



BAYLOR
UNIVERSITY

May 31, 2013

Mr. Michael V. Bourland, Esq.
Bourland, Wall, and Wenzel
301 Commerce Suite 1500
Fort Worth, Texas 76102-4115

Dear Mr. Bourland:

As we have discussed, the Baylor Board of Regents approved the Transition Agreement on May 28, 2013. I strongly believe Baylor's priority is to implement the Transition Agreement to fulfill President's Starr's vision for a unified, comprehensive, nationally-focused and university-based alumni outreach program. The Transition Agreement would still preserve the historic vision of an independent platform that has been treasured by the Baylor Nation.

I appreciate all the effort that has been invested in finding a path forward and the approvals to date by the Baylor Alumni Association (the Association). Because final approval by the Association will take some time, Baylor is proceeding to provide you this formal notice of unilateral termination of the executory contracts, which notice would not become effective until the Association has had adequate opportunity to consider the Transition Agreement.

Accordingly, Baylor hereby terminates the following agreements between Baylor and the Association, effective September 8, 2013:

- The License Agreement between Baylor University and the Baylor University Alumni Association, executed on September 8, 1993.
- The Official Recognition and License Agreement between Baylor University and the Baylor University Alumni Association for an On-Campus Alumni Center executed on May 27, 1994.
- The Agreement Regarding Building of Baylor University Alumni Association, dated April 29, 1995.
- The Official Baylor Class Ring Program Letter, dated January 29, 1997.
- The Memorandum of Understanding (regarding the design, maintenance and hosting of the Association's website) executed July 28, 2003.

If, however, the Association agrees to implement the Transition Agreement, Baylor will withdraw the notice of unilateral termination and not act on it, and Baylor and the BAA would, pursuant to the Transition Agreement, terminate the agreements by mutual consent.

We have come too far to stop the communications because of this action, so feel free to contact me if you have any questions. Thank you again for your extraordinary efforts and those of others to continue the momentum of the Baylor Nation to "Light the Ways of Time." In the words of RGIII, Baylor Nation is making "Believable" the "Unbelievable."

Sincerely,

Charles D. Beckenhauer
General Counsel

OFFICE OF GENERAL COUNSEL

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