Gingrich declared the motion duly adopted, and the Secretary designated a copy of the document as Exhibit E.

Faculty Early Retirement Incentive Program 2026

Governor Christofferson moved for the adoption of the following resolution:

WHEREAS, it is the desire of the Board of Governors of Truman State University to establish a one-time retirement incentive for faculty;

NOW, THEREFORE, BE IT RESOLVED that the attached document, entitled “Faculty Early Retirement Incentive Program 2026” shall be the policy of the Board of Governors and shall automatically expire on June 1, 2026; and

BE IT FURTHER RESOLVED that the President of the University, or her designee, be authorized to implement the policy; and

BE IT FURTHER RESOLVED that a copy of the document, as reviewed at the meeting, be attached to the minutes as an exhibit.

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Governor Burkemper seconded the motion, which was carried by a unanimous vote of 6 to 0. Governor Gingrich declared the motion duly adopted, and the Secretary designated a copy of the document as Exhibit F.

Agenda Items for Future Meetings

Governor Gingrich reviewed a list of projected agenda items for the regular meetings during the following year.

Dates for Future Meetings

Governor Burkemper moved for the adoption of the following resolution:

BE IT RESOLVED that the next regular meeting of the Board of Governors be scheduled for Saturday, December 7, 2024, on the University campus in Kirksville, Missouri, beginning at 1:00 p.m., with the understanding that the Chair may alter the starting time and/or place for the meeting by giving due notice of such change; and

BE IT FURTHER RESOLVED that other regular meetings of the Board during the next year be tentatively scheduled for the following dates:

Saturday, February 8, 2025;  
Saturday, April 5, 2025;  
Saturday, June 14, 2025;  
Saturday, August 2, 2025; and  
Friday, October 17, 2025.

Governor Burks seconded the motion, which was carried by a unanimous vote of 6 to 0. Governor Gingrich declared the motion duly adopted.

Agenda Items for Closed Session

Governor Christofferson moved for the adoption of the following resolution:

BE IT RESOLVED that this meeting be continued in closed session, with closed records and closed votes as permitted by law, for consideration of the following items as authorized by Section 610.021, Revised Statutes of Missouri:

1. Approval of minutes for the closed session of the last meeting under Subsection 14 of the statute for "Records which are protected from disclosure by law;"
2. Confidential communications with the General Counsel, as defined in Subsection 1 of the statute; and
3. Individual personnel actions under Subsection 3 of the statute for "Hiring, firing, disciplining or promoting of particular employees by a public governmental body when personal information about the employee is discussed or recorded."

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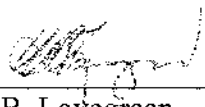
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Governor Lovegreen seconded the motion, which was carried by a unanimous vote of 6 to 0, with Governors Burkemper, Burks, Christofferson, Dameron, Gingrich, and Lovegreen voting Aye. Governor Gingrich declared the motion duly adopted.


The closed session of the meeting began shortly after 3:00 p.m.

The open session of the meeting resumed shortly after 4:45 p.m.

With no further business, Governor Christofferson moved that the meeting be adjourned. Governor Burkemper seconded the motion, which was carried by a unanimous vote of 6 to 0. Governor Gingrich declared the motion duly adopted, and the meeting was adjourned shortly after 4:50 p.m.

  
\_\_\_\_\_  
William B. Lovegreen  
Secretary of the Board of Governors

I hereby certify that the foregoing minutes were approved by the Board of Governors on the 7<sup>th</sup> day of December 2024.

  
\_\_\_\_\_  
Nancy Gingrich  
Chair of the Board of Governors

**ITEM K.1****Architectural Services -- Summer 2025 Roofing/Masonry Project**

*MB [Signature]*  
10-25-2024

**DESCRIPTION AND BACKGROUND**

Several major buildings, including McClain, Magruder, and Pickler Memorial Library, need roofing section replacements. The roofs are 20 years old and have deteriorated. Each of these buildings has sections of roofing which vary in age due to renovations and additions. This project would address these issues as well as masonry repairs at Pickler Memorial Library. The schedule is designed to allow work to be completed during the summer of 2025.

The procedure for state agencies seeking architectural engineering or land surveying services is outlined in statute. It involves a review of the qualifications of firms on file or those that have submitted qualifications for a proposed project. In evaluating the qualifications, the following criteria are used:

1. The specialized experience and technical competence of the firm with respect to the type of services required;
2. The capacity and capability of the firm to perform the work in question, including specialized services, within the time limitations fixed for the completion of the project;
3. The past record of performance of the firm with respect to such factors as control of costs, quality of work, and ability to meet schedules; and
4. The firm's proximity to and familiarity with the area in which the project is located.

Qualifications of several firms were reviewed for this project, focusing on previous relevant experience. A selection committee, including representatives from Student Engagement, Administration, Finance and Planning, and Campus Planning, reviewed the credentials submitted by these firms. Based upon this review, it is recommended that Building Resource Studio, LLP, of Saint Louis, Missouri, be selected for this project. This firm includes staff who were involved in several previous renovation projects at Truman, including similar roof replacements done in Summer 2024.

Funding for this project will come from the Plant Fund. Approval for design services is needed to meet projected bidding and construction schedules. After the Board approves construction bids, work would occur starting in May 2025.

**RECOMMENDED ACTION**

BE IT RESOLVED that the proposal from Building Resource Studio, LLP to provide architectural services for the 2025 Roofing/Masonry Project, with the fees and work for such services to be within the guidelines of the proposal, be approved; and

BE IT FURTHER RESOLVED that the President of the University, or her designee, be authorized to execute a contract with the firm for the project; and

BE IT FURTHER RESOLVED that a copy of the proposal be attached to and made a part of the minutes for this meeting.

Moved by \_\_\_\_\_  
Seconded by \_\_\_\_\_

Vote: Burkemper  
Burks  
Christofferson  
Dameron  
Gingrich  
Lovegreen

	Aye	Nay
	_____	_____
	_____	_____
	_____	_____
	_____	_____
	_____	_____

**ATTACHMENT**

Proposal Summary



# **QUALIFICATIONS DOCUMENT**

**ARCHITECTURAL AND ENGINEERING SERVICES**

**TRUMAN STATE UNIVERSITY**

**SEPTEMBER 2, 2024**

**BUILDING RESOURCE STUDIO**

Architecture, Building and Records Assessment, Capital Planning,  
Construction Administration





September 2, 2024

Mrs. Lori Shook, AUID  
Truman State University  
100 E. Normal Avenue  
Kirksville, Missouri 63501

RE: Qualifications Document for Architectural/Engineering Services

Dear Mrs. Shook,

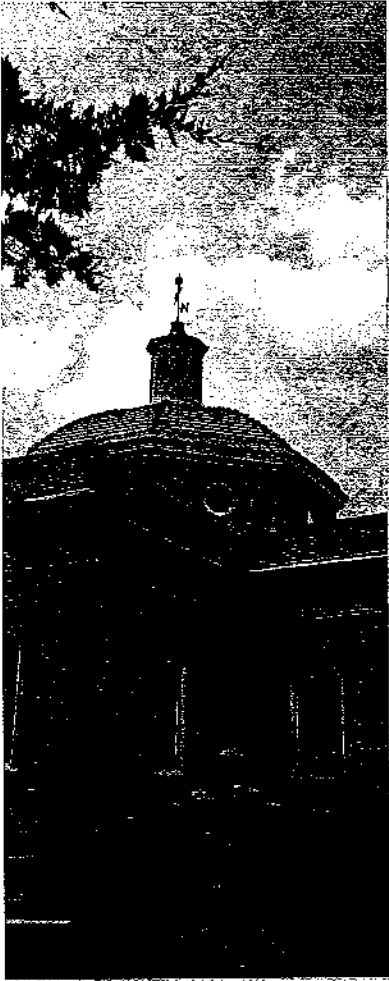
Thank you very much for the invitation to update our qualifications for Truman State University for your architectural projects. We have enjoyed working with you over the last three years.

Arthur Floyd and I formed Building Resource Studio (BRS Architects) in the fall of 2012, after each of us had provided professional services in the Missouri and Illinois regions for over 22 years, designing and managing the construction of over \$525 million of primarily K-12 public school facilities. We have since assembled a highly experienced team that is uniquely qualified to execute the work for your educational facilities on the campus of Truman State. Most of our team has worked together for many years, and we can provide a level of service that is outstanding and superior to any firm in the area. Our projects recently include work for Kirksville R-III School District, Lindbergh School District, Ladue Schools, Fox School District, Osage County R-II School District, Marceline School District, Schuyler School District, Holden School District, the Bayless School District, North Shelby School District, Clopton School District, Sturgeon School District as well as Truman State University.

We are happy to have Harald Boerstler, as a project manager/construction administrator, as part of our staff, as we know he has a thorough history of working with Truman. We as a team would enjoy the opportunity to continue working with you. We understand the flexibility that will be needed in this current market and construction environment, and we are immediately available and prepared to provide our services to you. Thank you again for this opportunity to demonstrate our unique capabilities and show how the BRS team can be an excellent fit for your projects.

Sincerely,

Carolyn K. Green, AIA  
Principal  
Building Resource Studio – BRS Architects



# ***Qualifications***

***Truman State University***



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## **QUALIFICATIONS DOCUMENT:**

Cover Letter 2

**Part One – Firm Description 5**

- Firm contact information
- Name, title, email, and signature
- Structure of the firm
- Size of the firm, in-house disciplines, professional licenses held, and years of experience
- Resumes of firm principals and other design members who will be associated with the project
- Client references including contact information

**Part Two – Firm Qualifications 11**

- Identify why firm is qualified and a good fit
- Illustrate recent projects
- Describe how firm interacts with agencies, staff, contractors

## **STRATEGIES DOCUMENT:**

Not included at this time, as scope of work has not been determined.

## **FEE STRUCTURE**

**Proposed Fee Structure 17**

## **PART ONE – FIRM DESCRIPTION**

### **Building Resource Studio, LLP Also known as BRS Architects, LLP**

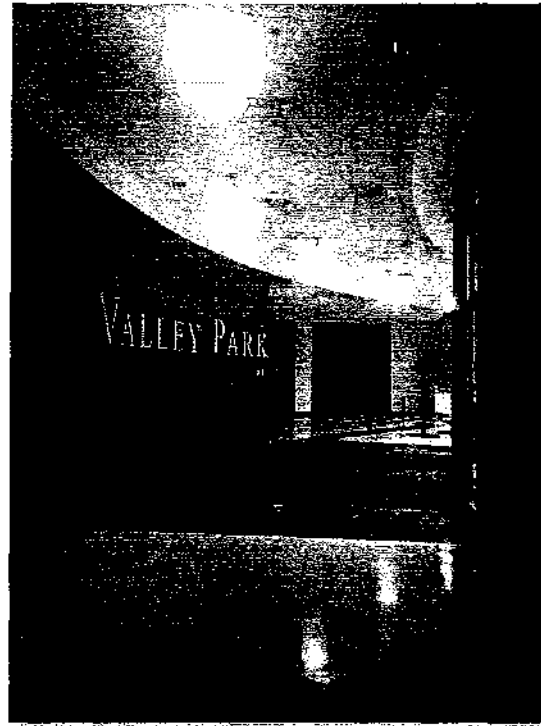
1502 S. Big Bend Blvd.  
St. Louis, Missouri 63117  
Cell 314-517-4295, Carolyn Green  
Office 314-402-5183  
[info@BuildingResourceStl.com](mailto:info@BuildingResourceStl.com)

Website: [www.BuildingResourceStl.com](http://www.BuildingResourceStl.com)

#### **Proposal Submitted by:**

Harald Boerstler, Project Manager and Construction  
Administrator  
Cell 314-324-9041  
[HB@BuildingResourceStl.com](mailto:HB@BuildingResourceStl.com)

Harald Boerstler



*New Field House Commons – Valley Park School District*

**Building Resource Studio** is a Limited Liability Partnership – Established September 2012.  
Also known as BRS Architects, LLP. Based in St. Louis, the principals have practiced educational design in the Missouri/Illinois region for approximately 32 years each.

**Size of Firm:** Building Resource Studio is comprised of the following individuals:

Principal – Arthur D. Floyd II	31 years experience
Principal – Carolyn K. Green, AIA	34 years experience
Project Manager – Harald H. Boerstler	38 years experience
Architect - Charles C. Mayhew	49 years experience
Architect – Rebecca Durst	24 years experience
Architectural Designer – Gary Hartmann	47 years experience
Architectural Designer – Sandra Gomez	18 years experience
Architectural Designer – Susan Halla	31 years experience
Architectural Designer - Kelly Raftery	30 years experience

**In-house disciplines:** Architecture (specializing in educational facilities), Master Planning, Construction Administration, Project Management, Construction Advisor Services, Capital Planning.

**Licenses:** Carolyn K. Green - Licensed in Missouri and Illinois as professional architect  
Charles C. Mayhew – Licensed in Missouri and Illinois as professional architect  
Rebecca Durst – Licensed in Missouri as professional architect



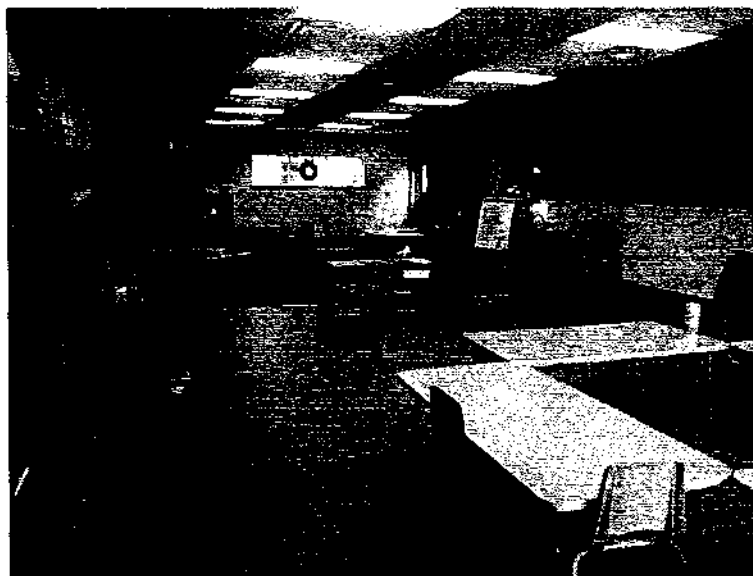
**BRS PRINCIPALS:** Arthur Floyd and Carolyn Green

Building Resource Studio, also known as BRS Architects, is a full service consulting firm, specializing in Educational Facilities. Arthur Floyd and Carolyn Green formed this firm in 2012 after more than 20 years each in the business of school design. Arthur has worked for 31 years managing the design and construction of educational facilities in the St. Louis and Missouri regions. Arthur earned a Master of Architecture and Master of Construction Management from Washington University. Carolyn, a licensed architect and also a graduate of Washington University, has worked in the educational design and planning field for 34 years in the St. Louis and Bi-State area.

Together, Arthur and Carolyn created a firm not only capable of providing excellent design and management, but also a firm that can assist clients in bettering the entire building process. Each staff member working with BRS has spent the majority of their architectural careers specializing in the design and construction of public-school facilities or other educational institutions.

**5) Resumes – on the following pages:**

<u>NAME</u>	<u>PROJECT ASSIGNMENT</u>
Arthur D. Floyd, II	Firm Principal. Project Manager, Client Contact
Carolyn K. Green, AIA	Firm Principal. Architect & Lead Planner/Design
Harald H. Boerstler	Project Manager. Construction Administrator
Charles Mayhew, ALA	Architect. Drawing Production, Quality Control
Gary Hartmann	Architectural Designer
Susan Halla	Architectural Designer and STEM Consultant



*New Early Childhood Education Building, Holden R-III School District*



Project Manager & Constructability Advisor

Years of Educational Building and Project Management Experience: 31 years

**Education:**

- 1994 Washington University, Master of Architecture
- 1994 Washington University, Master of Construction Management
- 1991 Rhodes College, Bachelor of Arts, Mathematics
- 1991 Rhodes College, Bachelor of Arts, Business Administration

**Firm Experience:**

- Building Resource Studio, LLP**, Principal. 2012 to Current
- Glenn Construction Co., Inc.**, Managed over \$400,000,000 of construction management in the St. Louis market. 1994 to 2012.
- Taylor, Kempes, Hall Architects**, Draftsman. 1990.

**Selected Project Experience –**

- Owner’s Representative / Project Management Services for:** Bayless School District, The Magic House, Valley Park School District, and Fayette School District – Total volume: 21 Mil.
- Ladue School District, Ladue, MO** - Construction Advisory, Architect Serving as Design-Build Criteria Consultant - Two New Elementary Storm Shelter Gymnasiums – 10.9 Mil.
- Fox School District, Jefferson County, Missouri**  
Additions/Renovations – 19 Mil.
- Kirkville School District, Kirkville, Missouri** – New Athletic Complex, Building HVAC and Roofing
- Osage County R-II School District, Linn, Missouri**  
New Elementary School, High School Additions/Renovations – 7 Mil.
- Marceline School District, Marceline, Missouri**  
New Gymnasium Addition, Elementary School Renovations – 3 Mil.
- Holden School District, Holden, Missouri**  
New Early Childhood Center, Athletic Facilities Building, Security Renovations – 3 Mil.
- Union R-XI School District, Union, Missouri, District Master Planning**
- Rockwood School District, St. Louis County, District Building Assessment and Archiving**

Mr. Floyd brings to the team a unique skill of understanding the Owner’s vision and needs, and then coordinating with the Design team to ensure important elements of school design are followed, such as effective building space usage, long term feasibility, adaptability, technology, security and future expansion. He excels in estimating and scheduling control in addition to the monitoring of permit procurement.



New Elementary School, Linn Missouri



Lead Architect and Educational Facility Planner/Designer

Years of Experience: 12 years as Principal with BRS Architects  
14 years as Principal with Green Design (12 yrs. operating concurrently)  
15 years with Wm. B. Ittner, Inc.  
5 years with Sverdrup Corporation  
34 years TOTAL Experience

Education:  
1991 Washington University, Master of Architecture, MARCH  
1987 Southern Illinois University, Bachelor of Science

Registration:  
Architect: Licensed in Missouri and Illinois - NCARB Certified

Professional Affiliations:  
American Institute of Architects, AIA National Committee on Architects in Education  
U.S. Green Building Council, Gateway Chapter, Green Schools Committee

Firm Experience:  
Building Resource Studio, LLP, 2012 to Current  
Green Design, 2010 to Current  
Wm. B. Ittner, Inc. 1994 to 2010  
Sverdrup Corporation 1987 to 1994

Selected Project Experience – As Building Resource Studio  
Lindbergh School District, St. Louis County, Elementary School Additions and Renovations  
Kirksville R-III School District, Kirksville, MO New Ball Field Complex, Campus Planning  
Fox School District, Arnold, Missouri Elementary School Additions and Renovations  
Ladue School District, Ladue, MO Design and Planning Consultation – Two New Elementary Storm Shelter Gymnasiums  
Valley Park School District, Valley Park, Missouri District Renovations  
Osage County R-II School District, Linn, Missouri New Elementary School, Ag-Art Building Renovations and Additions  
Union R-XI School District, Union, Missouri, District-Wide Master Planning  
Rockwood School District, St. Louis County, District Building Assessment and Archiving  
Marceline R-V School District, Marceline, Missouri New Gymnasium/ Cafeteria Addition  
Schuyler Co. R-I School District, Queen City, Missouri High School Classroom Addition and Corridor Connector  
Holden R-III School District, Holden, Missouri New Early Childhood Building, New Athletic Multi-Purpose Building, Science Lab Renovations, Secured Entrances and Office Modifications.

Selected Project Experience – As Green Design  
Rockwood School District, St. Louis County  
Marquette High School New Weight Room  
Summit High School New Field House  
Rockwood South Middle School New Fitness Center  
Marquette High School and Crestview Middle school – Library Planning  
Valley Park School District, Valley Park, MO New Commons/Gymnasium Addition  
Parkway School District, St. Louis County Library Master Planning – District Wide

Selected Project Experience – With Wm. B. Ittner, Inc.  
Rockwood School District – Project Manager, ongoing projects from 1998 to 2010  
East St. Louis School District #189 – Project Manager, District Master Planning  
O’Fallon Central School District #104 – Project Manager, District Master Planning  
Kirksville School District – District Master Planning, Concept Design  
O’Fallon Township High School – District Master Planning  
School of the Osage – Project Manager, District Master Planning



## Project Management, Construction Administration, Quality Control

**Years of Experience:** 7 years with Building Resource Studio  
15 years with William B. Ittner, Inc.  
16 years with other area architectural firms  
38 years TOTAL Experience (29 years in Education)

**Education:**

1990 Washington University, B. S. in Architectural Technology  
Certificate, Pennsylvania Academy of Fire Fighting

**Professional Affiliations:**

Washington University Alumni and Parents Admissions Program Leadership Team,  
Advisory Panel for the Admissions Interviewing Program  
Certified in FEMA P-154 and SAVE ATC-20 Building Assessment Screening.  
Inspector with Missouri State Emergency Management SAVE



**Selected Project Experience:** (Projects with BRS Architects)

**Truman State University, Kirksville, Missouri**

Barnet Hall Exterior Restoration, Ophelia Parrish Reroofing 2023, Magruder Hall Reroofing 2023, Exterior Restorations, Bridge Repair and Pool Revisions 2023

**Kirksville R-III School District, Kirksville, Missouri**

Campus Re-Roofing, Campus HVAC Replacement, Capital Improvement Renovations and Master Planning and New Ballfield Complex

**Fox School District, Arnold, Missouri**

Renovations to Four Middle Schools and Fox High School – Summer 2017 Modifications

New Classroom Additions to Ridgewood Middle School, Antonia Elem and Meramec Heights Elem, Roofing Projects for District Buildings

**Valley Park School District, Valley Park, Missouri**

Bond Issue Building Improvement Projects

**Iberia R-V School District, Iberia, Missouri – New Kitchen Addition and Renovations**

**Selected Project Experience:** (Projects with Wm. B. Ittner, Inc.)

**Truman State University, Kirksville, Missouri**

Pickler Library Window Replacement & Exterior Restoration, Baldwin Hall Exterior Restoration, Kirk Memorial Exterior and Copula Restoration, Student Union Exterior Restoration, BNB Window Replacement, Re-Roofing at Pershing Hall, Student Union, Student Rec Center, McCain Hall, Baldwin Hall, Violet Hall and Red Barn

**Kirksville School District, Kirksville, Missouri**

Middle School Renovations, Reroofing, Early Childhood Center Expansion, Technical Center Renovations, Classroom Additions, Interior Renovations, High School Additions

**Lindbergh School District, St. Louis, Missouri**

New Dressell Elementary School, New Early Childhood Center, Crestwood Elementary School Additions, Concord Elementary School Additions, District-wide Reroofing Projects, Long Elementary HVAC Upgrades, District-wide Door Hardware Replacement, high School Sitework and High School Renovations, High School Mechanical Upgrades, Kennerly Elementary School Addition, Sappington Elementary School Addition,

**Rockwood School District, St. Louis, Missouri**

Renovations to four Elementary School Libraries, Fine Arts Addition to Eureka High School, Lobby Addition to Eureka High School, Administration Renovation to Eureka High School, Lafayette High School Renovations including Auditorium, Lafayette High School Library Addition, Lafayette High School Locker Room Renovations, Eureka High School Master Plan Update, Eureka High School Band Room and Classroom Addition, Eureka High School Library Addition





## 6) CLIENT REFERENCES:

Mr. Robert Webb, Superintendent, Kirksville R-III School District, 660-665-7774,  
[rwebb@kirksville.k12.mo.us](mailto:rwebb@kirksville.k12.mo.us)

Ms. Tricia Reger, Assistant Superintendent, Kirksville R-III School District, 660-665-7774,  
[treger@kirksville.k12.mo.us](mailto:treger@kirksville.k12.mo.us)

Dr. Jeremy Houser, Board President, Kirksville R-III School District, 660-665-7774,  
[houserj@kirksville.k12.mo.us](mailto:houserj@kirksville.k12.mo.us)

Mr. Pat Williams, Former Superintendent (Retired), Kirksville School District, 660-216-0434

Dr. Jim Wipke, Superintendent, Ladue Schools, 314-983-5301, [jwipke@ladueschools.net](mailto:jwipke@ladueschools.net).

Dr. Nisha Patel, Superintendent, School District of Clayton, 314-854-6017,  
[nishapatel@claytonschools.net](mailto:nishapatel@claytonschools.net).

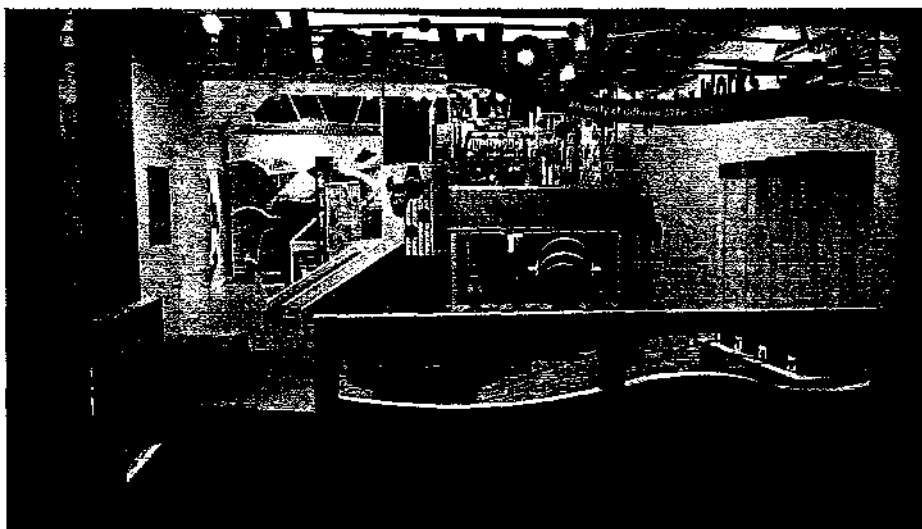
Mr. John Brazeal, Former Fox School District CFO, 636-346-6071.

Mr. Scott Barbagallo, Director of Facilities, Lindbergh School District, 314-729-2400 ext. 8602,  
[scottbarbagallo@lindberghschools.ws](mailto:scottbarbagallo@lindberghschools.ws)

Ms. Beth Fitzgerald, President, The Magic House, 314-822-8900, [beth@magichouse.org](mailto:beth@magichouse.org)

Mr. Mike Hawkins, Former Assistant Superintendent, Bayless School District, 314-373-0506,

Dr. David Knes, Former Superintendent, Valley Park School District, 314-402-8677.



*Wonder Works Exhibit, The Magic House*

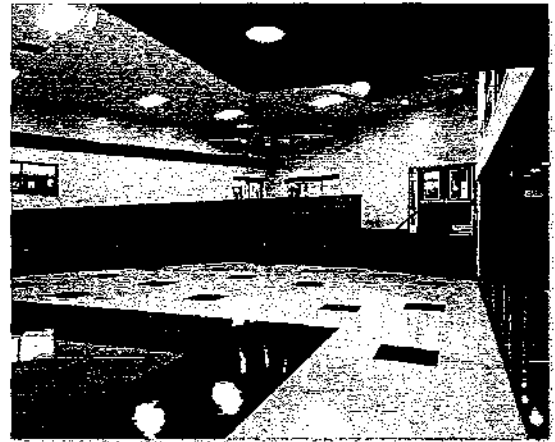


## **PART TWO – FIRM QUALIFICATIONS**

### **1) Why is BRS well qualified for this commission? What unique qualities can we bring?**

We feel we have strengths that could benefit your campus's needs:

- **Educational Project Experience** – 20+ years in Education for each team member
- **Familiar Personnel:**
  - Harald Boerstler, Project Manager, has approximately Ten+ years of experience with projects at Truman State University.
- **We listen** to your needs. We work hard to find solutions.
- Our strong point is **communication**, particularly in helping people understand a situation that might be unfamiliar or specific to the field of construction.
- **Our recent experience:**
  - Storm Shelters
  - Building Additions and Renovations
  - Security Hardware, Access Controls, Secured Entrance Vestibules
  - New Entrance Additions
  - Exterior Wall Reconstruction/ Repairs
  - HVAC upgrades
  - Fire Alarm, Intercom, Emergency Systems
  - Roofing work
  - Sitework, Turf Fields, Parking, Playgrounds

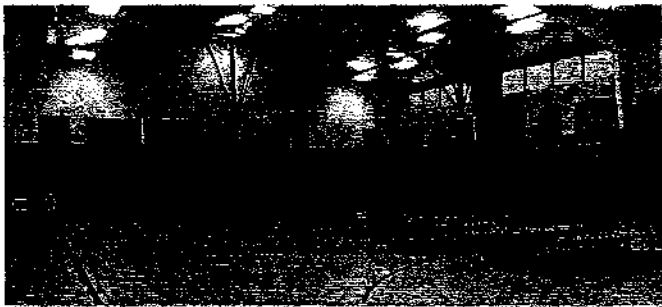


Valley Park SD – New Commons

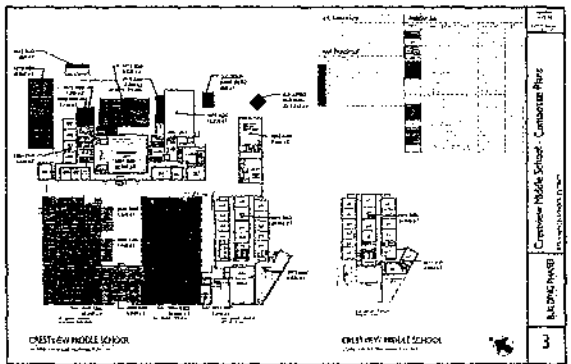
- This is a LISTING below of our recent projects for Educational Facilities:
  - Truman State University – Kirksville, MO – Barnet Hall Exterior Restoration, Ophelia Parrish and Magruder Hall Reroofing 2023, Ophelia Parrish and Magruder Halls Reroofing 2024
  - Kirksville R-III School District – Kirksville, MO - New Baseball and Softball Sports Complex 2023 - \$4,500,000, High School Restroom Renovations 2022 - \$200,000, Primary School Solar Installation 2022 - \$230,000, New High School Fine and Performing Arts Center, High School Additions and Renovations, Ray Miller Elementary School Additions and Renovations - \$32M Bond Issue Projects.
  - Lindbergh School District – Additions and Renovations including Storm Shelters at Long and Kennerly Elementary Schools
  - Mexico School District – High School and Middle School Additions and Alterations
  - North Shelby School District – New track and Field
  - Pike County R-III School District – New Ballfields and Building Renovations



- Sturgeon R-V School District -- High School and Middle School Renovations and Exterior Restorations
- Ladue Schools -- Saint Louis, Missouri -- New Gymnasium/Storm Shelter additions at Conway and Reed Elementary Schools Design and Construction Administration \$10.9 million. Ongoing master planning, Fields, Concession Building.
- Valley Park School District -- Valley Park, Missouri: \$8.5 mil Bond Issue work District Wide. New Entrance Vestibule and High School Offices. New Commons. HVAC Upgrades District-Wide. New Administrative Offices. Exterior Door Replacements with Access Control System, Roofing and Wall Restoration, New Playground.
- Fox School District -- Arnold, Missouri: Elementary School Additions to Antonia and Meramec Heights Elementary Schools, Two new High School Security Vestibule Entrances with Access Control. HVAC Upgrades. Roofing Replacements. New Entrance and Classroom Addition at Ridgewood Middle School. Interior Modifications at three other Middle School campuses. Master Planning.
- Osage R-II School District -- Linn, Missouri: New Elementary School - 60,000 s.f. \$7.25 mil. Renovations to Ag/Art Building.
- Marceline R-V School District - Marceline, Missouri: High School / Middle School Multipurpose Gymnasium with Kitchen Serving Facility - 10,000 SF - \$2.0 mil. High School Science Lab Renovations - \$200,000. Walt Disney Elementary School Renovations - Classrooms, Flooring, HVAC, Lighting, Restrooms, Asbestos Abatement - 24,000 SF - \$1.6 million
- Holden R-III School District -- Holden, Missouri: New Early Childhood Facility and New Multi-Purpose High School Athletic Facility - 8,000 SF - \$1.5 million
- Bayless School District -- St. Louis, Missouri: Recently completed varsity baseball field and facilities, roofing/window replacements, site/paving improvements, HVAC/Electrical/Plumbing upgrades.



New Multi-purpose Gymnasium, Marceline School District



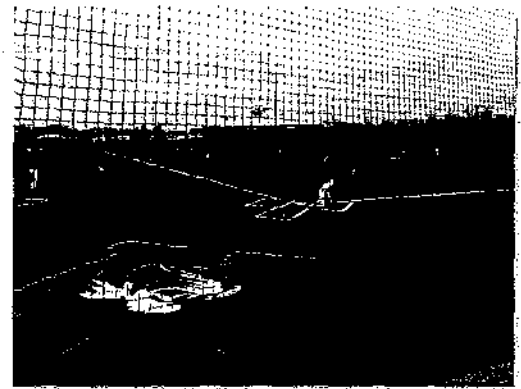
New School Commons -- Meramec Heights Elementary School -- Fox C-6

## 2) Recent Projects, illustrating design challenges and how the solution served the Owner's needs:

### Kirksville School District

New Athletic Complex, Baseball and Softball  
Construction completed: March 2023.

Kirksville School District requested the design of a new softball and baseball complex that would include turf field surfaces and accessory buildings to support the new complex and accommodate multiple games and spectators. BRS (with civil engineer CMPS) addressed the current bid market and delivery delay issues by including flexibility in bid packages as part of the overall solution to this new athletic complex. The project was bid and contracted in multiple packages, and is now underway. The new facility includes a concession building, restrooms, press boxes, bleacher seating, lighting, new parking, as well as the new turf fields for softball and baseball.

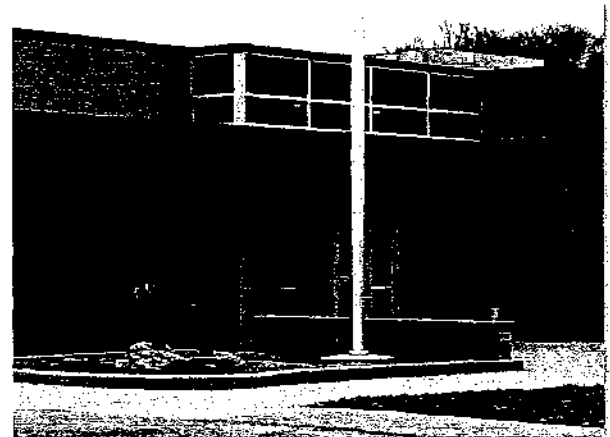


Kirksville School District – New Athletic Complex, 2023

### Fox School District

District Projects  
Construction completed:  
August 2017 and Spring 2018.

Fox School District asked the BRS team to facilitate the transition of all sixth grade classrooms from their elementary schools into the existing four middle school buildings that had housed only 7<sup>th</sup> and 8<sup>th</sup> grade students. These renovation projects involved **reconfigurations of interior classroom spaces** to make more academic classrooms and other common spaces for the sixth graders. Among other adaptive measures, BRS created a typical science lab layout that was incorporated into regular size classrooms to provide for the additional sixth grade science teachers. At three schools, this work was completed over a short summer break.

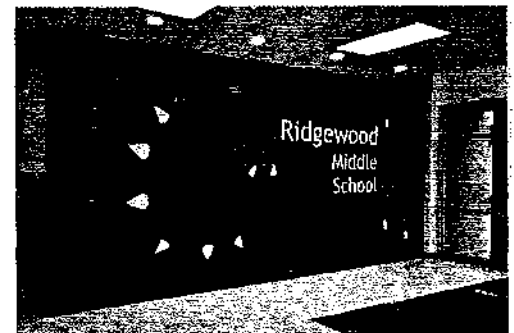


New Entrance & Classroom Wing – Ridgewood Middle School

At the fourth middle school, Ridgewood Middle School, BRS designed a new classroom wing and a new front entrance to the building. This entrance included a security vestibule with access controls, giving the district a current prototype for future vestibule retrofit projects.



Project included: Four Middle School campus renovations, \$3 mil. HVAC and roofing upgrades at various campus locations, \$5 mil. Current work includes security vestibules at the two existing High Schools with access controls and protected glazing and wall construction.



## Linn Elementary School

New Elementary School for Linn, Missouri.  
Osage R-II School District  
Construction completed: June 2016

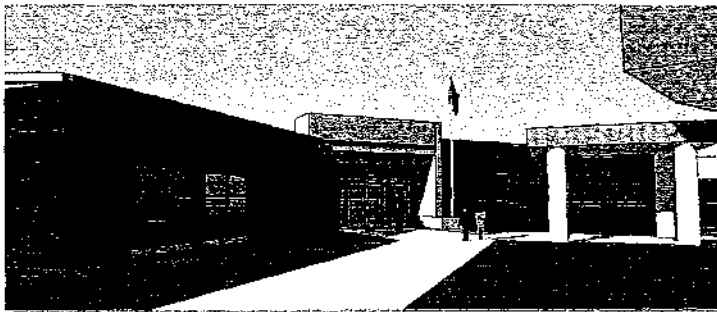
This district was in need of a new elementary school facility to serve grades PreK-5. The budget was limited, but we were able to accommodate the entire program on the new campus site within the given budget using **cost effective construction techniques** and **phased programming**.

Construction methods included pre-cast concrete panels and portions of the project made of pre-engineered metal building construction. The layout is arranged so that future wings can be added and specialty rooms can be accommodated in an expanded manner. The new building is equipped with high-efficiency heating and cooling, 20-year roofing systems, and access control/surveillance systems.

Project included: New Elementary School Pre-K through 5<sup>th</sup> Grade, housing 400 students, with High School Practice Gym and District Central Office – 60,000 SF (also includes a 4,500SF addition to the Ag/Art facility for metal fabrications - \$7.250 million.



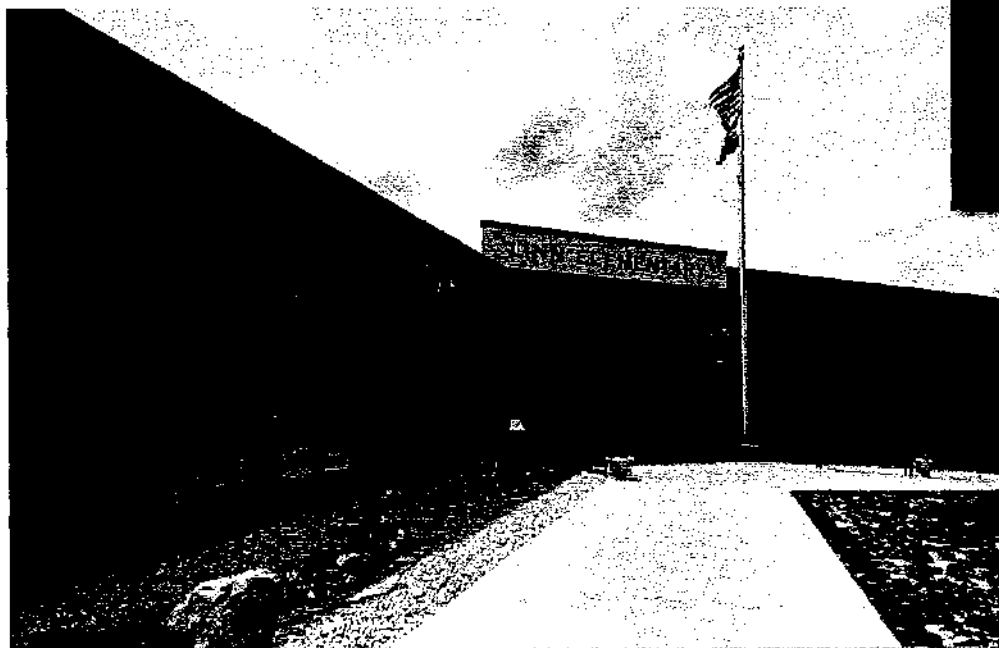
*New Linn Elementary School – Classroom Wing*



*Rendering of New Linn Elementary School Entrance, Osage Co R-II School*



*Interior Corridor*



*New Linn Elementary School – Completed in 2016 by BRS w/ FSG*



## Valley Park School District

### District Projects

Construction completed:

Dates throughout 2010 to 2018.

Valley Park School District has looked to BRS for leadership during their last two bond issues. Major design challenges included **transformations** of the existing campus competition gym into a District Field House, Relocation of the Main Entrance of the High School and associated offices for **building security purposes**, and converting the old legacy gymnasium into a new student commons at the High School. Also, major system upgrades were included in these two bond issue programs.

### Projects Included:

#### 2017 Bond Issue Work

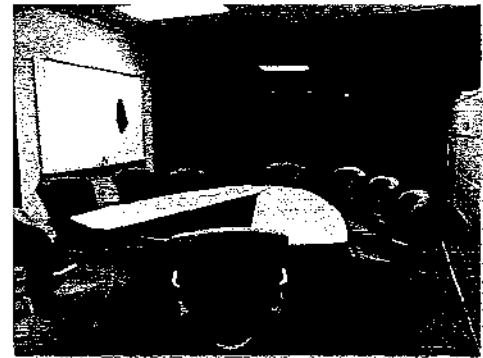
- New High School Office and Security Vestibule at Main Entrance of Building
- Convert Old Gymnasium into New High School Commons
- HVAC Replacement, District-Wide
- Roofing Replacement, District-Wide
- New Intercom and Fire Alarm Systems, District Wide
- Create New District Central Office
- New Elementary and ECC Playground

#### 2010 Bond Issue Work

- Created New Field House Commons with Cafeteria Expansion and Locker Rooms at Competition Gymnasium. Reconfigured Bleacher Layout and Added New Weight Room
- Middle School Roofing Replacement, HVAC, Lighting Replacements, Sprinkler Installation, and Fire Alarm Replacement



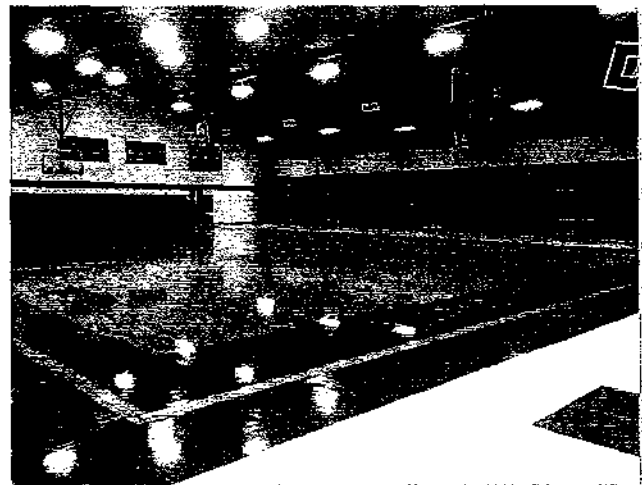
Valley Park SD – New High School Commons



New Administrative Office Meeting Room



New Playground – Valley Park Elementary School  
Completed by BRS in 2018



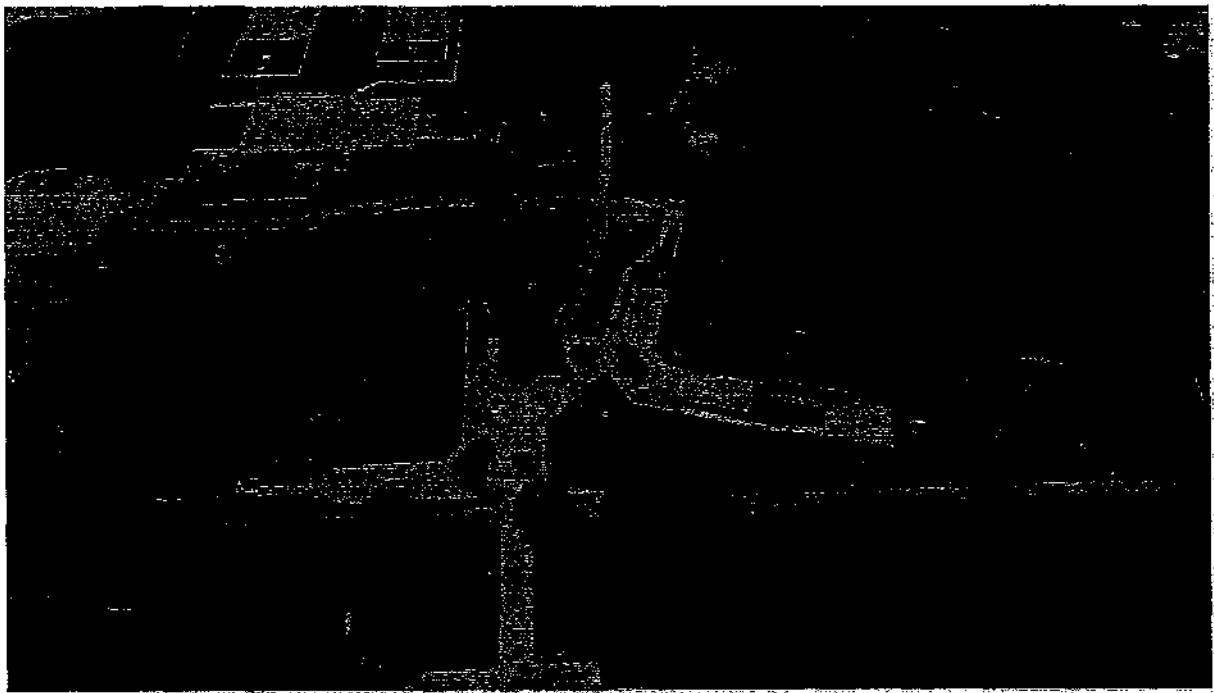
2010 Field House Gymnasium



### 3) How does BRS interact with reviewing/permitting agencies, University staff, and contractor representatives to ensure timely delivery of a project?

To address these important components of the Owner/Architect relationship and construction experience, BRS Architects coordinates the design process with multiple parties and stakeholders:

- **PERMITTING AGENCIES:** BRS will personally meet with local officials early in the design phase to confirm code related decisions with agencies. We are familiar with this process from previous occasions working in at Truman State University.
- **UNIVERSITY STAFF:** BRS will provide a **Consistent Project Manager Representative**. Also, the BRS team will conduct regular meetings with University staff and administration during design and construction phases to ensure proper decision making and maintain updated information on construction.
- **CONTRACTORS:** BRS will maintain regular contact with contractors, including regular visits during full construction phases. To promote timely delivery of a given project, BRS will quickly address and monitor issues in the field and advise the owner of the status so reasonable actions may be taken promptly and not cause undue delay.



*Kirkville School District – New Athletic Complex, 2023*





# ***Fee Structure***

***Truman State University***

## **FEE STRUCTURE:**

As the projects proposed vary greatly in size, BRS offers the following proposed fee structure:

For Projects \$20,000 and lower in construction costs, BRS would bill hourly at the rate of \$125 per hour. Printing, courier, and travel expenses would be reimbursable.

For Projects over \$20,000 in construction costs, BRS would charge 6.95% fee with reimbursables of printing, courier, and travel expenses.





*We, at BRS Architects LLP, would like to  
thank you for considering us for additional  
work at Truman State University.*

*We look forward to working with you on  
preserving and improving your beautiful  
campus.*



**ITEM K.2****Architectural Services – Ryle Hall Kitchen/Dining Improvements Project**

*Handwritten signature and date: 10-25-2024*

**DESCRIPTION AND BACKGROUND**

As part of ongoing updates to Truman's dining services, the Ryle Hall dining room and kitchen need improvements. This includes new ceilings and lighting in the dining room, along with painting and some new seating areas. In the kitchen, several major pieces of equipment require replacement, including ovens, dishwasher and exhaust, tray return, milk dispenser, ice cream machine, etc. This project will be designed and bid to allow work to begin in early June 2025, with completion prior to the fall semester.

The procedure for state agencies seeking architectural engineering or land surveying services is outlined in statute. It involves a review of the qualifications of firms on file or those that have submitted qualifications for a proposed project. In evaluating the qualifications, the following criteria are used:

1. The specialized experience and technical competence of the firm with respect to the type of services required;
2. The capacity and capability of the firm to perform the work in question, including specialized services, within the time limitations fixed for the completion of the project;
3. The past record of performance of the firm with respect to such factors as control of costs, quality of work, and ability to meet schedules; and
4. The firm's proximity to and familiarity with the area in which the project is located.

Qualifications of several firms were reviewed for this project, focusing on previous relevant experience. A selection committee, including representatives from Student Engagement, Administration, Finance and Planning, and Campus Planning, reviewed the credentials submitted by these firms. Based upon this review, it is recommended that Klingner & Associates, P.C. of Columbia, Missouri, be selected for this project.

Funding for this project will come from the Auxiliary Food Services Fund. Approval for design services is needed to meet projected bidding and construction schedules. After the Board approves construction bids, work would occur starting in June 2025.

**RECOMMENDED ACTION**

BE IT RESOLVED that the proposal from Klingner & Associates, P.C. to provide architectural services for the Ryle Hall Kitchen/Dining Improvements Project, with the fees and work for such services to be within the guidelines of the proposal, be approved; and

BE IT FURTHER RESOLVED that the President of the University, or her designee, be authorized to execute a contract with the firm for the project; and

BE IT FURTHER RESOLVED that a copy of the proposal be attached to and made a part of the minutes for this meeting.

Moved by \_\_\_\_\_  
Seconded by \_\_\_\_\_

	Aye	Nay
Vote: Burkemper	_____	_____
Burks	_____	_____
Christofferson	_____	_____
Dameron	_____	_____
Gingrich	_____	_____
Lovegreen	_____	_____

**ATTACHMENT**

Proposal Summary

# STATEMENT OF QUALIFICATIONS

## TRUMAN STATE UNIVERSITY

# RYLE HALL

# DINING RENOVATION

### PROFESSIONAL ARCHITECTURAL AND ENGINEERING SERVICES



#### Tailored Management

The University has specific needs. With Klingner, we customize our project management approach to your best interests.



#### Communication

Klingner will be in regular contact with the University prior to individual project kickoffs and after construction. We will be an extension of you.



#### Accurate Pricing

We work diligently with construction leaders to produce accurate opinions of probable cost during the planning process.



#### Documentation

For every project, we develop meeting minutes, emails, and project memos. This focus on documentation results in excellent deliverables.



Date: September 23, 2024



Truman State University  
100 E Normal, MC100  
Kirksville, MO 63501  
www.truman.edu

Lori Shook, AUID  
Campus Planning  
E: lshook@truman.edu  
O: 660-785-7226

# Let's Get Started

Lori Shook, AUID  
Truman State University

Re: Qualifications for the Ryle Hall Dining Renovation and Architectural and Engineering Design Services

Ms. Lori Shook and Selection Committee:

Klingner & Associates, P.C. (Klingner) has crafted a team of talented professionals to support Truman State University (the University) with the renovation of Ryle Hall's dining areas. With strategic, pragmatic material, fixture, and programming updates, we will develop a fresh dining experience for students, staff, and visitors while incorporating the existing furniture and staying aligned with the building's classical exterior. Our firm's expertise in creating spaces that harmonize both historic and contemporary elements, paired with a commitment to collaboration, allows us to deliver a transformative, functional, and beautiful dining space for your students and faculty.

Below is a preview of how our comprehensive approach will make this project a success:

**VISIONING & EXECUTION** | Our design process begins with attentive listening to understand Truman State University's goals for the dining hall and the existing architectural character. We'll craft two distinct design visions that honor the space's heritage while embracing modern functionality. Each concept will be tailored to the building's unique constraints and opportunities, offering clear choices for moving forward. This dual-vision approach makes your feedback integral from the start, guiding us to a final solution that resonates with your campus culture and needs.

**MULTIDISCIPLINARY DESIGN** | Our firm's full-service design capabilities provide the benefit of seamless integration across all key disciplines. With architectural, interior design, structural, and MEP (mechanical, electrical, plumbing) teams all working in tandem, we deliver a holistic approach where every aspect of the design is informed by technical considerations. This in-house coordination verifies that all systems, from lighting to ventilation, complement the design intent and contribute to a cohesive and well-functioning dining environment. You won't need to worry about managing different consultants; we handle it all, streamlining the entire process.

**COST & BUDGET CONTROL** | We know that maintaining control of the budget is crucial to a successful project. From the kickoff meeting, we align the design vision with your financial parameters and check that cost considerations are part of every design decision. Throughout the schematic and design development phases, we provide you with detailed cost opinions, regularly updated to reflect material choices and construction methods. This transparency promotes informed decisions without compromising quality, keeping the project within budget while delivering a high-caliber dining experience.

**SEAMLESS COORDINATION** | Our process stands out due to rigorous internal coordination between design and engineering teams before presenting any design to you. Our architects, MEP specialists, structural engineers, and kitchen consultants collaborate from day one, integrating every detail into a cohesive plan. When we present a design to Truman State University, it has been thoroughly vetted for functionality, feasibility, and alignment with your goals. This allows you to focus on providing feedback, confident that what you see is buildable and practical.

We look forward to the opportunity to partner with Truman State University on this exciting project. Our vision, expertise, and collaborative approach will result in a dining hall that serves your students and community for years to come, blending timeless design with future focused functionality.

Sincerely,



**MATTHEW H. BRIDGES, PE**  
Client Liaison | MEP Engineer

# Firm Background

As universities like Truman State evolve, so do the demands on their facilities. At Klingner, we specialize in transforming educational environments to meet these changing needs. Our expertise will translate into inviting, functional spaces where students can gather, connect, and thrive, all while aligning with the University's long-term vision and heritage.

## KLINGNER'S HISTORY

Klingner is supported by over 119 years of history providing professional services to the Midwest. Originally started as Bushnell Engineering, William H. Klingner joined Bushnell and his partner McCann in 1936. For the past 39 years, we have operated as Klingner & Associates, P.C. Steady growth, along with mergers and expansions, culminated in a diverse firm specializing in engineering, architecture, surveying, and supportive specialty services.

At Klingner, we transform campus facilities to meet modern student needs. For Ryle Hall, we will create a dynamic, multifunctional space. Our design will integrate new standards in food service delivery and flexible seating arrangements. We will optimize traffic flow, enhance acoustics, and implement energy-efficient systems. The result? An enhanced, versatile dining environment that fosters community and adapts to new trends in campus living.

## PARTNERS IN CAMPUS TRANSFORMATION

At Klingner, we believe that successful projects are built on strong partnerships. As we approach the Ryle Hall renovation, we see an opportunity to forge a collaborative relationship that aligns with the University's goals.

From a place to eat meals to a supplementary study area, an extracurricular meeting space to the location of special events that enrich University culture, dining halls are much more than a place to eat. They're a hub for campus life. The Ryle Hall renovation is a chance to create a vibrant space that supports student well-being, fosters community, and mirrors Truman's values. Throughout the process, our team will be mindful of spatial flexibility, student comfort, and dining efficiency — all for a dining hall that can adapt to your needs.

We understand the importance of maximizing the impact of every dollar invested, providing excellent value for your investment. In line with the university's focus on affordability and value, our design will

emphasize energy-efficient solutions and durable materials for long-term cost-effectiveness. Smart space utilization will maximize seating capacity without compromising comfort, demonstrating responsible stewardship of resources.

The Ryle Hall renovation is also an excellent opportunity to celebrate Truman's unique identity. Pride of place is a powerful force. Klingner strives to create spaces that not only meet immediate needs, but also inspire and facilitate the kind of transformative experiences that are central to Truman's mission. Incorporating the University's branding and vision for the campus will be key in developing a renovation that fosters a sense of pride and advances student life.

By partnering with Klingner, Truman is investing in more than just a dining facility; it's creating a cornerstone of student experience. Together, we can create a dining facility that not only meets the practical needs of your campus community but also embodies the spirit of curiosity, collaboration, and growth that defines Truman.

## A COMPREHENSIVE LIST OF SERVICES

Klingner is able to provide the following professional services:

- Architecture
- Civil / Site Engineering
- Construction Observation
- Environmental Services
- Feasibility Studies
- Land Surveying / 3D Scanning
- Landscape Architecture
- Master Planning
- Mechanical / Electrical / Plumbing
- Renewable Energy / Energy Efficient Designs
- Structural Engineering
- Transportation Engineering
- Water Resources Engineering
- Water / Wastewater Engineering

# Specialized Project Approach

Klingner's extensive experience with timely renovations for The State of Missouri, Knox College, Monmouth College, Mizzou, and others, combined with an understanding of the University's expectations, uniquely positions us to serve as an extension of your Campus Planning services on the design and construction administration of the Ryle Hall dining area renovation. Our approach will balance cost-effectiveness with experiential design elements, creating a versatile space that enhances food service operations and serves as a backdrop to student life for years to come.



## DINING REMODEL: BIG SPACES, SIMPLE GESTURES

The renovation of Ryle Hall's dining area presents an exciting opportunity to transform a heavily trafficked campus space into a contemporary environment that meets the diverse needs of today's students. Klingner understands that this project is straightforward, and - if done correctly - will create a student hub that fosters community, supports student well-being, and enhances the overall campus experience.

Our approach to this renovation is holistic, considering every aspect from accessibility and inclusivity to sustainability and technological integration. We will begin with a thorough analysis of the existing dining hall, campus context, and user needs. We will review traffic flow patterns, assess the building's architectural character, and engage with selected University staff to ensure our design aligns your vision and operational requirements.

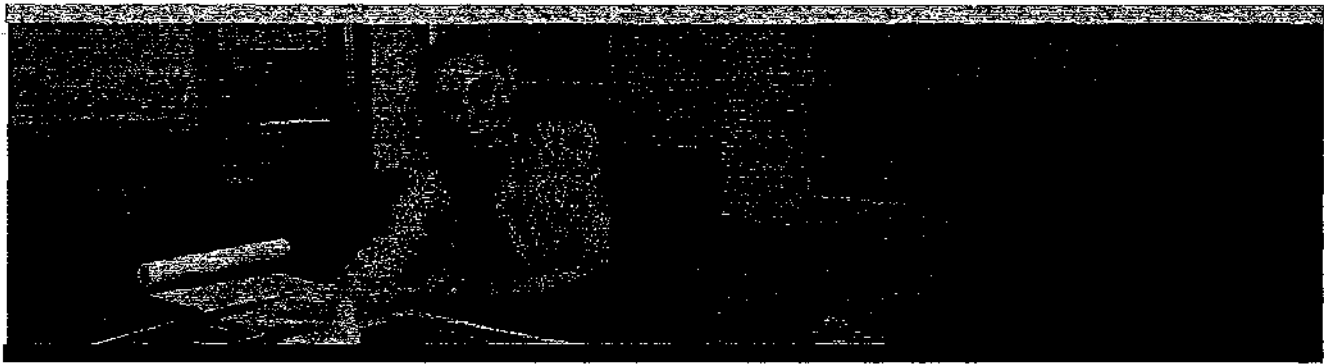
In addressing ADA compliance and inclusivity, Klingner will implement signage and wayfinding that guides users effortlessly through the space. This includes clear, high-contrast directional signs, easily readable menu boards, and digital displays (if requested) for real-time updates. We will make sure permanent room signs include Braille and raised lettering, mounted at ADA-compliant heights. Our design will incorporate wheelchair-accessible serving counters and dining tables, wide pathways, and slip-resistant flooring throughout. To promote inclusivity, we will consider single restroom options, quiet zones for students

with sensory sensitivities, and flexible seating arrangements to accommodate various group sizes and mobility needs.

Klingner's design will seamlessly integrate current dining hall requirements with timeless elements. We envision creating flexible zones that can transition from dining to study or event spaces, incorporating existing furniture, recovered or reimagined booths / built-ins, and ample power outlets. Working with the kitchen consultant, we will tie in the best option for students, whether that is an open kitchen showcasing fresh ingredients; micro-restaurants or food stations with diverse dining options, including dedicated areas for special dietary needs; or some combination of the two.

Sustainability will also be a key focus, with visible recycling stations, energy-efficient systems, and the use of recycled materials in our design. Technology integration can enhance the user experience through features like mobile ordering systems and digital menu boards, all thoughtfully implemented to complement the architectural integrity of the space.

By carefully balancing these modern elements with classic design principles, Klingner will deliver a dining hall that meets the current needs of Truman State University while providing an inspiring environment for students to dine, socialize, and thrive.



## A STEP-BY-STEP PROJECT APPROACH

### 01 Programming & Concepts

Klingner begins with a stakeholder vision meeting and site analysis to learn what you need to see in the final design. We will examine current spaces, structural elements, and the campus's architectural style. Our team will develop a program document as well as a clear schedule and budget. We will create two distinct design concepts: "Classical Timelessness" and "Trends in Traditional," each respecting the building's classic style while embracing modern functionality.

**KLINGNER DELIVERABLES:** Program document, two concept inspiration boards

**TRUMAN'S FEEDBACK:** Provide input on overall goals, budget parameters, and functional requirements.

### 02 Schematic Design

Klingner refines the chosen concept, developing space plans, preliminary structural systems, and initial MEP layouts. We will create 3D renderings, verifying ADA compliance and code adherence from the outset. Our team will begin selecting energy-efficient lighting fixtures and durable, attractive finishes that align with the chosen design direction.

**KLINGNER DELIVERABLES:** Schematic plans, 3D renderings, preliminary material palette, initial opinion of probable cost

**TRUMAN'S FEEDBACK:** Choose preferred design direction and provide initial feedback.

### 03 Design Development

In this phase, Klingner finalizes all design elements. We will detail structural systems, MEP layouts, and lighting designs, incorporating both functional and decorative fixtures. Our team will specify hard-wearing flooring materials, acoustic treatments, and millwork. We will prioritize timeless design integration through careful material and color selection.

**KLINGNER DELIVERABLES:** Detailed plans, material schedules, furniture layouts, updated opinion of probable cost

**TRUMAN'S FEEDBACK:** Sign off on final materials, finishes, and space layouts.

### 04 Construction Documents

Klingner translates the approved design into comprehensive technical drawings and specifications. We'll verify compliance with all relevant codes, including ADA, local building codes, health department regulations, and energy efficiency standards. Our team will develop a phasing plan to minimize campus disruption.

**KLINGNER DELIVERABLES:** Complete construction drawings, specifications, final opinion of probable cost, phasing plan

**TRUMAN'S FEEDBACK:** Approve construction documents and confirm project alignment.

### 05 Bidding and Negotiation

Klingner will assist in the contractor selection process, preparing bid packages and evaluating submissions based on expertise, cost, and project understanding.

**KLINGNER DELIVERABLES:** Bid package, contractor evaluation report, selection recommendation

**TRUMAN'S FEEDBACK:** Approve chosen contractor and sign agreement.

### 06 Construction Administration

During construction, Klingner serves as Truman's advocate, conducting regular site visits, reviewing submittals, and managing any necessary design adjustments to make sure the project is built as envisioned.

**KLINGNER DELIVERABLES:** Progress reports, submittal logs, change order recommendations, punch list

**TRUMAN'S FEEDBACK:** Approve key milestones and any necessary changes.

### 07 Project Close-Out and Handover

Klingner oversees the final stages, including systems training, warranty compilation, and production of as-built drawings.

**KLINGNER DELIVERABLES:** As-built drawings, O&M manuals, warranties, training documentation

**TRUMAN'S FEEDBACK:** Final project sign-off and maintenance service arrangements.



# Key Personnel

Klingner's strategic team composition can support optimal project delivery for Truman State University. The majority of our team can mobilize on-site within hours, guaranteeing responsive service throughout the project lifecycle. Our architectural staff member, Jackie Totten, located just 45 minutes from campus, will facilitate efficient design presentations and construction oversight.

Our local presence, coupled with our extensive education and on-call experience with public and private clients, positions us to address the University's expectations as requested, every time. Klingner offers more than services; we provide a partnership dedicated to realizing Truman's vision for campus renovation with professionalism and efficiency.



**CODY N. BASHAM, AIA, CSI, NCARB, LEED GA**  
PROJECT MANAGER | LEAD ARCHITECT

**MATTHEW H. BRIDGES, PE**  
CLIENT LIAISON

## DESIGN LEADERSHIP

**HEATHER A. OLSON,**  
LEAD INTERIOR DESIGNER

**JACKIE R. TOTTEN**  
ARCHITECTURAL DESIGNER

**ANTHONY L. DIEWOLD, PE, LEED GA**  
LEAD MEP ENGINEER

**JOSEPH A. KNOCHER, PE, LEED GA**  
MEP QA / QC

**KYLE T. HANNEL, PE, CWI**  
LEAD STRUCTURAL ENGINEER

**ALAN D. LUKENS, PE, SE**  
STRUCTURAL QA / QC

**KLINGNER ADDITIONAL SUPPORT**  
ENGINEERING & DESIGN STAFF

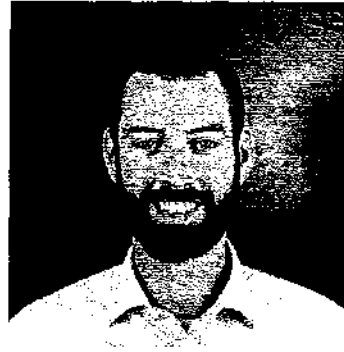


**CODY N. BASHAM, AIA, CSI, NCARB**  
PROJECT MANAGER | LEAD ARCHITECT

Cody, an architect with Klingner since 2014, is ideally suited to lead the dining hall renovation as project manager. He excels at coordinating complex renovations within budget and timeline constraints. Cody's strength lies in his comprehensive approach to project oversight, quality control, construction administration, and stakeholder communication. Having successfully managed numerous educational and commercial renovations, Cody is adept at navigating the unique challenges of updating institutional spaces while minimizing disruptions to campus operations.

Master of Architecture  
Southern Illinois University - Carbondale

- Knox College  
Ford Center for the Fine Arts Renovation
- Knox College  
Serenity Center Renovation
- Knox College  
Conger Neal Residence Hall Renovation
- Knox College  
Beta Theta Pi Fraternity House Renovation
- John Wood Community College  
Workforce Development Center Addition and Renovation
- State of Missouri  
Fort Leonard Wood Device Lab Addition
- State of Missouri  
Ike Skelton Fitness Center
- Monmouth College  
New Pi Beta Phi Sorority House



**MATTHEW H. BRIDGES, PE**  
CLIENT LIAISON

Matthew's role focuses on facilitating communication between Klingner and the University, giving clear updates on project deliverables. Matthew excels in coordinating internal teams, managing schedules and budgets, and conducting site visits to monitor construction progress. His experience is in large public and private institution design and evaluation projects. He is heavily relied upon for facilitating design reviews. Matthew will be another component in maintaining client satisfaction in keeping with University standards while adhering to Klingner's quality design and documentation procedures.

BS in Mechanical Engineering  
University of Evansville

- University of Missouri  
Neff Hall HVAC Replacement
- Columbia College  
Missouri Hall HVAC Replacement
- Columbia College  
Practice Hall HVAC Replacement
- Columbia College  
Stafford Library Renovation
- Hallsville Primary School  
Renovation & Addition
- State of Missouri  
Prairie View State School HVAC
- State of Missouri  
Supreme Court HVAC System
- State of Missouri  
Fort Leonard Wood Device Lab Addition

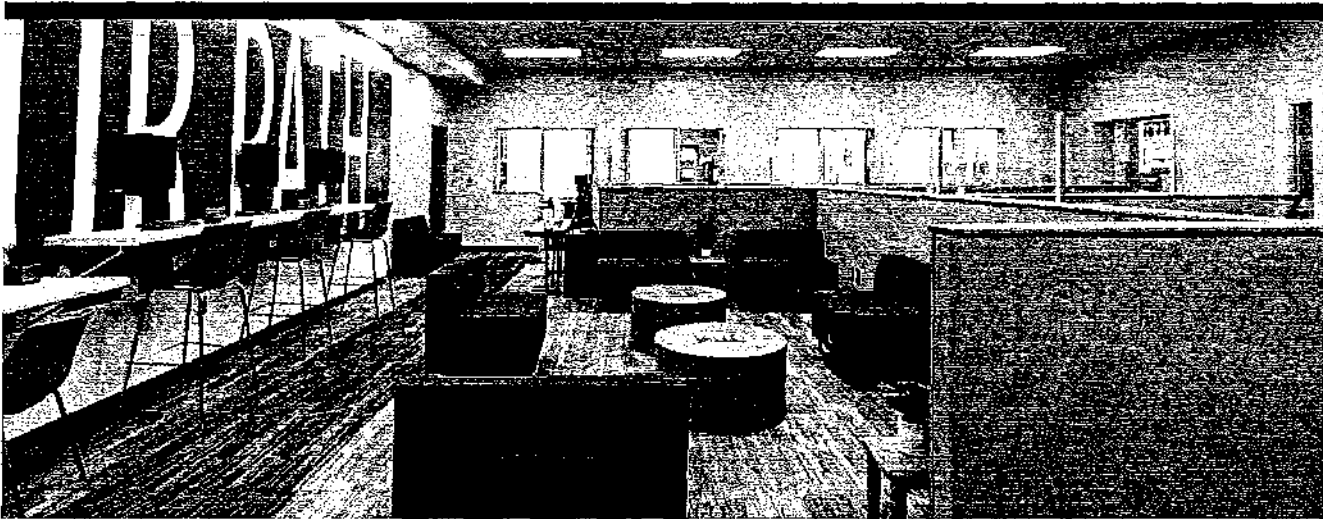


**HEATHER A. OLSON, NCIDQ**  
LEAD INTERIOR DESIGNER

Heather brings extensive interior design expertise to the University's dining hall renovation, with over a decade of experience at Klingner. Her proficiency in space planning, material selection, and general design refinement will be key to transforming the dining hall into a modern, functional space that meets the diverse needs of University students and staff. Her knowledge of industry trends will inform design choices that balance aesthetics with durability and efficiency. Heather's collaborative approach will help translate the University's vision into a space fitting for their campus.

BS in Interior Design  
Buffalo State College

- Knox College  
Taylor Student Lounge
- Knox College  
E.L. Andrews Fitness Center
- Knox College  
Serenity Center Renovation
- Knox College  
Ford Center for the Fine Arts Renovation
- Monmouth College  
April Zorn Memorial Stadium
- Salvation Army  
New Corps Building
- State of Missouri  
Broadway Building Renovation
- Hannibal Public School District #60  
Hannibal Innovation Campus



**JACKIE R. TOTTEN**  
ARCHITECTURAL DESIGNER

Jackie joined Klingner in 2021. She currently has seven years of practical architectural design and rendering experience. Jackie is skilled at guiding clients through concepts and design drawings, facilitating organized conversations that lead to actionable next steps for review and / or approval. She will provide architectural and construction administration / construction observation support throughout the project.

Master of Architecture  
Southern Illinois University -  
Carbondale

- Moberly Area Community College  
Dormitory Adaptive Reuse
- Hannibal Public School District #60  
Hannibal Innovation Campus
- Pikeland CUSD #10  
High School Annex Renovation
- Quincy Children's Museum  
Conceptual Design

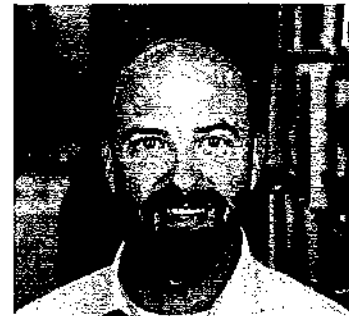


**ANTHONY L. DIEWOLD, PE, LEED GA**  
LEAD MEP ENGINEER

Tony brings 14 years of specialized experience in designing MEP systems for higher education, including high-pressure boilers, steam systems, chilled water, air handling, electrical power, lighting, building controls, and plumbing for high-capacity food preparation. Tony's diverse background in educational, commercial, and municipal projects provides a holistic understanding of electrical and ventilation needs on projects of this scale.

BS in Mechanical Engineering  
Iowa State University

- Iowa State University  
Snedecor Hall Renovation
- Iowa State University  
State Gym
- Monmouth College  
New Pi Beta Phi Sorority House
- Salvation Army  
New Corps Building



**JOSEPH A. KNOCHEL, PE, LEED GA**  
MEP QA / QC

Joe's expertise in MEP systems will support his QA / QC review of the drawings at 30%, 60%, and 90%. Having worked with many kitchen consultants, just like Tony, Joe can provide feedback on the design direction and review ideas through a lens of efficiency and sustainability. He also has contacts with lighting vendors across the country and regularly works with interior designers on specifying fixtures.

MS in Architectural Engineering  
Kansas State University

- Hannibal Public School District #60  
Hannibal Innovation Campus
- John Wood Community College  
Workforce Development Center  
Addition and Renovation
- Moberly Area Community College  
On going projects
- Monmouth College  
Trubeck Amphitheatre



**KYLE T. HANNEL, PE, CWI**  
**LEAD STRUCTURAL ENGINEER**

Kyle, our lead structural engineer for the Ryle Hall renovation, specializes in new design, large-scale remodels, and structural inspections. His expertise in developing opinions of cost and plan preparation will be important to keep the refreshed design aligned with the University's budget. Kyle will focus on integrating the needs of the kitchen and dining facilities within the existing framework of the structure, incorporating structural requirements and safety standards.

BS in Civil Engineering  
Southern Illinois University - Edwardsville

- Southeastern Community College  
Blackhawk Tower / Student Center
- Hannibal Public School District #60  
Hannibal Innovation Campus
- Moberly Area Community College  
Higher Education Center
- Knox College  
Beta Theta Pi Fraternity House Renovation



**ALAN D. LUKENS, PE, SE**  
**STRUCTURAL QA / QC**

Alan, with over 35 years of structural engineering expertise, will serve as the QA/QC reviewer for the renovation. His extensive experience across diverse sectors, including educational and historic structures, makes him uniquely qualified to verify work for code compliance and structural integrity. Alan will make sure structural elements of the project meet or exceed industry standards and regulatory requirements. His keen eye for detail and comprehensive understanding of complex structural systems will safeguard the project's quality, safety, and longevity.

MS in Agricultural and Structural Engineering  
Iowa State University

- Knox College  
E.L. Andrews Fitness Center
- Southeastern Community College  
Blackhawk Tower / Student Center
- Quincy University  
North Campus Improvements
- Knox College  
Beta Theta Pi Fraternity House Renovation



# ≡ Past Record of Performance ≡

## KNOX COLLEGE

### Taylor Student Lounge Renovation

Klingner was selected to design the Taylor Student Lounge, a multipurpose space for studying, gaming, meetings, and performances. The lounge consists of two areas: a gaming room and a multipurpose room. In the gaming room, Klingner laid out space for pool tables, ping pong tables, and other games chosen with student input. In the multipurpose room, Klingner installed a hardwood dance floor and stage with carpeted seating areas that accent the space. Modular furniture was also chosen to allow for flexibility. Technology was tied into the room through a large movie screen and projector, a video gaming area complete with two televisions, and a laptop counter for individualized studying spaces. Existing cubbies in the multipurpose room were transformed into custom round booths accented by rich colors and custom lights.

An exterior ramp was created to provide accessibility, and a new outdoor seating area was created at the lounge's entrance. An additional ramp was designed inside for interior accessibility. 3D renderings of the lounge were provided to support Knox College's fundraising efforts.



## SIGMA DEVELOPMENT COMPANY, LLC

### New Alpha Gamma Sigma House

Klingner provided professional architectural and engineering design services for a new Alpha Gamma Sigma chapter fraternity house at the University of Missouri in Columbia, MO.

The chapter house consists of approximately 20,000 SF distributed between four floors. Living spaces for 48 men were provided on the top two levels of the building. An ADA accessible living space for two men was created on the main floor, as well as quarters for an additional six men for a total occupancy of 56 men. Additional features on the main floor include a kitchen and dining area, house mother apartment, and an alumni room. The basement includes a recreation room, laundry room, and a study room.

The HVAC system provided a separate outside air system consisting of energy recovery ventilators and outside air processing units. Space setpoint is maintained by a VRV heat pump system.



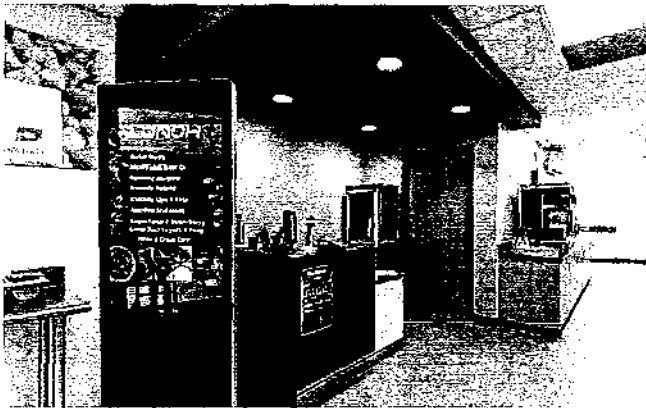
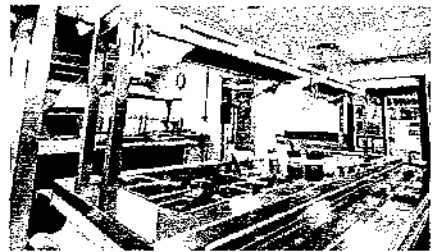
## SOUTHEASTERN COMMUNITY COLLEGE

### Serving Kitchen and Multipurpose Space Remodel

Klingner was selected by Southeastern Community College to provide a very modest renovation to their existing kitchen and take an underused adjacent room and incorporate it into the design. The kitchen renovation included a complete infrastructure upgrade, with new plumbing, modern equipment, and an optimized layout for better circulation and efficiency. Updated cooler and freezer units, along with enhanced prep areas, promote streamlined operations and improved food service capacity. Enhanced signage was also added throughout the space.

The small room became a versatile multipurpose space with additional seating to reduce cafeteria crowding during meal times. The room also serves as a flexible study and meeting space, equipped with the latest technology for group presentations.

Klingner regularly provides remodeling and design enhancement services across the campus, making sure that each space meets the college's evolving needs.



## SALVATION ARMY

### New Corps Building

The Salvation Army in Burlington, IA, prioritized moving their Corps Center closer to the community they serve. Klingner made this vision a reality by designing a flexible, efficient space that meets their current needs and allows for future growth. A key feature of the facility is a large commercial kitchen, designed to handle both high-volume meals and smaller, more frequent gatherings throughout the day.

The kitchen connects directly to the fellowship hall via a serving window, with dedicated areas for food storage, preparation, and dishwashing. This layout supports efficient meal service for large events while remaining functional for daily use. Additionally, the fellowship hall's flexible layout, including a movable divider, allows for simultaneous programming and larger gatherings, such as meals or worship services.

Durable, low-maintenance materials and large windows provide a welcoming atmosphere, while LED lighting and low-flow plumbing fixtures were chosen to reduce long-term operational costs. The design balances the Salvation Army's current needs with flexibility for future expansions.



## SOUTHEASTERN COMMUNITY COLLEGE

### Blackhawk Tower / Student Center

Klingner was selected by Southeastern Community College to design their new dormitory, Blackhawk Tower and Student Center, to house 126 students, between floors 2-4, with a student lounge and cafeteria on the first floor. Each apartment consists of two bedrooms with an in-room sink and vanity, two bathrooms, a living room and kitchenette area. The apartments are designed to house 4 people per suite. The residential assistant rooms are located at the end of each hall of sleeping room floors.

The dormitory is comprised of 51 modular units that were shipped to the job-site 90% finished, including sinks, showers, cabinets, lights, plumbing, sprinklers, finished flooring, and a first coat of paint. The 12' x 55' long modular units were erected in only six days. Building the units in a controlled environment resulted in high quality construction. This design concept surpassed the client's immediate need of student housing.

Klingner designed the dorms to be both durable and highly energy efficient. All of the walls between the modular units have a layer of plywood behind the sheetrock. There is additional insulation in the walls, and the windows are low-E, argon filled. The first floor is designed with industrial polished concrete and exposed steel beams. LED lights are installed throughout the building with daylight and motion activated sensors. Klingner mechanical engineers designed the building with a "Variable Refrigerant Flow" heating and cooling system that allows for individual suite temperature control and energy recovery between suites. The efficiency of this system is similar to that of a geothermal heat pump system without the need for a well field or pond. It is expected that the energy savings from these upgrades will save the Owners \$28,009 per year with a payback of 5.6 years.



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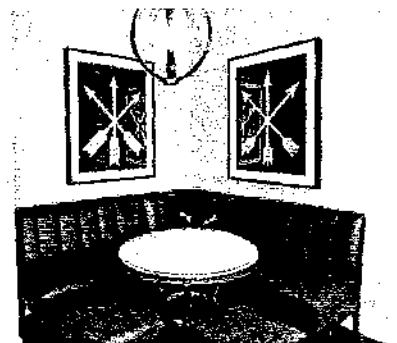
## MONMOUTH COLLEGE

### New Pi Beta Phi Sorority House

Pi Beta Phi, the first sorority in the nation to expand into different chapters, was founded in Monmouth, IL, in 1867. A direct descendant of a founding member donated the funds to build a new chapter house on the Monmouth College campus.

Klingner provided architectural and engineering services for this elegant two-story home. Designed in an updated southern style, the building was strategically configured to create a balanced exterior while maintaining key adjacencies. Large windows and clerestory windows allow natural light to fill the house, creating a naturally welcoming environment. Klingner architects also paid homage to the founders with a lighting fixture above the main stairwell that incorporates the arrows from the sorority's logo.

The building features one single and seven double bedrooms, four full and three half bathrooms, shared laundry, a covered patio, elevator, private parking, and a chapter meeting room. The basement serves primarily as a storm shelter and mechanical space.





## KNOX COLLEGE

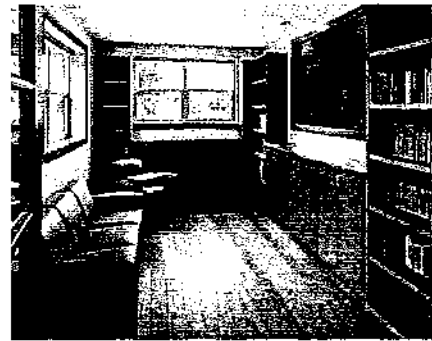
### Beta Theta Pi Fraternity House Renovation

The Beta Theta Pi House, a three-story fraternity house built in 1920, had fallen into disrepair after years of use and deferred maintenance. Knox College hired Klingner to save this Tudor mansion and attract new members through a complete renovation and restoration.

Klingner worked with members and alumni of the fraternity and Knox college to approve a design that gutted the interior of the house, keeping the exterior masonry shell in-tact. Klingner worked with a contractor to provide Beta Theta Pi construction documents that reflected actual costs for fundraising purposes.

Infusing a modern flair into the house's natural grandeur was key in the interior design. A fitting light fixture was installed in the stairwell above the main entrance, celebrating the dramatic picture window facing the college's alumni hall. Inside, hints of the home's historic character are woven throughout the colors and materials, exemplified by features such as the bamboo floors which create the traditional look of wood flooring with increased durability and sustainability. Two murals in the basement were salvaged and restored to honor the generations of members who have lived in the residence. Glass French doors were also placed at the south deck to bring the outside in and illuminate the first floor. The house's large exterior windows bring natural light into the bedrooms and auxiliary rooms, giving a warmer feel.

The house can now house 28 men and features four restrooms, two of which are multiuser. Spaces include a library, study room, and chapter and event rooms that can accommodate all members. A double bedroom on the first floor and a chair lift to the basement were added to increase accessibility. The renovation included a second stairwell to allow occupants at least two safe exits from each floor; new interior wall partitions, windows, doors, flooring, ceiling, and roof; and completely new electrical, mechanical, and plumbing systems.



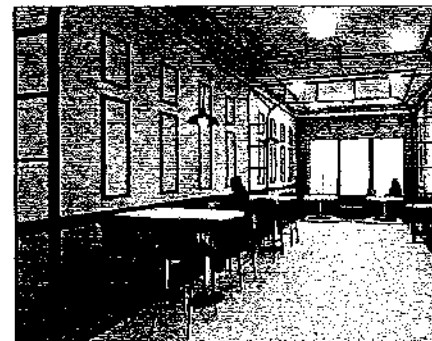
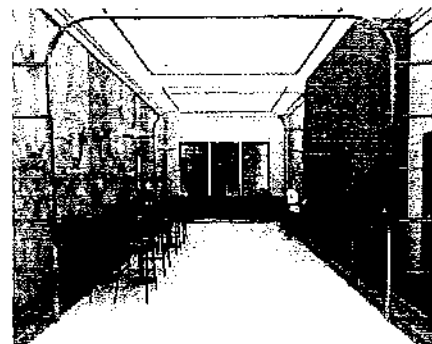
## STATE OF MISSOURI OFFICE OF ADMINISTRATION

### Broadway Building Renovation

Klingner provided architectural, mechanical / electrical / plumbing, and interior design services for the Broadway State Office Building, a 125,350 SF, 8-story office building. The project involved a complete interior renovation of floors 2, 3, 4, 6, 7, and 8. The renovation included new finishes; casework; ceilings; furniture, fixtures, and equipment; and lighting throughout, as well as an upgrade of mechanical systems and equipment, building automation system improvements, electrical upgrades, fire alarm system improvements, break room area plumbing systems, data outlets with cabling back to patch panels, and a new fire suppression system. Elevator lobby renovations consisting of new paint, lighting, and MEP upgrades were included.

Klingner provided services for a programming phase to provide new office layouts, including a complete layout for cubicles, closed offices, conference rooms, common areas, and provisions for printers and equipment.

As part of this project, Klingner also provided a hazardous materials investigation of the areas that will be disturbed or impacted by this project during the Schematic Design phase. An analysis and report of any suspected hazardous materials, such as asbestos containing materials and lead based paint, was included.





# HANNIBAL PUBLIC SCHOOL DISTRICT #60

## Hannibal Innovation Campus

The Hannibal Innovation Campus is an expansion of Hannibal School District #60's Career and Technical Center, slated to open for the 2026 / 2027 school year. Klingner was selected to provide architectural and engineering services for the adaptive reuse of an 80,000 SF big-box retail store for a new high school Innovation Campus.

This state-of-the-art facility will offer advanced training in Automotive, Welding, Machine Tool, Cosmetology, Culinary Arts, and potentially Health Services.

Key features include:

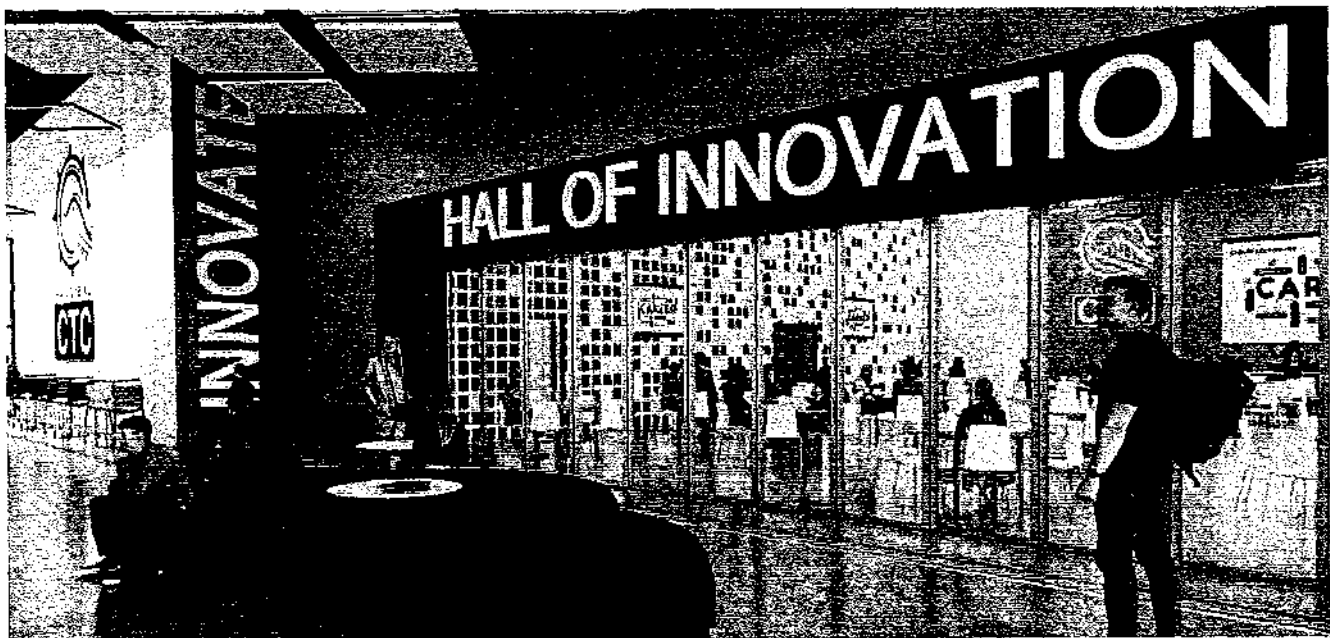
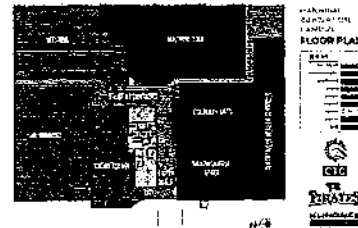
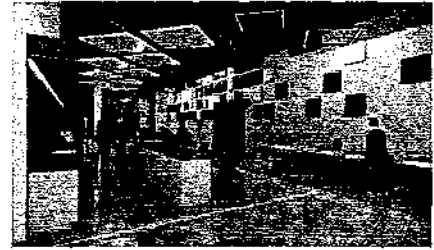
- A modern exterior design with a contemporary panel system
- A vibrant entry and student commons area
- State-of-the-art training equipment and adaptable lab spaces
- A flexible multipurpose space for various district needs
- Strategic use of exterior glass for natural light and visibility
- Enhanced security measures, including a secure single-point entry
- A hardened storm shelter
- Advanced HVAC and lab air filtration systems
- Efficient reuse of existing structural and foundation elements



SCAN / CLICK TO TOUR!

Designed with input from local businesses, staff, and students, the campus aims to bridge education and industry needs. It will prepare students for immediate workforce entry or further education while serving as a professional development hub for industry partners.

This project represents a significant investment in the community's future, positioning Hannibal as a regional leader in career and technical education and driving economic growth by cultivating a skilled local workforce.



# YOUR INTEGRAL PARTNER.

## Efficient. Experienced. Responsive.

Klingner's job is to be a good steward of your time and resources. We take this job seriously. We are a local resource who will work diligently to evaluate your needs against the design budget, allowing for the best in design and economy.

### CLIENT SATISFACTION SURVEYS

Klingner takes the time to listen to our clients' needs and stay available to them throughout each project. Based on a seven-year analysis from our client satisfaction surveys, below is how our clients believe we are successfully handling their projects. When it comes to cost control, 94% of our clients believe our performance is excellent to good. With frequent client communication, we are able to communicate cost expectations clearly and consistently throughout our projects.



**RESPONSIVENESS TO NEEDS**



**COST CONTROL ON PROJECTS**



**QUALITY OF DESIGN**



**FOLLOW UP AFTER COMPLETION**

### GENERAL TEAM DATA

**YEARLY AVERAGE OF BILLINGS FOR THE PAST FIVE YEARS**

**\$ 14.2M**

Klingner is capable of working on dozens of projects in any given year.

**PERCENTAGE OF WORK FROM RETURN CLIENTS**

**87%**

Klingner staff live and work in the communities we serve. Our reputation and quality of work is our largest priority in supporting our clients.

**TOTAL STAFF SIZE**

**146**

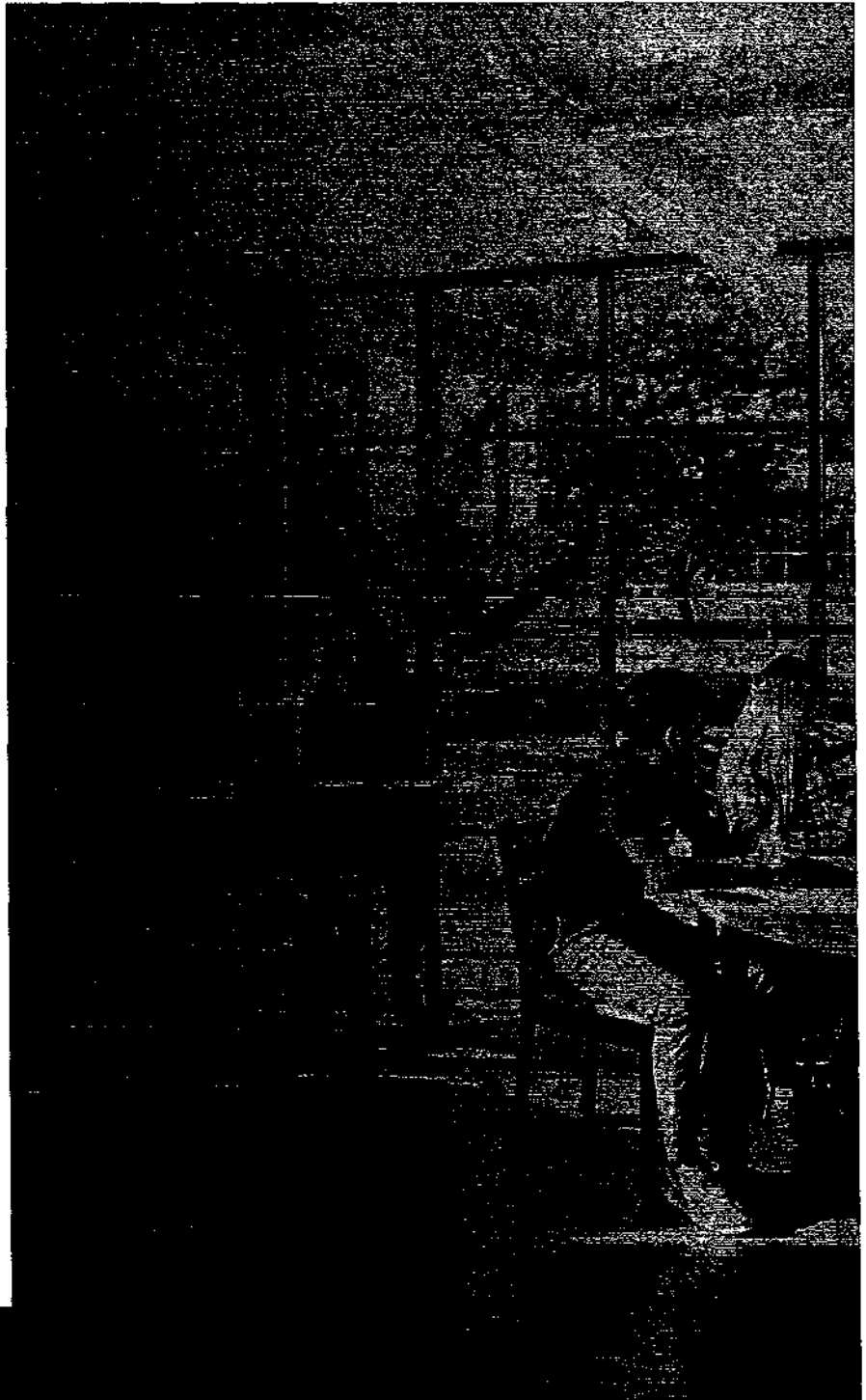
Klingner has steadily maintained a dedicated and detailed staff, ready to 'hit the ground running' on every project.

# References

Klingner has worked diligently to develop our long-standing client relationships. We value our clients' opinions and their overall satisfaction. Klingner is pleased to provide the contact information for the references below.

## KLINGNER REFERENCES

- ✓ **PAT PENDERGAST**  
Director of Facilities  
Knox College  
309-341-7893  
ppenderg@knox.edu
  
- ✓ **JEFF OLSON**  
Director of Facilities  
Monmouth College  
309-457-2300  
jolson@monmouthcollege.edu
  
- ✓ **CORY GALL**  
Vice President of Administrative Services  
Southeastern Community College  
319-208-5023  
cgall@scciowa.edu
  
- ✓ **TIM WETRICH**  
Director of Plant Operations  
Moberly Area Community College  
660-263-4100 x11258  
timw@macc.edu
  
- ✓ **JOSH WELKER**  
Dean of Business Services  
John Wood Community College  
217-641-4200  
jwelker@jwcc.edu
  
- ✓ **CLIFF JARVIS**  
Vice President for Facilities Operations  
Columbia College  
573-875-7301  
csjarvis@ccis.edu



# Memorandum

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**To:** Lori Shook **Of:** Truman State University  
**Copy to:** File  
**From:** Matthew Bridges  
**RE:** Klingner Schedule of Hourly Rates  
**Date:** October 10, 2024

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Klingner and Associates, P.C. is pleased to provide Truman State University with our standard schedule of hourly rates, attached to this letter.

Klingner's design fees based on percent of construction costs may vary based on factors such as new construction, renovation, historical preservation, size of project, complexity of project, and our services potentially included in basis services. We have had projects vary from the low 4% range to greater than 14%. However, for our more common size, type, and complexity of projects we typically expect design fees in the range of 8% to 10% of construction cost.

As the University is aware, Klingner is available to provide services that often are not considered "basic" services, such as surveying, environmental, geotechnical, and construction material testing. If these services are provided, the fee based on percent of construction would vary.

Sincerely,

KLINGNER & ASSOCIATES, P.C.



Matthew H. Bridges, PE

SCHEDULE OF HOURLY RATES (Per Diem)  
EFFECTIVE JULY 1, 2024 THROUGH JUNE 30, 2025

Charges for professional services for projects which are not based upon a percentage of construction cost, cost plus fixed fee, lump sum fee, or payroll cost, shall be based upon the following per diem rates plus reimbursable expenses:

PROFESSIONAL SERVICES

<u>Classification</u>	<u>Rate Per Hour</u>
C1-C4: Clerical .....	\$83.00
A-1 Administrative Aide .....	\$66.00
A-2 Administrative Assistant .....	\$91.00
A-3 Administrative Manager .....	\$146.00
A-4 General Manager .....	\$160.00
T-1 Technician I .....	\$74.00
T-2 Technician II .....	\$86.00
T-3 Technician III .....	\$96.00
T-4 Technician IV .....	\$109.00
T-5 Technician V .....	\$130.00
T-6 Technical Supervisor .....	\$150.00
P-1 Assistant Engineer/Architect/Surveyor/Planner .....	\$119.00
P-2 Intern Engineer/Architect/Surveyor/Planner .....	\$136.00
P-3 Engineer/Architect/Surveyor/Planner .....	\$156.00
P-4 Project Engineer/Architect/Surveyor/Planner .....	\$171.00
P-5 Senior Engineer/Architect/Surveyor/Planner .....	\$181.00
P-6 Proj. /Dept./Branch Manager, Chief Eng./Architect/Surveyor/Planner .....	\$210.00
P-7 Director of Engineering/Architecture/Surveying/Planning .....	\$230.00
P-8 Principal, Partner, Manager of Engineering/Architecture/Surveying/Planning .....	\$247.00
D-1 Driller I .....	\$82.00
D-2 Driller II .....	\$95.00
D-3 Driller III .....	\$114.00
D-4 Drill Rig Supervisor .....	\$122.00

Court testimony by principal or other registered professional will be charged at the rate of \$2,500.00 per day plus reimbursable expenses.

REIMBURSABLE EXPENSES (partial listing)

Mileage ( <i>may adjust due to fuel fluctuations</i> ) .....	\$ 0.67 per Mile
Reproduction (i.e. Prints, Copies, Plans, etc) .....	At Cost + 15%
Computer Aided Design/Drafting .....	\$ 18.75 per Hour
Global Positioning & Robotic Survey Equipment .....	\$ 34.00 per Hour
3D Scanner .....	\$240.00 per Hour
Long Distance & Cell Calls, Subsistence & Lodging .....	At Cost
Special Consultants .....	At Cost + 15%
Non-reusable Supplies .....	At Cost + 15%

LABOR RATE 01 effective 07-01-24  
 Per Diem

ITEM K.3

Equipment Purchase – 35-Passenger Freightliner Bus

*MSB/...*  
*10-25-2024*

DESCRIPTION AND BACKGROUND

Truman’s 35-passenger bus was purchased in 2013 and recently surpassed 230,000 miles. This bus represents one of three units that provides transportation to student-athletes. This bus also regularly transports students to and from other regional off-campus events. As a result of the unit’s age, repair and maintenance costs have begun to be significant. To continue to provide safe and reliable transportation for students, a request for proposal (RFP) was published in late August for a replacement bus.

Twelve regional dealerships were invited to respond. In addition, the RFP was placed on the University’s website and displayed on the statewide procurement bulletin MissouriBuys. Six proposals for vehicles that included various components were received. A selection committee comprised of the Director of Public Safety, an Interim Co-Athletic Director, the office manager responsible for Truman’s fleet vehicles, and a long-tenured driver who regularly operates buses was assembled. Each proposal was consistently scored on the following criteria:

- proposal’s ability to effectively meet the minimum acceptable criteria outlined in the RFP;
- proposed vehicle’s ability to offer long-lasting service based on the manufacturer’s powertrain and its reputation for longevity;
- proposed options that could enhance the unit’s usefulness and improve the passenger experience;
- anticipated cost of maintenance and the proximity of the nearest service facility; and
- overall value of the proposal, including price with trade-in credit.

In addition, respondents were subject to an evaluation of references and other publicly available information.

Based on this review, the selection committee unanimously recommended the 35-passenger Freightliner bus proposed by Southern Bus and Mobility. The proposal offered a unit with a proven and reliable drivetrain, the largest luggage area for team sports, and the closest service location to Truman’s campus. The unit’s price and delivery timeline were consistent with the other proposals received. Finally, the proposal included options for students, such as USB ports for all passengers, allowing connectivity to complete coursework during longer trips.

RECOMMENDED ACTION

BE IT RESOLVED that the purchase of the following item of equipment be approved:

<u>Name</u>	<u>Budget</u>
35-Passenger Freightliner Bus	\$228,000

Moved by \_\_\_\_\_

Seconded by \_\_\_\_\_

Vote: Burkemper \_\_\_\_\_

Burks \_\_\_\_\_

Christofferson \_\_\_\_\_

Dameron \_\_\_\_\_

Gingrich \_\_\_\_\_

Lovegreen \_\_\_\_\_

Aye

Nay

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

**ITEM K.4  
Alumni Association Bylaws Revision**

*Handwritten:*  
10-26-2024

**DESCRIPTION AND BACKGROUND**

The Truman State University Alumni Association Board of Directors met on July 13, 2024, and approved an updated by-laws document. Per the association’s charter, the Truman State University Board of Governors must approve all by-law revisions.

The new alumni association by-laws provide the association with the latitude to develop a national alumni association. The current structure was established in 1993 and leaned heavily on regional chapters and chapter volunteers to create alumni programming and outreach. Post-COVID, the association began evaluating its mission and how it could position the association for growth and involvement by all Truman State University alumni. The association surveyed alumni and had individual conversations with alumni and valued stakeholders. Feedback from the outreach efforts showed the need to adopt an association structure that would serve all alumni better, and the Alumni Board reviewed and updated the association’s bylaws in response to this feedback. University staff, including Truman’s General Counsel, have reviewed these changes. The Alumni Board requests review and approval of the attached by-law and appreciates the Board of Governors’ continued support as they advance the association’s mission.

**RECOMMENDED ACTION**

BE IT RESOLVED that the amended Bylaws of the Truman State University National Alumni Association are hereby approved. Changes to the Bylaws are shown in a side-by-side comparison. In all other respects, the Bylaws remain unchanged and in effect; and

BE IT FURTHER RESOLVED that a copy of the Bylaws and the side-by-side comparison be attached to and included in the minutes of this meeting.

Moved by \_\_\_\_\_  
Seconded by \_\_\_\_\_

		Aye	Nay
Vote:	Burkemper	_____	_____
	Burks	_____	_____
	Christofferson	_____	_____
	Dameron	_____	_____
	Gingrich	_____	_____
	Lovegreen	_____	_____

**ATTACHMENTS**

- Final Proposed Bylaws – August 1, 2024
- Final Proposed Bylaws – Side-by-Side Comparison – August 1, 2024

# BYLAWS TRUMAN STATE UNIVERSITY NATIONAL ALUMNI ASSOCIATION

## ARTICLE I. GENERAL PROVISIONS.

**Section 1. Name of Corporation.** The corporate name of the Alumni Association is the "Truman State University National Alumni Association," as provided in the corporate documents on file with the Missouri Secretary of State. The corporation is herein called the "Alumni Association."

**Section 2. Purpose of Alumni Association.** The purpose of the Alumni Association, as set forth in the articles of incorporation and certified by the Secretary of State of the state of Missouri on September 29, 1992, and as amended on October 21, 2016, is to promote the interest and welfare of Truman State University students and alumni; provide opportunities for Truman State University alumni to become acquainted through alumni activities; encourage social and professional camaraderie among alumni; and stimulate opportunities for alumni to support the University in areas of public relations, student recruitment, fund-raising and career networking.

**Section 3. Corporate Status.** The Alumni Association is a not for profit corporation, organized and existing under the provisions of the Missouri Nonprofit Corporation Act, Chapter 355 of the Missouri Revised Statutes. Generally, the corporation is organized exclusively for charitable, educational, religious or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. Specifically, the corporation is operated as a public charity under Sections 509(a)(1) and 170(b)(1)(A)(iv) for the benefit of Truman State University, a public university in the state of Missouri.

**Section 4. Relationship with University.** The Alumni Association is subject to the control of the Truman State University Board of Governors as to its policies and funds, and it is to be operated as an integral part of the University.

## ARTICLE II. MEMBERSHIP.

**Section 1. Members.** All persons who attended Truman State University shall be eligible for Alumni Association membership. This includes those who attended the University under its current or former names since its establishment by Joseph Baldwin in 1867. Also, those persons previously designated by the University as life members of the former Alumni Association and those persons who are dues-paying members of the Alumni Association shall be members, whether or not they are graduates of the University, and the director of engagement for the University (or a comparable administrator named by the president of the University) shall be a member. In addition, the Board of Directors of the Alumni Association or the president of the University may designate individual supporters of the University as honorary members of the Alumni Association, and they shall enjoy the same privileges and benefits as other members.



Section 2. Membership Fees. There will be a membership fee to be a member of the Alumni Association. The membership fee will be determined and approved by a two-thirds vote of the Board of Directors.

Section 3. Member Representation. Each member shall have representation through the Alumni Association Board of Directors.

## ARTICLE III. MEETINGS OF MEMBERS.

Section 1. Annual Meetings. An annual meeting of members shall be held in conjunction with the Homecoming event on the University campus each year. The annual meeting shall be held in or near the city of Kirksville, Missouri, at a time and place to be selected and announced each year by the Board of Directors.

Section 2. Special Meetings. Special meetings of the members may be called by the Alumni Association president or Board of Directors.

Section 3. Place of Meetings. Meetings of the members shall be held in or near the city of Kirksville, Missouri, except that the Board of Directors may by resolution designate any place within or without the state of Missouri which is reasonably accessible to the members as the place of meeting for any special meeting of members.

Section 4. Notice of Meetings. Notice stating the place, date, and hour of the annual meeting and, in case of a special meeting, the purpose(s) for which the meeting is called, shall be delivered to each member not less than seven days nor more than ninety days before the date of the meeting. Notice shall be delivered by or at the direction of the Alumni Association president or Board of Directors calling the meeting by one or more of the following means: email, postal mail or in person. The meeting may additionally be advertised through social media, newsletters, magazines or other publications or the University website.

## ARTICLE IV. BOARD OF DIRECTORS.

Section 1. Purpose of the Board of Directors. The purpose of the Board of Directors is to manage the business and affairs of the Alumni Association, subject to the restrictions set forth in these bylaws.

Section 2. Number of Voting Directors. The number of directors with voting rights shall be not less than 15. All directors, except one, shall be elected as provided in this Article, herein called the elected directors. The Board of Directors shall be composed of the following:

(i) Appointed Director Representing the University The director of engagement for the University or a comparable administrator shall be appointed by the president of the University, herein called the appointed director.

(ii) Elected Directors Representing Alumni Chapters Each Chapter in operation shall be represented by at least one director.

(iii) **Elected Directors Representing Members At Large** At least five directors shall be at-large members who do not represent a Chapter.

(iv) **Additional Elected Directors** Additional directors may be elected by a majority vote of the current Board of Directors as additional representatives of Alumni Chapters or members At-Large. These directors may be elected in order to meet the minimum as set forth in these bylaws and may also be in excess of the required minimum. The Board of Directors from time to time will evaluate the need for additional directors.

**Section 3. Election of the Directors.** New directors shall be elected by a majority vote of the current Board of Directors at the regular meeting of the Board of Directors in the spring of each year. If the election of such directors is not held at such meeting, such election shall be held as soon thereafter as convenient for the Board of Directors. A list of nominees for the available positions, to be filled beginning the next fiscal year, shall be submitted by the Executive Committee as hereafter provided in Article VII.

**Section 4. Term of Office.**

(i) **Election** Directors shall be elected for two-year terms and shall take office on the first day of the fiscal year following their election at the Board of Directors meeting. Elected directors may serve up to three consecutive terms. Directors shall continue in office until their successors are elected and assume office. An extension of term may be granted to a director, if approved by two-thirds vote of the Board of Directors, in order to complete a term as an elected officer of the Alumni Association, as specified in Article V. Directors may be re-elected after an absence from the Board of Directors of one term (two years).

(ii) **Removal** The Board of Directors can choose not to re-elect additional directors. Directors may also be removed by a two-thirds vote of the Board of Directors.

**Section 5. Qualifications.** Directors must be members of the Alumni Association to be eligible for election.

**Section 6. Non-Voting Directors.** The vice president for university advancement or the director of engagement shall appoint non-voting directors to the Board of Directors. Non-voting directors include, but are not limited to, immediate past president of the Board of Directors, and a currently enrolled student representative.

**Section 7. Vacancies.** Any vacancy occurring in the Board of Directors due to death, resignation, removal, disqualification, or other reason shall be filled through a nomination by the Executive Committee, as hereafter provided in Article VII, and with approval by a majority vote of the current Board of Directors. The person elected shall take office immediately and serve for the unexpired term of his or her predecessor. If the vacancy is filled less than one year into the unexpired term of the preceding director, this shall constitute a first term of office, eligible for re-election for up to two additional consecutive terms. If the vacancy is filled one year or more into the unexpired term, this shall not constitute a first term of office and that director may be elected for up to three additional consecutive terms.

**Section 8. Regular Meetings.** Regular meetings of the Board of Directors shall be held at least two times during each fiscal year. One of these meetings shall be held in conjunction with the Homecoming event on the University campus each year at a time and place to be selected and announced by the Board of Directors. The other meetings shall be held at the times and places established, from time to time, by resolution of the Board of Directors. Although no legal notice of regular meetings need be given other than the resolution setting the time and place, the secretary will be expected to send notify directors by one or more of the following means: email, postal mail or in person.

**Section 9. Special Meetings.**

(i) **Calling Special Meetings** Special meetings of the Board of Directors may be called by the president or any four members of the Board of Directors. The person or persons calling a special meeting of the Board of Directors shall establish the time and place for holding any such special meeting of the Board of Directors called by them, provided, however, that special meetings shall be held in or near Kirksville unless a two-thirds vote of the Board of Directors consent to a different location.

(ii) **Notice of Special Meetings.** Notice by email or postal mail stating the place, date, and hour of the annual meeting and, in case of a special meeting, the purpose(s) for which the meeting is called, shall be delivered not less than 10 days before the meeting at the direction of the president or the directors calling the meeting. Any notice of meeting shall be deemed delivered when deposited in the United States mail with postage thereon prepaid or when emailed to the director at his or her mailing address or email address as it appears on the records of the Alumni Association.

**Section 10. Meetings by Telecommunication.** Members of the Board of Directors, or any committee designated by the Board of Directors, may participate in the meeting of the Board of Directors or committee by means of conference telephone or similar communications equipment whereby all persons participating in the meeting can communicate with each other, and participation in a meeting in such manner shall constitute presence in person at the meeting.

**Section 11. Waiver of Notice.** Any member of the Board of Directors may waive notice of any meeting. The attendance of a director at a meeting shall constitute a waiver of notice for such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

**Section 12. Quorum.** A majority of the voting directors then in office shall constitute a quorum for the transaction of business at any meeting of the Board of Directors. If less than a majority is present at a meeting, a majority of the voting directors present may adjourn the meeting from time to time without further notice.

**Section 13. Manner of Acting.**

(i) **At a Meeting.** The affirmative vote of a majority of voting directors present at a meeting, at which quorum is present, shall be the act of the Board of Directors, unless it is an action for

which these bylaws call for a two-thirds vote of the Board of Directors, in which case a two-thirds majority of voting directors present at a meeting, at which quorum is present, shall be the act of the Board of Directors. The secretary shall record all approved actions in the minutes of the meetings of the Board of Directors.

(ii) **Without Meeting.** Action required on issues that arise between regularly scheduled meetings may take place without a meeting, provided that each director is allowed sufficient time to review the issues. The affirmative vote, in the form of consents by email or postal mail, of a majority of voting directors then in office shall be the act of the Board of Directors, unless it is an action for which these bylaws call for a two-thirds vote of the Board of Directors, in which case a two-thirds majority of voting directors then in office shall be the act of the Board of Directors. The secretary shall file the consents with the minutes of the meetings of the Board of Directors.

**Section 14. Voting.** Voting may be done in person, by mail, by email, or by telecommunication on matters subject to a vote of the Board of Directors.

**Section 15. Gratuitous Service.** Directors shall not receive any compensation for their services but may receive limited reimbursement for their travel and other related expenses incurred on behalf of the Alumni Association, provided, however, that no expenses shall be reimbursed except as authorized under a policy developed by the Board of Directors and approved by the Truman State University Board of Governors.

**Section 16. Residuary Powers.** The Board of Directors shall have the powers and duties necessary or appropriate for the administration of the affairs of the Alumni Association, subject to the provisions of the applicable statutes and these bylaws.

## ARTICLE V. OFFICERS.

**Section 1. Officers.** The officers of the Alumni Association shall be a president, vice president, secretary and treasurer. The president, vice president and treasurer shall be elected by the Board of Directors and must be directors to be eligible for office. Such other officers, as may be deemed necessary, may be elected or appointed by the Board of Directors, and may include but are not limited to, the immediate past president of the Alumni Association.

(i) **President.** The president shall be the principal officer of the Alumni Association and shall in general supervise and control all of the business and affairs of the Alumni Association. He or she shall, when present, preside at all meetings of the members and of the Board of Directors. He or she may sign any contracts or other instruments, which the Board of Directors has properly authorized to be executed, and if required, which the president of the University or the Truman State University Board of Governors has approved. In general, he or she shall perform all duties incident to the office of president and such other duties as may be prescribed by the Board of Directors from time to time.

(ii) **Vice President.** In the absence of the president, or in the event of the president's death,

inability or refusal to act, the vice president shall perform the duties of the president, and when so acting, shall have all the powers of, and be subject to all the restrictions upon, the president. The vice president shall serve as the liaison between the executive committee and all other committees. The vice president shall perform such other duties as from time to time may be assigned to him or her by the president or by the Board of Directors.

(iii) **Secretary.** The director of engagement for the University, or a comparable administrator named by the president of the University, shall serve as secretary. The secretary shall furnish minutes for all meetings of the members and of the Board of Directors to the other directors within a reasonable time after each meeting and shall keep and preserve the minutes for all meetings of the members and the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provision of these bylaws or as required by law; be custodian of the corporate records of the Alumni Association; and prepare and cause to be delivered annual reports in compliance with the provisions of the statutes of the state of Missouri. In general, he or she shall perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to him or her by the president or by the Board of Directors.

(iv) **Treasurer.** The treasurer shall work with designated Advancement staff, under the direction of the Board of Directors, to oversee the finances of the Association and report on a regular basis the nature and extent of all Association finances. The treasurer serves as a member of the Finance Committee, complies with Alumni Association Financial Policy and provides requested reports on Association finances.

**Section 2. Election and Term of Office.** Nominations for president, vice president and treasurer shall be accepted from the Board of Directors. These positions shall be elected biennially by a majority vote of the Board of Directors at the regular meeting in the spring of each year and shall take office at the beginning of the next fiscal year. If the election of such officers is not held at such meeting, such election shall be held as soon thereafter as convenient for the Board of Directors. Each of the three elected officers shall hold office until his or her successor shall have been duly elected and accepted such position, or until he or she shall have died, resigned or been removed in the manner hereafter provided. A director shall not serve more than two consecutive terms as president, vice president or treasurer.

**Section 3. Removal.** Any officer or agent elected or appointed by the Board of Directors may be removed by a two-thirds vote of the Board of Directors whenever, in their judgment the best interests of the Alumni Association would be served thereby, provided, however, such removal shall be without prejudice to the contract rights, if any, of the person so removed.

**Section 4. Vacancies.** A vacancy in any of the three elected offices because of death, resignation, removal, disqualification or other reason may be filled through a nomination by the Board of Directors and be approved by a majority vote of the current Board of Directors. The person approved shall take office immediately and serve for the unexpired term of his or her predecessor, and he or she may hold office for the partial term in addition to the maximum two consecutive terms as president, vice president or treasurer.

## ARTICLE VI. BOARD OF DIRECTORS ORDER OF BUSINESS.

Section 1. **Agenda for Meetings.** The order of business for regular or special meetings of the members and the Board of Directors shall be established by the president, subject to change by action of the Board of Directors. Directors shall submit agenda items to the president for consideration at least 30 days prior to a meeting. An agenda for each meeting shall be provided by email or postal mail to the directors at least seven days before each meeting.

Section 2. **Parliamentary Procedure.** The procedure for meetings will be Robert's Rules of Order, except as modified by these bylaws. On questions of parliamentary procedure, a ruling by the president shall prevail, subject to an appeal to the voting members of the particular meeting.

## ARTICLE VII. COMMITTEES.

Section 1. **Appointment of Committees.** The Board of Directors may create such regular or special committees as it deems appropriate. Each director shall serve on at least one committee, and the members and chairpersons of the committees shall be appointed by the president with the advice and consent of the Board of Directors. The vice president shall be an ex officio member of all committees. The work of committees shall take place between regular meetings of the Board of Directors and will be reported at Board of Directors meetings.

Section 2. **Committee Leadership.** The president shall appoint a chairperson for each committee, unless otherwise designated in these bylaws. The chairperson is responsible for organizing committee meetings, priorities and work plans; reporting committee progress to the Board of Directors; and carrying out other duties as assigned by the Board of Directors. At their discretion, the president can appoint a vice chairperson for a committee. The vice chairperson is the successor to the chairperson and will run committee meetings and report to the Board of Directors in the absence of the chairperson.

Section 3. **Term of Office.** Each chairperson and vice chairperson of a committee shall serve a one-year term as appointed by the president. Committee members may be reassigned at the discretion of the president with the advice and consent of the Executive Committee.

Section 4. **Executive Committee.** The officers shall constitute the Executive Committee. The president shall be the chairperson of such committee. The vice president shall be the vice chairperson of the committee. Additional Executive Committee members may be added by vote of the Board of Directors and may include both voting and non-voting directors. The Executive Committee shall solicit suggestions for nominees from the Alumni Chapters and the members at-large for individuals to fill vacant positions on the Board of Directors. The Executive Committee shall make recommendations to the Board of Directors for new Alumni Chapters and Clubs. The Executive Committee shall have such powers and duties as may be vested in it from time to time by resolution of the Board of Directors.

## ARTICLE VIII. ALUMNI CHAPTERS.

**Section 1. Chapter Purpose and Operation.** Alumni Chapters exist to foster and further the Alumni Association purpose as outlined in Article I. Chapters shall be subsidiary units of the Alumni Association and shall be organized and operated in accordance with the policies adopted by the Board of Directors. Chapters have access to funds from the Alumni Association to support their engagement initiatives as outlined in the Alumni Association Financial Policy.

**Section 2. Membership.** Any dues paying Alumni Association member may select to be a member of an Alumni Chapter.

**Section 3. Chapter Leadership.** Each Alumni Chapter shall maintain Chapter Leadership as outlined by the Alumni Association Chapter Policy. Chapter Leadership must be members of the Chapter they serve.

**Section 4. Formation.** Alumni members, as described in Article II, may submit to the Alumni Association Board of Directors a Chapter application for approval as set forth by the Alumni Association Chapter Policy.

**Section 5. Good Standing.** A Chapter shall be in good standing, with all the benefits and rights granted to a Chapter, when meeting all of the annual requirements as set forth in the Alumni Association Chapter Policy in the prior fiscal year.

The Board of Directors periodically will evaluate the need for additional requirements to ensure Chapters meet the purpose of the Alumni Association set forth in these bylaws and operate within the meaning of Section 501(c)(3) of the Internal Revenue Code.

**Section 6. Inactive Status.** Chapters that do not meet all chapter requirements for a fiscal year will be placed on probation status and work with the Alumni Association Board of Directors on strategies to meet Chapter requirements. Chapters that do not meet chapter requirements two fiscal years in a row are subject to dissolution by the Alumni Association Board of Directors.

## **ARTICLE IX. ALUMNI CLUBS.**

**Section 1. Club Purpose and Operation.** Alumni Clubs exist to foster and further the Alumni Association purpose as outlined in Article I. Clubs shall be subsidiary units of the Alumni Association and shall be organized and operated in accordance with the policies adopted by the Board of Directors.

**Section 2. Membership.** Any dues paying Alumni Association member may select to be a member of an Alumni Club.

**Section 3. Leadership.** Club Leadership shall be in accordance with the Alumni Association Chapter Policy.

**Section 4. Formation.** Prospective Clubs must complete steps as outlined in the Alumni Association Chapter Policy in order to be considered by the Alumni Association Board of Directors for Club status.

**Section 5. Good Standing.** A Club shall be considered in good standing when meeting the requirements as outlined in the Alumni Association Chapter Policy.

The Board of Directors periodically will evaluate the need for additional requirements to ensure Clubs meet the purpose of the Alumni Association set forth in these bylaws and operate within the meaning of Section 501(c)(3) of the Internal Revenue Code.

## **ARTICLE X. FISCAL MATTERS.**

The Alumni Association shall maintain a central treasury in which all membership dues will be deposited. The Alumni Association shall support Alumni Chapters, dispersing funds as outlined in the Alumni Association Financial Policy. The Office of Advancement may allocate funding for Alumni Association business, to be dispensed according to criteria and procedures jointly agreed upon by the Board of Directors and the Office of Advancement. The Office of Advancement prepares an annual budget, and that budget is approved by the Truman State University Foundation Board.

## **ARTICLE XI. BOOKS, RECORDS AND ANNUAL AUDITS.**

The Alumni Association shall keep and maintain complete and accurate books and records of account and minutes of the proceedings of its members, Board of Directors and committees having any of the authority of the Board of Directors. The Alumni Association also shall keep at its principal office a record giving the names and addresses of the members entitled to vote. All books and records of the Alumni Association may be inspected by any member, or his or her agent or attorney, for any proper purpose at any reasonable time.

## **ARTICLE XII. FISCAL YEAR.**

The fiscal year of the corporation shall begin on July 1 and end on June 30 in each year.

## **ARTICLE XIII. INDEMNIFICATION AND INSURANCE.**

**Section 1. Indemnification.** The Alumni Association shall indemnify any member of the Board of Directors who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, other than an action by or in the right of the Alumni Association, by reason of the fact that he or she is or was a director of the Alumni Association, against expenses, including attorneys' fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Alumni Association, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful.

**Section 2. Insurance.** The Board of Directors may elect for the Alumni Association to



purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Alumni Association, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Alumni Association would have the power to indemnify him or her against such liability.

#### **ARTICLE XIV. WAIVER OF NOTICE.**

Unless otherwise provided by law, whenever any notice is required to be given to any director or member of the Alumni Association under the provisions of these bylaws, the articles of incorporation or the applicable statutes, a waiver thereof by email or postal mail signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

#### **ARTICLE XV. REPEAL OR AMENDMENT OF BYLAWS.**

These bylaws may be altered, amended or repealed and new bylaws adopted, by a two-thirds vote of the Board of Directors a majority vote of the directors then in office and present at any regular meeting of the Board of Directors, or at any special meeting of the Board of Directors called for such purpose, at which a quorum is present, provided, however, that proper notice of such action to change the bylaws shall be given in writing not less than seven days before such meeting and shall set forth such proposed alteration, amendment or new bylaws, provided further, that any alteration, amendment, repeal or new bylaws approved by the Board of Directors shall not become effective unless ratified by the Truman State University Board of Governors.

BYLAWS  
(Proposed)  
TRUMAN STATE  
UNIVERSITY  
NATIONAL ALUMNI  
ASSOCIATION

BYLAWS TRUMAN STATE UNIVERSITY  
NATIONAL ALUMNI ASSOCIATION

**ARTICLE I. GENERAL PROVISIONS.**

Section 1. Name of Corporation. The corporate name of the Alumni Association is the "Truman State University National Alumni Association," as provided in the corporate documents on file with the Missouri Secretary of State. The corporation is herein called the "Alumni Association."

Section 2. Purpose of Alumni Association. The purpose of the Alumni Association, as set forth in the articles of incorporation and certified by the Secretary of State of the state of Missouri on September 29, 1992, and as amended on October 21, 2016, is to promote the interest and welfare of Truman State University students and alumni; provide opportunities for Truman State University alumni to become acquainted through alumni activities; encourage social and professional camaraderie among alumni; and stimulate opportunities for alumni to support the University in areas of public relations, student recruitment, fund-raising and career networking.

REVISIONS

Section 3. Corporate Status. The Alumni Association is a not-for-profit corporation, organized and existing under the provisions of the Missouri Nonprofit Corporation Act, Chapter 355 of the Missouri Revised Statutes. Generally, the corporation is organized exclusively for charitable, educational, religious or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. Specifically, the corporation is operated as a public charity under Sections 509(a)(1) and 170(b)(1)(A)(iv) for the benefit of Truman State University, a public university in the state of Missouri.

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## **ARTICLE II. MEMBERSHIP.**

Section 1. Members. All persons who attended Truman State University shall be eligible for Alumni Association membership. This includes those who attended the University under its current or former names since its establishment by Joseph Baldwin in 1867. Also, those persons previously designated by the University as life members of the former Alumni Association and those persons who are dues-paying members of the Alumni Association shall be members, whether or not they are graduates of the University, and the director of engagement for the University (or a comparable administrator named by the president of the University) shall be a member. In addition, the Board of Directors of the Alumni Association or the president of the University may designate individual supporters of the University as honorary members of the Alumni Association, and they shall enjoy the same privileges and benefits as other members.

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Section 2. Membership Fees. There will be a membership fee to be a member of the Alumni Association. The membership fee will be determined and approved by a two-thirds vote of the Board of Directors.

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Section 1. Annual Meetings. An annual meeting of members shall be held in conjunction with the Homecoming event on the University campus each year. The annual meeting shall be held in or near the city of Kirksville, Missouri, at a time and place to be selected and announced each year by the Board of Directors.

Section 2. Special Meetings. Special meetings of the members may be called by the Alumni Association president or Board of Directors.

Section 3. Place of Meetings. Meetings of the members shall be held in or near the city of Kirksville, Missouri, except that the Board of Directors may by resolution designate any place within or without the state of Missouri which is reasonably accessible to the members as the place of meeting for any special meeting of members

Section 2. Membership Fees. ~~There is no annual membership fee to be a member of the Alumni Association~~

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representatives of Alumni Chapters or members  
At-Large. These directors may be elected in order  
to meet the minimum as set forth in these bylaws  
and may also be in excess of the required  
minimum. The Board of Directors from time to time  
will evaluate the need for additional directors.

Section 3. Election of the Directors. New directors  
shall be elected by a majority vote of the current  
Board of Directors at the regular meeting of the  
Board of Directors in the spring of each year. If the  
election of such directors is not held at such  
meeting, such election shall be held as soon  
thereafter as convenient for the Board of Directors.  
A list of nominees for the available positions, to be  
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Association, as specified in Article V. Directors may be re-elected after an absence from the Board of Directors of one term (two years).

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Section 9. Special Meetings.

(i) Calling Special Meetings Special meetings of the Board of Directors may be called by the president or any four members of the Board of Directors. The person or persons calling a special meeting of the Board of Directors shall establish the time and place for holding any such special meeting of the Board of Directors called by them, provided, however, that special meetings shall be held in or near Kirksville unless a two-thirds vote of the Board of Directors consent to a different location.

(ii) Notice of Special Meetings. Notice by email or postal mail stating the place, date, and hour of the annual meeting and, in case of a special meeting, the purpose(s) for which the meeting is called, shall be delivered not less than 10 days before the meeting at the direction of the president or the directors calling the meeting. Any notice of meeting shall be deemed delivered when deposited in the United States mail with postage thereon prepaid or when emailed to the director at his or her mailing address or email address as it appears on the records of the Alumni Association.



Section 10. Meetings by Telecommunication. Members of the Board of Directors, or any committee designated by the Board of Directors, may participate in the meeting of the Board of Directors or committee by means of conference telephone or similar communications equipment whereby all persons participating in the meeting can communicate with each other, and participation in a meeting in such manner shall constitute presence in person at the meeting.

Section 11. Waiver of Notice. Any member of the Board of Directors may waive notice of any meeting. The attendance of a director at a meeting shall constitute a waiver of notice for such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 12. Quorum. A majority of the voting directors then in office shall constitute a quorum for the transaction of business at any meeting of the Board of Directors. If less than a majority is present at a meeting, a majority of the voting directors present may adjourn the meeting from time to time without further notice.

Section 13. Manner of Acting.

(i) At a Meeting. The affirmative vote of a majority of voting directors present at a meeting, at which quorum is present, shall be the act of the Board of Directors, unless it is an action for which these bylaws call for a two-thirds vote of the Board of Directors, in which case a two-thirds majority of voting directors present at a meeting, at which quorum is present, shall be the act of the Board of Directors. The secretary shall record all approved actions in the minutes of the meetings of the Board of Directors.

(ii) Without Meeting. Action required on issues that arise between regularly scheduled meetings may take place without a meeting, provided that each director is allowed sufficient time to review the issues. The affirmative vote, in the form of consents by email or postal mail, of a majority of voting directors then in office shall be the act of the Board of Directors, unless it is an action for which these bylaws call for a two-thirds vote of the Board of Directors, in which case a two-thirds majority of voting directors then in office shall be the act of the Board of Directors. The secretary shall file the consents with the minutes of the meetings of the Board of Directors.

Section 14. Voting. Voting may be done in person, by mail, by email, or by telecommunication on matters subject to a vote of the Board of Directors.

Section 15. Gratuitous Service. Directors shall not receive any compensation for their services but may receive limited reimbursement for their travel and other related expenses incurred on behalf of the Alumni Association, provided, however, that no expenses shall be reimbursed except as authorized under a policy developed by the Board of Directors and approved by the Truman State University Board of Governors.

Section 16. Residuary Powers. The Board of Directors shall have the powers and duties necessary or appropriate for the administration of the affairs of the Alumni Association, subject to the provisions of the applicable statutes and these bylaws

## ARTICLE V. OFFICERS.

Section 1. Officers. The officers of the Alumni Association shall be a president, vice president, secretary and treasurer. The president, vice president and treasurer shall be elected by the Board of Directors and must be directors to be eligible for office. Such other officers, as may be deemed necessary, may be elected or appointed by the Board of Directors, and may include but are not limited to, the immediate past president of the Alumni Association.

(i) President. The president shall be the principal officer of the Alumni Association and shall in general supervise and control all of the business and affairs of the Alumni Association. He or she shall, when present, preside at all meetings of the members and of the Board of Directors. He or she may sign any contracts or other instruments, which the Board of Directors has properly authorized to be executed, and if required, which the president of the University or the Truman State University Board of Governors has approved. In general, he or she shall perform all duties incident to the office of president and such other duties as may be prescribed by the Board of Directors from time to time.

(ii) Vice President. In the absence of the president, or in the event of the president's death, inability or refusal to act, the vice president shall perform the duties of the president, and when so acting, shall have all the powers of, and be subject to all the restrictions upon, the president. The vice president shall serve as the liaison between the executive committee and all other committees. The vice president shall perform such other duties as from time to time may be assigned to him or her by the president or by the Board of Directors.

## ARTICLE V. OFFICERS

Section 1. Officers. Association shall be a president, vice president, ~~and~~ secretary, and treasurer. The president, ~~and the~~ vice president, and treasurer shall be elected by the Board of Directors and must be directors to be eligible for office. Such other officers, as may be deemed necessary, may be elected or appointed by the Board of Directors, and may include but are not limited to, the immediate past president of the Alumni Association.

(iii) Secretary. The director of engagement for the University, or a comparable administrator named by the president of the University, shall serve as secretary. The secretary shall furnish minutes for all meetings of the members and of the Board of Directors to the other directors within a reasonable time after each meeting and shall keep and preserve the minutes for all meetings of the members and the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provision of these bylaws or as required by law; be custodian of the corporate records of the Alumni Association; and prepare and cause to be delivered annual reports in compliance with the provisions of the statutes of the state of Missouri. In general, he or she shall perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to him or her by the president or by the Board of Directors.

(iv) Treasurer. The treasurer shall work with designated Advancement staff, under the direction of the Board of Directors, to oversee the finances of the Association and report on a regular basis the nature and extent of all Association finances. The treasurer serves as a member of the Finance Committee, complies with Alumni Association Financial Policy and provides requested reports on Association finances.

(iv) Treasurer. The treasurer shall work with designated Advancement staff, under the direction of the Board of Directors, to oversee the finances of the Association and report on a regular basis the nature and extent of all Association finances. The treasurer serves as a member of the Finance Committee, complies with Alumni Association Financial Policy and provides requested reports on Association finances

Section 2. Election and Term of Office.

Nominations for president, vice president and treasurer shall be accepted from the Board of Directors. These positions shall be elected biennially by a majority vote of the Board of Directors at the regular meeting in the spring of each year and shall take office at the beginning of the next fiscal year. If the election of such officers is not held at such meeting, such election shall be held as soon thereafter as convenient for the Board of Directors. Each of the three elected officers shall hold office until his or her successor shall have been duly elected and accepted such position, or until he or she shall have died, resigned or been removed in the manner hereafter provided. A director shall not serve more than two consecutive terms as president, vice president or treasurer.

Section 3. Removal. Any officer or agent elected or appointed by the Board of Directors may be removed by a two-thirds vote of the Board of Directors whenever, in their judgment the best interests of the Alumni Association would be served thereby, provided, however, such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 4. Vacancies. A vacancy in any of the three elected offices because of death, resignation, removal, disqualification or other reason may be filled through a nomination by the Board of Directors and be approved by a majority vote of the current Board of Directors. The person approved shall take office immediately and serve for the unexpired term of his or her predecessor, and he or she may hold office for the partial term in addition to the maximum two consecutive terms as president, vice president or treasurer.

Section 2. Election and Term of Office.

Nominations for president, vice president, and treasurer shall be accepted from the Board of Directors. These positions ~~The president and vice president~~ shall be elected biennially by a majority vote of the Board of Directors at the regular meeting in the spring of each year and shall take office at the beginning of the next fiscal year. If the election of such officers is not held at such meeting, such election shall be held as soon thereafter as convenient for the Board of Directors. Each of the three ~~two~~ elected officers shall hold office until his or her successor shall have been duly elected and accepted such position, or until he or she shall have died, resigned or been removed in the manner hereafter provided. A director shall not serve more than two consecutive terms as president, ~~or vice president~~ or treasurer.

Section 4. Vacancies. A vacancy in any of the three ~~either of the two~~ elected offices because of death, resignation, removal, disqualification or other reason may be filled through a nomination by the Board of Directors and be approved by a majority vote of the current Board of Directors. The person approved shall take office immediately and serve for the unexpired term of his or her predecessor, and he or she may hold office for the partial term in addition to the maximum two consecutive terms as president, vice president or treasurer.

**ARTICLE VI. BOARD OF DIRECTORS ORDER OF BUSINESS.**

Section 1. Agenda for Meetings. The order of business for regular or special meetings of the members and the Board of Directors shall be established by the president, subject to change by action of the Board of Directors. Directors shall submit agenda items to the president for consideration at least 30 days prior to a meeting. An agenda for each meeting shall be provided by email or postal mail to the directors at least seven days before each meeting.

Section 2. Parliamentary Procedure. The procedure for meetings will be Robert's Rules of Order, except as modified by these bylaws. On questions of parliamentary procedure, a ruling by the president shall prevail, subject to an appeal to the voting members of the particular meeting.

**ARTICLE VII. COMMITTEES.**

Section 1. Appointment of Committees. The Board of Directors may create such regular or special committees as it deems appropriate. Each director shall serve on at least one committee, and the members and chairpersons of the committees shall be appointed by the president with the advice and consent of the Board of Directors. The vice president shall be an ex officio member of all committees. The work of committees shall take place between regular meetings of the Board of Directors and will be reported at Board of Directors meetings

Section 2. Committee Leadership. The president shall appoint a chairperson for each committee, unless otherwise designated in these bylaws. The chairperson is responsible for organizing committee meetings, priorities and work plans; reporting committee progress to the Board of Directors; and carrying out other duties as assigned by the Board of Directors. At their discretion, the president can appoint a vice chairperson for a committee. The vice chairperson is the successor to the chairperson and will run committee meetings and report to the Board of Directors in the absence of the chairperson.

Section 3. Term of Office. Each chairperson and vice chairperson of a committee shall serve a one-year term as appointed by the president. Committee members may be reassigned at the discretion of the president with the advice and consent of the Executive Committee.

Section 4. Executive Committee. The officers shall constitute the Executive Committee. The president shall be the chairperson of such committee. The vice president shall be the vice chairperson of the committee. Additional Executive Committee members may be added by vote of the Board of Directors and may include both voting and non-voting directors. The Executive Committee shall solicit suggestions for nominees from the Alumni Chapters and the members at-large for individuals to fill vacant positions on the Board of Directors. The Executive Committee shall make recommendations to the Board of Directors for new Alumni Chapters and Clubs. The Executive Committee shall have such powers and duties as may be vested in it from time to time by resolution of the Board of Directors.

Section 2. Committee Leadership. The president shall appoint a chairperson and a vice chairperson for each committee, unless otherwise designated in these bylaws. The chairperson is responsible for organizing committee meetings, priorities and work plans; reporting committee progress to the Board of Directors; and carrying out other duties as assigned by the Board of Directors. At their discretion, the president can appoint a the vice chairperson for a committee. The vice chairperson is the successor to the chairperson and will run committee meetings and report to the Board of Directors in the absence of the chairperson.

**ARTICLE VIII. ALUMNI CHAPTERS.**

Section 1. Chapter Purpose and Operation. Alumni Chapters exist to foster and further the Alumni Association purpose as outlined in Article I. Chapters shall be subsidiary units of the Alumni Association and shall be organized and operated in accordance with the policies adopted by the Board of Directors. Chapters have access to funds from the Alumni Association to support their engagement initiatives as outlined in the Alumni Association Financial Policy.

Section 2. Membership. Any dues paying Alumni Association member may select to be a member of an Alumni Chapter

Section 3. Chapter Leadership. Each Alumni Chapter shall maintain Chapter Leadership as outlined by the Alumni Association Chapter Policy. Chapter Leadership must be members of the Chapter they serve.

**ARTICLE VIII. ALUMNI CHAPTERS.**

Section 1. Chapter Purpose and Operation. Alumni Chapters exist to foster and further the Alumni Association purpose as outlined in Article I. Chapters shall be subsidiary units of the Alumni Association and shall be organized and operated in accordance with the policies adopted by the Board of Directors. Chapters have access to funds from the Alumni Association to support their engagement initiatives as outlined in the Alumni Association Financial Policy.

Section 2. Membership. ~~All person who are graduates of Truman State University or have an interest in the University are eligible for membership in the Alumni Chapter.~~ Any dues paying Alumni Association member may select to be a member of an Alumni Chapter. ~~Chapters shall charge membership fees, as determined annually by the Board of Directors, to support the operation of the Chapter.~~

Section 3. Chapter Leadership ~~Officers.~~ Each Alumni Chapter shall maintain Chapter Leadership as outlined by the Alumni Association Chapter Policy. ~~Have a president, vice president, secretary, treasurer, and representative to the Alumni Association Board of Directors, herein called the required officers. Such other officers, as may be deemed necessary, may be added by consent of the current officers. The officers shall constitute the Chapter Executive Board. Chapter officers Leadership must be members of the Chapter they serve.~~



~~(i) President. The president shall be the principal officer of the Chapter and shall in general supervise and control all of the business and affairs of the Chapter. He or she shall, when present, preside at all Chapter meetings. The president shall be the Chapter's primary contact with the Office of Advancement. In general, he or she shall perform all duties incident to the office of the president and such other duties as may be prescribed from time to time by the Chapter Executive Board or the Alumni Association Board of Directors.~~

~~(ii) Vice President. In the absence of the president, or in the event of the president's death, inability or refusal to act, the vice-president shall perform the duties of the president, and when so acting, shall have all the powers of, and be subject to all the restrictions upon, the president. The vice-president shall perform such other duties as from time to time may be assigned to him or her by the president, the Chapter Executive Board, or the Alumni Association Board of Directors.~~

~~(iii) Secretary. The secretary keeps minutes for all meetings and shall submit those minutes to the entire Chapter Executive Board and to the Office of Advancement. The secretary shall perform such other duties as from time to time may be assigned to him or her by the president, the Chapter Executive Board, or the Alumni Board of Directors.~~

Section 4. Formation. Alumni members, as described in Article II, may submit to the Alumni Association Board of Directors a Chapter application for approval as set forth by the Alumni Association Chapter Policy

~~(iv) Treasurer. The treasurer will process all membership fee receipts and forward membership information to the Office of Advancement. Additionally, he or she will prepare a yearly budget for the Chapter and coordinate the influx of funds for each Chapter event. The treasurer will present all expenditures for approval by no fewer than three Chapter Executive Board officers, to be recorded in meeting minutes, and submit required financial reports to the Office of Advancement. The treasurer shall perform such other duties as from time to time may be assigned to him or her by the president, the Chapter Executive Board, or the Alumni Association Board of Directors.~~

~~(v) Representative to the Alumni Association Board of Directors. The Alumni Association Board of Directors Representative must satisfy the qualifications and duties specified in Article IV and serve as a liaison between the Alumni Association Board of Directors and the Chapter. A Chapter officer identified above may concurrently serve as Representative, or the Representative may be a Chapter officer in its own right.~~

Section 4. Formation. Alumni members, as described in Article II, may submit to the Alumni Association Board of Directors a Chapter application for approval as set forth by the Alumni Association Chapter Policy. Members of the Alumni Association residing in a given geographic location, having a particular affinity, or sharing a specific set of goals that reinforce the purpose of the Alumni Association may form a Chapter. Prospective Chapters must submit to the Office of Advancement for approval by the Alumni Association Board of Directors the following

Section 5. Good Standing. A Chapter shall be in good standing, with all the benefits and rights granted to a Chapter, when meeting all of the annual requirements as set forth in the Alumni Association Chapter Policy in the prior fiscal year.

The Board of Directors periodically will evaluate the need for additional requirements to ensure Chapters meet the purpose of the Alumni Association set forth in these bylaws and operate within the meaning of Section 501(c)(3) of the Internal Revenue Code.

~~\*proof of viable population to sustain Chapter operation by way of a petition or other tool deemed appropriate by the Board of Governors~~  
~~\*a roster of individuals committed to serve on the Chapter Executive Board, including but not limited to the required officers.~~  
~~\*a proposed calendar of at least two events approved by the Office of Advancement for the next fiscal year.~~

~~With verification that the Office of Advancement can support a new Alumni Chapter, Chapters will be established if approved by a two thirds vote of the Board of Directors. Upon approval, the Chapters shall commence operation the first day of the fiscal year that immediately follows.~~

Section 5. Good Standing. A Chapter shall be in good standing, with all the benefits and rights granted to a Chapter, when meeting all of the annual requirements as set forth in the Alumni Association Chapter Policy in the prior fiscal year.

~~\*Maintain a full roster of required officers;~~  
~~\*hold at least 2 Chapter Executive Board meetings with the minutes submitted to the Office of Advancement;~~  
~~\*host at least two events approved by the Office of Advancement, providing a list of attendees for each event~~  
~~\*submit timely financial statements to the Office of Advancement~~

Section 6. Inactive Status. Chapters that do not meet all chapter requirements for a fiscal year will be placed on probation status and work with the Alumni Association Board of Directors on strategies to meet Chapter requirements. Chapters that do not meet chapter requirements two fiscal years in a row are subject to dissolution by the Alumni Association Board of Directors.

~~Section 6. Inactive Status. A Chapter that fails to meet the requirements or in good standing in the prior fiscal year or is not in compliance with the bylaws of the Alumni Association shall be considered inactive. During that time, all dues-paying members may be notified of the Chapter's standing. If at anytime the Chapter Executive Board is unable to perform the duties necessary to supervise and control all business and affairs of the Chapter, the Board of Directors will serve as the executors of the Chapter.~~

~~Section 7 Dissolution. A Chapter will be dissolved if it is inactive for two consecutive fiscal years or if a vote of the current dues paying members expresses desire to dissolve, at which point:~~

~~\*The Alumni Association Board of Directors will vote to ratify the dissolution of the Chapter~~

~~\*Following Board of Directors approval, the Chapter Executive Board shall notify all current dues-paying members and must extend the Chapter treasury and close affiliate bank accounts by the end of the fiscal year.~~

~~\*Any transfer of remaining assets and unresolved business of the Chapter as an official subsidiary unit of the Alumni Association must be finalized, within the meaning of section 501 (c)(3) of the Internal Revenue Code, by the end of the fiscal year when the Chapter dissolves. For example, if the Chapter has established an endowed scholarship fund with the Truman state University Foundation, the scholarship funds shall continue to be administered as established. If the Chapter has established but not endowed a scholarship fund, the full balance of the fund shall be awarded outright as a one-time annual scholarship and dispersal shall be determined in consultation with the Foundation;~~

~~\*The Chapter will be considered dissolved when the above are complete, and the Chapter's~~

**ARTICLE IX. ALUMNI CLUBS.**

Section 1. Club Purpose and Operation. Alumni Clubs exist to foster and further the Alumni Association purpose as outlined in Article I. Clubs shall be subsidiary units of the Alumni Association and shall be organized and operated in accordance with the policies adopted by the Board of Directors.

Section 2. Membership. Any dues paying Alumni Association member may select to be a member of an Alumni Club

Section 3. Leadership. Club Leadership shall be in accordance with the Alumni Association Chapter Policy.

~~Representation to the Board of Directors shall be removed at the end of the coinciding fiscal year. A dissolved Chapter may choose to function henceforth as a Club.~~

~~If at anytime the Chapter Board is unable to perform the duties necessary to supervise and control all business and affairs of the Chapter, the Board of Directors will serve as executors on behalf of the Chapter.~~

Section 1. Club Purpose and Operation. Alumni Clubs exist to foster and further the Alumni Association purpose as outlined in Article I. Clubs shall be subsidiary units of the Alumni Association and shall be organized and operated in accordance with the policies adopted by the Board of Directors and approved by the Board of Governors

All persons who are graduates of Truman State University or have an interest in the University are eligible for membership in an Alumni Club. There shall be no membership fees associated with Alumni Clubs.

Section 3 Leadership President The president shall be the principal officer of the Club and shall in general supervise and control all of the business and affairs of the Club. He or she shall, when present, preside at all Club meetings. The president shall be the Club's primary contact with the Office of Advancement. In general, he or she shall perform all duties incident to the office of the presents and such other duties as may be prescribed from time to time by the Alumni Association Board of Directors. The president or another member of the Club may also serve as an at Large member on the Alumni Association Board of Directors if nominated and elected.

Section 4. Formation. Prospective Clubs must complete steps as outlined in the Alumni Association Chapter Policy in order to be considered by the Alumni Association Board of Directors for Club status.

Section 5. Good Standing. A Club shall be considered in good standing when meeting the requirements as outlined in the Alumni Association Chapter Policy

The Board of Directors periodically will evaluate the need for additional requirements to ensure Clubs meet the purpose of the Alumni Association set forth in these bylaws and operate within the meaning of Section 501(c)(3) of the Internal Revenue Code.

~~Section 4. Formation Members of the Alumni Association residing in a given geographic location, having a particular affinity, or sharing a specific set of goals that reinforces the purpose of the Alumni Association may form a Club. Prospective Clubs must complete steps as outlined in the Alumni Association Board of Directors for Club status. Submit to the Office of Advancement for approval by the Alumni Association Board of Directors the following:~~

- ~~\*proof of a viable population to sustain Club operation by way of a petition or other tool deemed appropriate by the Board of Directors;~~
- ~~\*an individual committed to serve as the president;~~
- ~~\*at least one proposed event approved by the Office of Advancement for the next fiscal year~~

~~With verification that the Office of Advancement can support a new Alumni club, Clubs will be established by a two-thirds vote of the Board of directors. Upon approval, the Club shall commence operation the first day of the fiscal year that immediately follows.~~

Section 5. Good Standing. A Club shall be considered in good standing when meeting the requirements as outlined in the Alumni Association Chapter Policy. ~~With all the~~ benefits and rights granted to a Club, when meeting all of these annual requirements in the prior fiscal year:

- ~~\*maintain a president;~~
- ~~\*host at least one event approved by the Office of Advancement, providing a list of attendees for each event.~~

## ARTICLE X. FISCAL MATTERS.

Section 1. The Alumni Association shall maintain a central treasury in which all membership dues will be deposited. The Alumni Association shall support Alumni Chapters, dispersing funds as outlined in the Alumni Association Financial Policy. The Office of Advancement may allocate funding for Alumni Association business, to be dispensed according to criteria and procedures jointly agreed upon by the Board of Directors and the Office of Advancement. The Office of Advancement prepares an annual budget, and that budget is approved by the Truman State University Foundation Board.

~~Section 6 Dissolution. A Club that fails to meet the requirements for good standing in the prior fiscal year shall be considered inactive. A Club will be dissolved if it is inactive for two consecutive fiscal years, and dissolution will be affirmed with a vote of the Alumni Association Board of Directors~~

Section 1. The Alumni Association shall ~~does~~ not maintain a central treasury in which all membership dues will be deposited. The Alumni Association shall support Alumni Chapters, dispersing funds as outlined in the Alumni Association Financial Policy. The Office of Advancement may allocate funding for Alumni Association business, to be dispensed according to criteria and procedures jointly agreed upon by the Board of Directors and the Office of Advancement. The Office of Advancement prepares an annual budget, and that budget is approved by the Truman State University Foundation Board.

~~Section 2. Alumni Chapter Finances. Alumni Chapters collect membership dues and must maintain a treasury in compliance with Internal Revenue Code section 501 (c)(3) regulations Office of Advancement through criteria and procedures jointly agreed upon by the Board of Directors and the Office of Advancement. Each expenditure must be approved by the treasurer plus two additional officers and documented accordingly in meeting minutes of the Chapter Executive Board. Chapters must annually submit to the Office of Advancement an abbreviated financial statement with supporting bank statements for review. Chapters may also request financial support from the Office of Advancement through criteria and procedures jointly agreed upon by the Board of Directors and the Office of Advancement in the event a Chapter is unable to conduct business as~~

**ARTICLE XI. BOOKS, RECORDS AND ANNUAL AUDITS.**

The Alumni Association shall keep and maintain complete and accurate books and records of account and minutes of the proceedings of its members, Board of Directors and committees having any of the authority of the Board of Directors. The Alumni Association also shall keep at its principal office a record giving the names and addresses of the members entitled to vote. All books and records of the Alumni Association may be inspected by any member, or his or her agent or attorney, for any proper purpose at any reasonable time.

**ARTICLE XII. FISCAL YEAR.** The fiscal year of the corporation shall begin on July 1 and end on June 30 in each year.

**ARTICLE XIII. INDEMNIFICATION AND INSURANCE.**

Section 1. Indemnification. The Alumni Association shall indemnify any member of the Board of Directors who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, other than an action by or in the right of the Alumni Association, by reason of the fact that he or she is or was a director of the Alumni Association, against expenses, including

~~Specified in article VIII, the Board of Directors will serve as executors or satisfy any financial requirements for the Chapter.~~

~~Section 3. Alumni Club Finances. Alumni Clubs do not maintain a treasury. Clubs may request financial support from the Office of Advancement through criteria and procedures jointly agreed upon by the Board of Directors and the Office of Advancement.~~



attorneys' fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Alumni Association, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct

Section 2. Insurance. The Board of Directors may elect for the Alumni Association to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Alumni Association, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Alumni Association would have the power to indemnify him or her against such liability. ARTICLE XIV. WAIVER OF NOTICE. Unless otherwise provided by law, whenever any notice is required to be given to any director or member of the Alumni Association under the provisions of these bylaws, the articles of incorporation or the applicable statutes, a waiver thereof by email or postal mail signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice was unlawful.

**ITEM L**

**Construction Project – HVAC System Upgrades Phase 1 Project**

*Wesley  
10-25-2024*

**DESCRIPTION AND BACKGROUND**

Several facilities need heating and cooling upgrades to replace old systems and provide adequate ventilation. HVAC systems in several major buildings are 35 – 45 years old and subject to failure. Cooling towers, chillers, and air handling units will be upgraded. The primary goal is to ensure air circulation meets current standards. This includes increased fresh air intake to improve air quality in classrooms, offices, and shared spaces. This project would also provide operational cost-savings via more efficient HVAC units, including replacing obsolete equipment.

Truman requested and received a state appropriation of \$5.25 million for this project. The first phase includes new chillers for Magruder Hall and a new HVAC system for Pershing Arena. Henderson Engineering developed bid specifications, and the project was advertised in several general circulation newspapers and communicated via email to interested contractors.

Several contractors attended a pre-bid conference on September 24, 2024. Bids for the project opened on October 11, 2024. Three general contractors submitted proposals, and Harold G. Butzer, Inc. of Jefferson City, Missouri, submitted the best bid for Magruder Hall work. Prost Builders, Inc. of Jefferson City, Missouri, submitted the best bid for Pershing Arena. The project budget includes architectural and engineering fees, advertising, general contractor costs, and contingency.

**RECOMMENDED ACTION**

BE IT RESOLVED that the description and budgeted amount for the following construction project be approved:

<u>Project Name</u>	<u>Project Budget</u>
HVAC System Upgrades Phase 1 Project	\$4,625,000

BE IT FURTHER RESOLVED that the President of the University, or her designee, be authorized to accept the lowest and best bids for the project; and

BE IT FURTHER RESOLVED that a copy of the project description, as reviewed at the meeting, be attached to the minutes as an exhibit.

Moved by \_\_\_\_\_  
Seconded by \_\_\_\_\_

	Aye	Nay
Vote: Burkemper	_____	_____
Burks	_____	_____
Christofferson	_____	_____
Dameron	_____	_____
Gingrich	_____	_____
Lovegreen	_____	_____

**Faculty Early Retirement Incentive Program 2026**

*Handwritten signature*  
10-25-2024

**I. Purpose**

The Board of Governors of Truman State University recognizes that early retirement should be for the mutual benefit of the faculty member and the University. This policy provides the incentive for eligible faculty members to declare their intent to retire from the University on or before May 31, 2026.

**II. Time Limits and Retirement Dates**

The Early Retirement Incentive Program is available to eligible full-time faculty members and other full-time employees with faculty status, with a separation/retirement date no later than May 31, 2026.

**III. Eligibility****A. Retirement**

Eligible for the Program are all full-time employees holding faculty status currently employed at Truman, with a minimum of five years of service at the University, who will meet one of the following conditions by May 31, 2026.

1. MOSERS Participant – MOSERS Retirement Eligible on or before June 1, 2026.
2. CURP Participant – Age plus years of service must equal 70 on or before June 1, 2026.

The Program is not available to employees who have previously retired under the MOSERS or CURP retirement systems or who have already committed their written intent to retire or to resign from the University. Retirement eligibility under MOSERS is determined solely by the plan and not by the University. Prior to submitting an application to the Early Retirement Incentive Program, MOSERS participants should obtain verification of retirement eligibility directly from MOSERS.

**B. Application Deadlines**

Eligible faculty members must request the Early Retirement Incentive in writing to the Office of Human Resources not later than 4:30 p.m. on December 20, 2024. The program is limited to thirty-five (35) applicants. If interest exceeds thirty-five applicants, selection then will be based upon years of service at Truman State University as calculated from May 31, 2026. The definition of "seniority" is used solely for the purpose of this Program. In the event two applicants have the same seniority date, then a first come, first served criterion will apply.

**C. Separation Agreement and Release**

Employees who choose to participate in the Retirement Incentive Program will be required to execute a Separation Agreement and Release of Claims against the University. This Agreement serves as a consideration for the University's payment of the retirement incentive. Approved applicants will be notified by Human Resources and must complete and sign the Separation Agreement and Release within forty-five (45) days of notification of approval.

#### D. Waiver of Sabbatical Service

In the event an individual is selected for participation in this program who has had a University funded sabbatical within the last two years, any remaining service requirement to fulfill the terms of that sabbatical will be waived.

#### IV. Incentive

The retirement incentive consists of a cash payment of Thirty Thousand Dollars (\$30,000.00) which will be paid as a lump sum in the employee's final paycheck from the University.

#### V. Enrollment Period

This incentive is being offered beginning November 11, 2024. Applications for early retirement must be received by December 20, 2024. November 11, 2024, through December 20, 2024, is the only application window available for this incentive.

#### VI. Other Retirement Benefits

This program is in addition to any benefits an employee is entitled to under the MOSERS or CURP plans. Individuals should contact representatives from those plans as well as the Social Security Office before making decisions regarding applying for the incentive.

#### VII. Professional Advice

Eligible employees are advised to seek tax and/or investment advice from professionals regarding the tax implications of the incentive. The University does not provide financial or tax advice.

Employee medical insurance coverage will terminate in accordance with University Policy. COBRA coverage may be purchased for health, dental, and vision insurance coverage for up to 18 months. Retiree medical insurance coverage can also be purchased through the University through age 65 or Medicare eligibility. Individuals age 65 or older are eligible for Medicare. All individuals are encouraged to explore insurance options and consult with professionals regarding insurance decisions.

#### VIII. Revision

This Faculty Early Retirement Incentive Program supersedes all other early retirement incentive programs previously adopted.