

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS
OF THE ULH, INC.

In Open Session

Members of the University of Louisville Foundation, Inc. Board of Directors met on February 26, 2013, in the Jefferson Room, of Grawemeyer Hall on Belknap Campus, with members present and absent as follows:

Present: Mr. Burt Deutsch, Vice Chair, Presiding
Mr. Jonathan Blue
Mr. Charles Denny
Dr. Salem George
Dr. Mark Lynn
Mr. Frank Minnifield
Dr. James R. Ramsey
Mr. Eddy Roberts
Mr. Frank Weisberg

Absent: Mr. Ulysses L. Bridgeman, Jr.
Ms. Joyce Hagen
Ms. Margaret Handmaker
Mr. J. Chester Porter
Ms. Debbie Scoppechio
Dr. William Selvidge

From Legal
Counsel: Mr. David Saffer, Stites & Harbison

From the
Foundation: Dr. Shirley Willihnganz, Vice President
Mr. Michael Curtin, Assistant Treasurer

From the
University: Dr. William Pierce, Executive Vice President for Research and Innovation
Mr. Keith Inman, Vice President for University Advancement
Mr. Jason Tomlinson, Assistant Vice President for Finance
Ms. Becky Simpson, Associate VP for Communications and Marketing
Mr. Michael Kramer, Directors, Investments & Fin. Management
Mr. Mark Hebert, Director of Media Relations
Mrs. Trisha Smith, Deputy Chief of Staff, Office of the President
Mrs. Debbie Dougherty, Board Liaison

I. Call to Order

Having determined a quorum present, Vice Chair Deutsch called the meeting to order at 11:00 a.m.

II. Approval of Minutes

Mr. Weisberg made a motion, which Mr. Roberts seconded, to approve the minutes of December 6, 2012. The motion passed.

III. Action Item: Approval of Signature Authority

President Ramsey noted this recommendation was routine in nature. Dr. Ramsey made a motion, which Mr. Roberts seconded, to approve the

**RESOLUTION
BOARD OF DIRECTORS
ULH, INC.**

A. CORPORATE SIGNATURE AUTHORITY:

BE IT RESOLVED, that the following named individuals in their capacity as officers or employees of ULH, Inc. or employees of the University acting as agents for ULH, Inc. be and hereby are the only officers and agents of ULH, Inc. empowered to execute contracts on behalf of ULH, Inc.:

<u>NAME</u>	<u>TITLE</u>
William Selvidge	Chair
Burt Deutsch	Vice Chair
James R. Ramsey	President
Shirley Willihnganz	Executive Vice President
Joyce Hagen	Treasurer
Michael J. Curtin	Assistant Treasurer
Kathleen M. Smith	Chief of Staff/Assistant Secretary

B. FINANCE/INVESTMENT SIGNATURE AUTHORITY:

BE IT FURTHER RESOLVED that the following named individuals in their capacity as officers or employees of ULH, Inc. or employees of the University acting as agents for ULH, Inc. be and hereby are the only officers and agents of ULH, Inc. empowered to endorse securities for sale or subscription, purchase or sell securities, and execute any documents incident to the management and administration of investments, such documents to include but not be limited to purchase or sale authorizations or agreements, participation agreements, stock or bond powers and proxies, on behalf of ULH, Inc.;

<u>NAME</u>	<u>TITLE</u>
William Selvidge	Chair
Burt Deutsch	Vice Chair
James R. Ramsey	President
Shirley Willihnganz	Executive Vice President
Joyce Hagen	Treasurer
Mike Curtin	Assistant Treasurer
Larry Zink	Controller, U of L
Michael D. Kramer	Director, Investments

C. REAL ESTATE TRANSACTIONAL SIGNATURE AUTHORITY:

BE IT FURTHER RESOLVED that the following named individuals in their capacity as officers or employees of ULH, Inc. or employees of the University acting as agents for ULH, Inc. be and hereby are the only officers and agents of ULH, Inc. empowered to execute documents pertaining to the receipt, transfer, purchase, sale, lease or other acquisition, disposition or financing transaction related to real property, on behalf of ULH, Inc.:

<u>NAME</u>	<u>TITLE</u>
William Selvidge	Chair
Burt Deutsch	Vice Chair
James R. Ramsey	President
Joyce Hagen	Treasurer
Mike Curtin	Assistant Treasurer
Larry Zink	Controller, U of L
Mitchell H. Payne	Associate Vice President for Administration, U of L
Kathleen M. Smith	Chief of Staff/Assistant Secretary

D. CERTIFICATION AUTHORITY:

BE IT FURTHER RESOLVED that the following named individuals in their capacity as officers or employees of ULH, Inc. or employees of the University acting as agents for ULH, Inc. be and hereby are the only officers and agents of ULH, Inc. empowered to certify or authenticate the signatures of a corporate officer and the minutes, resolutions and other records of ULH, Inc., when such action is required of ULH, Inc.:

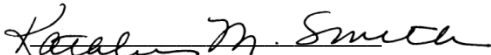
<u>NAME</u>	<u>TITLE</u>
Eddy Roberts	Secretary
Kathleen Smith	Assistant Secretary

BE IT FURTHER RESOLVED that this resolution shall and does supercede any and all previous resolutions authorizing such signatures for ULH, Inc.

The motion passed.

III. Adjournment

Mr. Weisberg made a motion, which Dr. George seconded, to adjourn the meeting at 12:05 p.m.
The motion passed.


Assistant Secretary