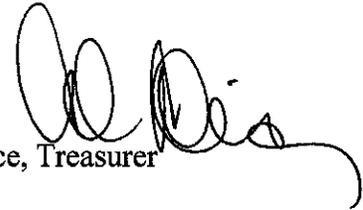


To: Members of the Executive Committee
Tom Spurgeon, Chair
Mike Berghoff
JoAnn Brouillette
John Hardin
Gary Lehman



Fr: Al Diaz, Executive Vice President for Business and Finance, Treasurer

Date: January 24, 2014

Re: U.S. 231 Corridor Annexation and Interlocal Cooperation Agreement

The purpose of this memo is (1) to request the Executive Committee's authorization, on behalf of the full Board, not to remonstrate in connection with the proposed U.S. 231 corridor annexation by the City of West Lafayette (the "Annexation"), and (2) to seek the Executive Committee's authorization and approval, on behalf of the full Board, to enter into an Interlocal Cooperation Agreement with the City related to the Annexation in the form attached to this memorandum as Exhibit 1.

As you know, we have been monitoring developments associated with the Annexation as they have unfolded since last spring. The members of Purdue's Physical and Capital Planning team have stayed in close communication and worked closely with the City's planners throughout this process in order to ensure a clear understanding of the potential impacts of the Annexation and to identify new and continued opportunities for mutually beneficial collaboration. As members of the Board of Trustees have raised questions from time to time about the Annexation, we have run those to ground with the City's team. We believe we have satisfactorily addressed those issues and covered them, as necessary, in the Interlocal Cooperation Agreement.

The recitals (i.e., WHEREAS clauses) in the attached resolution and in the Interlocal Cooperation Agreement provide good background both on the Annexation and on the objectives of that agreement.

Your adoption of the attached resolution is respectfully requested.

c: Mitch Daniels, President
Tim Sands, Provost
Janice Indrutz, Executive Assistant and Corporate Secretary
Ken Sandel, Director of Physical and Capital Planning
Steve Schultz, Legal Counsel

**For Executive Committee Approval
January 28, 2014**

**RESOLUTIONS OF THE EXECUTIVE COMMITTEE
OF THE BOARD OF TRUSTEES
OF THE TRUSTEES OF PURDUE UNIVERSITY**

- 1. PROVIDING AUTHORIZATION NOT TO REMONSTRATE IN CONNECTION WITH THE PROPOSED ANNEXATION BY THE CITY OF WEST LAFAYETTE OF CERTAIN TRACTS OF LAND LOCATED IN THE U.S. 231 CORRIDOR IN TIPPECANOE COUNTY, INDIANA**
- 2. AUTHORIZING AND EMPOWERING THE OFFICERS OF THE CORPORATION TO ENTER INTO AN INTERLOCAL COOPERATION AGREEMENT WITH THE CITY OF WEST LAFAYETTE**
- 3. REQUESTING THAT THE CONTINUED COOPERATION AND ASSISTANCE OF THE PURDUE RESEARCH FOUNDATION BE SOUGHT IN MATTERS RELATING TO THE ANNEXATION AND THE INTERLOCAL COOPERATION AGREEMENT**

WHEREAS, the Common Council (the “Council”) of the City of West Lafayette, Indiana (the “City”) has approved a proposal to annex certain tracts of land in Tippecanoe County, Indiana that are located west of, and are substantially contiguous to, the City, including portions adjacent to the newly opened U.S. 231 Corridor (the “Annexation”); and

WHEREAS, in adopting an ordinance and related fiscal plan proposing the Annexation, the Council has observed that the City is the most densely populated city in the State of Indiana; and

WHEREAS, the Council has further observed that, due to the new U.S. 231 Corridor and the City’s significant partnerships with Purdue University, the Purdue Research Foundation and units of local government, the orderly growth of the City will be advantageous to the City, the entire community, and the State; and

WHEREAS, a substantial portion of the proposed Annexation area is comprised of land that is currently occupied by Purdue University or Purdue-related interests, either through The Trustees of Purdue University (the “Corporation”) or the Purdue Research Foundation (the “Foundation”); and

WHEREAS, as a result of the close proximity of the Purdue campus to the City and the important symbiosis between the campus environment and the surrounding community, the Executive Committee (the “Committee”) of the Board of Trustees of the Corporation (the “Board”) believes that the benefits anticipated by the City from the proposed Annexation will, in turn, translate into benefits to Purdue University, particularly with regard to the ability to realize new development opportunities along the U.S. 231 Corridor, to attract and retain students and faculty members, and to improve the quality of life for them and their families both within and around the Purdue campus; and

WHEREAS, the City has moved forward with the necessary actions prescribed by Indiana law to implement the Annexation and is now in a remonstrance period with respect thereto; and

WHEREAS, the Corporation, as a body corporate created by the Indiana General Assembly and a state educational institution organized and governed pursuant to Indiana Code 21-23-1 and 21-2-7, is a “public corporate body” having certain power and authority as an instrumentality of the State of Indiana, including but not limited to the power of preemption of most local law and regulation; and

WHEREAS, officials representing the Corporation and the Foundation have engaged with City officials to evaluate the potential impacts of the proposed Annexation on Purdue and its stakeholders, focusing in particular on issues related to public works and public safety (collectively, the “Public Services”) that include but are not limited to: (a) the manner in which certain Public Services are proposed to be provided to the Purdue campus following the Annexation, and (b) to the extent they involve police and fire protection services in and around the Purdue campus, the manner in which jurisdiction over such Public Services is to be shared and coordinated between the separate police and fire departments of the City and the Corporation; and

WHEREAS, in the course of discussions with the City about the proposed Annexation and related Public Services issues, officials representing the Corporation and the Foundation have also discussed a more formal mechanism by which the longstanding and cooperative relationship between them might be improved upon and continued in other ways; and

WHEREAS, toward this end, the Corporation and the City have proposed to enter into an agreement to memorialize and formalize their mutual understanding with regard to these matters, including but not limited to the provision of Public Services in and around the Purdue campus following the Annexation; and

WHEREAS, as entities described in Indiana Code 36-1-7-1, the Corporation and the City are authorized to enter into one or more interlocal agreements to govern the exercise of certain powers jointly or on each other’s behalf, provided that such powers are administered through a joint board representing both parties; and

WHEREAS, the creation of, and the administration of powers through, a joint board pursuant to an interlocal agreement must be approved through a resolution or ordinance adopted by the governing board of each party to the interlocal agreement; and

WHEREAS, pursuant to Article V, Section 1 of the Bylaws of the Corporation, the Committee has and may exercise all of the powers of the Board during intervals between meetings of the Board:

NOW, THEREFORE, BE IT RESOLVED by the Committee as follows:

1. Having considered the anticipated benefits of the proposed Annexation, the Committee hereby authorizes the Corporation not to remonstrate in connection with the proposed Annexation, subject to the execution and delivery of a mutually acceptable interlocal cooperation agreement with the City in substantially the form reviewed and discussed at this meeting (the “Interlocal Agreement”).

2. The Chairman, Vice Chairman, Treasurer, Assistant Treasurer, Legal Counsel, Assistant Legal Counsel, Secretary and Assistant Secretary of the Corporation, and the Executive Vice President for Business and Finance, Treasurer and the Senior Vice President for Business Services and Assistant Treasurer of Purdue University, and each of said officers respectively, are hereby authorized and empowered, for, on behalf of, and in the name of the Corporation, or of Purdue University, to: (a) execute and deliver the Interlocal Agreement and to make such filings related thereto as are necessary or appropriate under applicable law, and (b) execute, deliver and file all other necessary and proper documents and instruments and take all other necessary and proper actions to consummate the transactions contemplated by the Interlocal Agreement and to carry out the purpose and intent of this resolution, whether therein or herein specifically authorized or not, except for such actions as are specifically required by law to be taken by the Board of Trustees as the governing board of the Corporation.

3. On behalf of the Board, the Committee further expresses gratitude to the Foundation for its ongoing support and requests that the Foundation’s continued assistance and cooperation be sought in the discussions with the City concerning the implementation of the Annexation and the matters contemplated by the Interlocal Agreement.

4. The Secretary of the Board is hereby authorized and instructed to record this resolution in the minutes of this meeting and to transmit a copy hereof to the Foundation.