

MATERIAL SUPPORTING THE AGENDA

VOLUME XLIIIb

This volume contains the Material Supporting the Agenda furnished to each member of the Board of Regents prior to the meetings held on

January 5, 1996  
February 8, 1996  
March 1, 1996  
March 26, 1996

The material is divided according to the standing committees and the meetings that were held and is color coded as follows:

White paper - for documentation of all items that were presented before the deadline date.

Blue paper - all items submitted to the Executive Session and distributed only to the Regents, Chancellor and Executive Vice Chancellors of the System.

Yellow paper - emergency items distributed at the meeting.

Material distributed at the meeting as additional documentation is not included in the bound volume, because sometimes there is an unusual amount and other times some people get copies and some do not get copies. If the Executive Secretary was furnished a copy, then that material goes into the appropriate subject file.

Special Meeting  
Board of Regents  
The University of Texas System  
Ninth Floor, Ashbel Smith Hall, 201 W. 7th Street  
Austin, Texas  
March 1, 1996 -- 11:00 a.m.  
(Via Telephone Conference Call)

**AGENDA**

- A. CALL TO ORDER
- B. ITEMS FOR CONSIDERATION
  - 1. U. T. Arlington: Proposed Appointment of Dr. Robert E. Witt as President Effective Immediately.--

RECOMMENDATION

Chancellor Cunningham concurs in the recommendation of the Executive Vice Chancellor for Academic Affairs and the Special Committee that, since the required twenty-one day notice period has passed, the Board of Regents appoint Dr. Robert E. Witt as President of U. T. Arlington effective immediately at a salary to be negotiated with Executive Vice Chancellor Duncan and reported to the Board via the usual budgetary procedures.

BACKGROUND INFORMATION

At the meeting on February 8, 1996, the U. T. Board of Regents provided public notice, as required by law, that it intended to meet on or before March 1, 1996, to formalize the appointment of Dr. Witt as President of U. T. Arlington. This action completes that appointment.

- 2. U. T. Board of Regents: Proposed (a) Appointments to the Board of Directors and (b) Approval of the Membership of the Audit and Ethics Committee of The University of Texas Investment Management Company (UTIMCO), Austin, Texas.--

RECOMMENDATION

The Asset Management Committee and Chancellor Cunningham recommend that the Board of Regents take the following actions related to The University of Texas Investment Management Company (UTIMCO):

- a. Appoint the following to the initial membership of the Board of Directors of UTIMCO:

William H. Cunningham , Austin, Texas  
Donald L. Evans , Midland, Texas  
Thomas O. Hicks , Dallas, Texas  
Tom Loeffler , San Antonio, Texas  
Robert H. Allen\* , Houston, Texas  
Susan M. Byrne\* , Dallas, Texas  
Richard W. Fisher\* , Dallas, Texas  
R. D. (Dan) Burck\*\* , Austin, Texas  
Arthur H. Dilly\*\* , Austin, Texas

\*Biographical information attached  
\*\*Pending appointment of two additional members of the investment community.

- b. Approve the membership of the Audit and Ethics Committee of the UTIMCO Board of Directors as set forth below:

Donald L. Evans  
Susan M. Byrne  
Robert H. Allen

#### BACKGROUND INFORMATION

At the meeting on February 8, 1996, the U. T. Board of Regents approved a series of actions related to the initiation of an Investment Management Services Agreement with UTIMCO. The two actions listed above complete the Regental appointments and the Regental approval necessary for the relationship with UTIMCO to become effective March 1, 1996.

- C. RECESS TO EXECUTIVE SESSION  
D. REPORT FROM EXECUTIVE SESSION

U. T. M.D. Anderson Cancer Center: Report of Counsel and Consideration of the Recommendations of the Hearing Tribunal Regarding the Possible Termination of Sewa Legha, M.D., a Tenured Faculty Member.--

- E. OTHER BUSINESS  
F. ADJOURNMENT

## WESTWOOD RESUME

### SUSAN M. BYRNE

Susan M. Byrne is the Founder, President and CEO of Westwood Management Corporation, a registered investment advisor. Founded in 1983, with offices in Dallas and New York, Westwood serves a variety of institutional clients, such as corporate pension funds, religious organizations, endowments and foundations. In addition, Westwood is the investment advisor to The Westwood Funds, a family of open-ended mutual funds.

Ms. Byrne serves on the board of Southwest Securities Group, which acquired Westwood in June 1993. She serves on the board of the Dallas Forum and is a member of the Committee of 200, the International Women's Forum, and both the New York and Dallas Society of Securities Analysts. In addition, Ms. Byrne also serves on the Associate Board of the Cox School of Business at Southern Methodist University and the Boards of the Dallas Women's Foundation, the Dallas Theater Center and The International Theatrical Arts Society. She was named the 1992 Merit Award Recipient from the Women's Bond Club of New York. Ms. Byrne is a former board member of Waterford Wedgewood, Inc. and the Financial Advisory Board of Susan G. Komen Foundation.

Ms. Byrne has been a guest numerous times on CNBC and CNN's business programs as well as three featured guest appearances on "Wall Street Week with Louis Rukeyser." In addition, she has been featured in major newspaper and magazine articles such as Barron's, The Wall Street Journal, The New York Times, USA Today, Newsweek, Forbes, Financial World, Institutional Investor, Money, and Kiplinger's Personal Finance Magazine.

Prior to founding Westwood Management, Ms. Byrne was an Assistant Treasurer at GAF Corporation, responsible for investing GAF's pension fund assets as well as managing plan sponsor duties. She established the first dedicated bond portfolio and one of the earliest 401(k) plans. Ms. Byrne has over twenty-five years of Wall Street, Portfolio Management and Plan Sponsor experience.

Ms. Byrne attended the University of California at Berkeley and currently resides in Dallas. She and her husband, William A. Montgomery, have four children.

**RICHARD W. FISHER**  
Managing Partner  
Fisher Capital Management  
Dallas, Texas

Richard W. Fisher, 46, is Managing Partner of Fisher Capital Management and Fisher Ewing Partners, and Chairman of FS<sup>3</sup>. Fisher Capital and Fisher Ewing manage \$350 million in globally diversified securities portfolios for private investors and the Fisher family. Over \$280 million is invested in equities, bonds and structured products of the major markets in the U.S., Europe and the Far East. Roughly \$70 million is invested in a Value Partners, a fund that invests in distressed debt as well as orthodox equity and fixed income claims on U.S. corporations. FS<sup>3</sup> is a firm which designs management information systems and Internet web sites for financial companies and the Federal Reserve Bank of Dallas. The company evolved out of Fisher Capital's internal systems staff.

Before creating Fisher Capital in 1987, Mr. Fisher was Senior Manager of Brown Brothers Harriman & Co. He joined Brown Brothers in 1976 as Assistant to Robert V. Roosa, who managed the Fixed Income and Foreign Exchange operations of the firm. At Brown Brothers, he was a member of the Bond Policy Group and the firm's Foreign Exchange Advisory Group.

Mr. Fisher was recently named an Adjunct Professor at the University of Texas at Austin in January 1996. He teaches a graduate seminar course at the LBJ School on Tuesdays on politics and governance.

#### BACKGROUND

Mr. Fisher is active in the study of the foreign policy of the United States. He is Chairman of the Dallas Committee on Foreign Relations and immediate past Chairman of the Institute of the Americas in San Diego. He is a Director of The U.S. Russia Investment Fund (appointed by President Clinton) and of the American Institute for Contemporary German Studies. He is a member of the Executive Committee of the Inter-American Dialogue. In 1990 he was selected as a U.S.-Japan Leadership Fellow. In 1993 he was decorated with the Order of Bernardo O'Higgins *gran oficial* by President Aylwin of Chile for services to Chilean democracy.

Mr. Fisher was Executive Assistant to the Secretary of the Treasury in the Carter Administration. He served as an assistant to President Carter at the Tokyo Economic Summit in 1979 and as an advisor at the Bonn Economic Summit in 1978. He was a member of the team that negotiated the historic Claims and Asset Settlement between the U.S. and the Peoples Republic of China.

Mr. Fisher was Texas' Democratic nominee for the United States Senate in 1994. He was defeated in the general election but, according to the *Dallas Morning News*, "emerged as one of the most forthright and refreshing new faces on the political scene."

Mr. Fisher is active in Dallas civic affairs. He is immediate past Chairman of Goodwill Industries of Dallas, and has served on the boards of directors of the Boys Clubs, the Dallas Chamber of Commerce, the Dallas Museum of Art, the Dallas Assembly, Southwestern Medical Center and numerous other civic organizations, including several committees at S.M.U. He is a charter member of the Park Cities Presbyterian Church. He is a member of the Texas Philosophical Society.

The proud son of uneducated immigrant parents, Mr. Fisher graduated with honors from Harvard in economics ('71), read Latin American history at Oxford ('72 - '73), and received an M.B.A. from Stanford ('75). From 1982-84 he was Chairman of the Board of Trustees of the Stanford University Business School Trust, during which time he restructured the Trust's endowment and its management. In 1986 he received the Stanford Associates' Outstanding Achievement Award.

Mr. Fisher currently serves on three oversight committees at Harvard: The Committee on University Resources, the Visiting Committee of the John F. Kennedy School of Government and the Center for International Affairs.

Mr. Fisher is married to Nancy Miles Collins, daughter of the late James M. Collins, who represented the Third Congressional District in the U.S. Congress as a Republican for eight terms. The Fishers have four children: Anders (19), Alison (15), James (12), and Texana (9).

**ROBERT H. ALLEN**  
Business and Professional Background

Mr. Allen is a private investor residing in Houston, Texas. During the past ten years he has been instrumental in the start-up of several natural resource oriented companies. He was a co-founder of Getty Resources Limited, a publicly held Canadian mining company. The company was formed in 1986 to acquire the mineral properties in Canada owned by Texaco. It acquired the properties using a CDN \$14 million bridge loan from S. G. Warburg & Co. Ltd. in London and went public later that year at CDN \$5.50 per unit. The units traded as high as CDN \$31 prior to October 19, 1987. In early 1988 the company was sold through a friendly tender offer to Total Resources (Canada) Limited for CDN \$16 per unit (total of CDN \$140 million). In addition, in 1983 Mr. Allen formed Realm Resources Inc., a Houston, Texas oil and gas company. Mr. Allen conducts most of his investment activities through Challenge Investment Partners which is active in Canada, Mexico, South America and Indonesia.

Prior to 1982, Mr. Allen was affiliated with Gulf Resources & Chemical Corporation for 25 years. When Mr. Allen joined Gulf Sulphur Corporation, the predecessor to Gulf Resources & Chemical Corporation, the company had \$6 million in revenues, was operating at substantial losses and was insolvent. During his tenure at Gulf Resources, he served in the following capacities:

1975-82	Chairman of the Board and Chief Executive Officer
1960-75	President, Chief Executive Officer and Director
1960	Vice President and Director
1957-59	Chief Financial Officer

During Mr. Allen's tenure Gulf Resources grew to a diversified natural resource based company and in 1980 and 1981 was included in FORTUNE's list of 500 U.S. largest industrial companies. Its base was in mineral extraction, processing and refining of metals, coal mining, chemical processing, oil and gas production, industrial explosives, and engineering services.

The company operated through a parent company and wholly-owned subsidiary concept. The parent company had a chairman of the board and chief executive officer, president and chief operating officer, and nine vice presidents. Each subsidiary had a president and chief operating officer and the required number of vice presidents and other officers. The company's long-term debt included notes to major institutional lenders and publicly held subordinated debentures. Various businesses required close and continuous relations with federal agencies such as the SEC, EPA, OSHA and FTC and their counterparts in the several states where operations were located. The company had an average of 7,000 employees and 30,000 shareholders during the decades of the 70's and 80's. Its securities

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were listed on the New York Stock Exchange. It had long standing relations with several of the largest Wall Street investment banking firms as well as U.S. commercial banks and European merchant and commercial banks. Because of the company's involvement in production and exploration activities outside the United States, Mr. Allen acquired broad experience in dealing and negotiating with foreign governments, particularly those in Europe and Latin America.

Mr. Allen left the company in 1982 after a long and bitter dispute and proxy fight with Mr. Alan Clore, an English risk arbitrageur, over the payment of greenmail.

Mr. Allen is a member of the Boards of Directors of Federal Express Corporation. (Member of the Compensation Committee); GeoQuest International, (Chairman of the Compensation Committee); Baylor College of Medicine, (member of the Audit Committee); Nuevo Energy Company, (member of the Audit Committee) and Gulf Canada Resources Ltd (member of the Audit Committee). In 1995 Mr. Allen was appointed to the Texas A&M University System Board of Regents by Governor George W. Bush.

He received his Bachelor of Business Administration Degree from Texas A&M University (class of '50) in 1951. He did post graduate work at the University of Houston and later attended South Texas College of Law. He is a Certified Public Accountant and is a member of the Texas Society of CPA's.

Mr. Allen has been awarded the Golden Plate Award of the American Academy of Achievement, the Torch of Liberty Award of the Anti-Defamation League of B'nai B'rith, the 1979 Texas A&M University Distinguished Alumnus Award, and the 1983 Texas A&M University Distinguished Achievement Award from the Geosciences and Earth Resources Council. He was named 1985 Texas Business Executive of the Year by the Texas A&M College of Business Administration. He received the 1992 Outstanding Alumni Award from the College of Business Administration and the Graduate School of Business, Texas A&M University.

In the past Mr. Allen has served on the following Boards of Directors of business and business related organizations:

Allied Bank of Texas, Houston, Texas (Board of Directors)  
American Mining Congress, Washington, D.C. (Board of Directors) (member of the Smelter Committee)  
Bethlehem Copper Corp., Vancouver, B.C. (Board of Directors)  
Dimark, Inc., Dallas, Texas (Board of Directors)  
Earth Resources Corporation, Dallas, Texas (Board of Directors)  
First City Bancorporation of Texas Inc.  
Standard Bank, Houston, Texas (Board of Directors)



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Volunteer Participation (civic, community and/or religious activities):

Alley Theater, Houston, Texas (Past Member Board of Directors)  
 4th Annual St. Joseph Hospital Benefit Show, Chairman 1970  
 Athletic Club of Houston (Past Member Board of Directors)  
 Bohemian Club, San Francisco, California  
 Capital Hill Club, Washington, D.C.  
 Chief Executives Forum  
 Contemporary Arts Museum, Houston, Texas (Past Member Board of Directors)  
 Confrerie des Chevaliers Du Tastevin  
 Coronado Club, Houston, Texas (Past President)  
 Doubles Club, New York City  
 Ford's Theater Society, Washington, D.C. (Past Member Board of Directors)  
 Houston Chamber of Commerce (Past Member Board of Directors)  
 Houston Club (Past Member Board of Trustees)  
 Houston Grand Opera (Past Member Board of Trustees)  
 Houston Symphony (Past Member Board of Trustees)  
 Houston Museum of Fine Arts (Past Member Board of Trustees)  
 Houston Museum of Natural Science (Past Member Board of Trustees)  
 Houston Country Club, Houston, Texas  
 Institute of Ophthalmology (Past President)  
 Metropolitan Club, New York City  
 Newwomen Society of North America  
 Pin Oak Charity Horse Show Association, Houston, Texas (Past Member Board of Directors)  
 St. Joseph's Hospital Foundation, Houston, Texas (Past Member Board of Directors)  
 State Finance Chairman - Committee to Re-elect the President - 1972  
 "T" Association, Texas A&M University  
 Texas A&M University - Chairman of the Board of the College of Business Administration  
 Development Council  
 Texas A&M University - Member of Geosciences & Earth Resources Council  
 Texas A&M University - Presidents' Council of Advisors  
 Texas A&M University - Chancellor's Century Council  
 Republican Senatorial Trust Committee  
 John Tower for Senator, Campaign Finance Chairman  
 George W. Bush for Governor - Finance Committee  
 The Heritage Club, Houston, Texas (Founding Member and Past Chairman of the Board of Governors)  
 U.S. Olympic Ski Team, Finance Chairman, Houston Fund Raising Campaign - 1976  
 World Business Council (Graduate Organization of Young Presidents' Organization Members)  
 Chief Executives Organization (Graduate Organization of Young Presidents' Organization Members)  
 Young Presidents' Organization (Past Chapter President & National Board of Directors)

Military Record:

Dates: October 2, 1946 to February 13, 1948

Rank: PFC

Service: U.S. Army Infantry Military Police - served in Japan  
 All Japan Track Team - Mile and Cross-Country  
 Champion. Eighth Army Basketball Team.

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