

**MINUTES OF MEETING OF
THE LIQUIDITY COMMITTEE OF
THE UNIVERSITY OF TEXAS INVESTMENT MANAGEMENT COMPANY**

The Liquidity Committee (the "Committee") of The University of Texas Investment Management Company (the "Corporation") convened in open session on **September 21, 2004**, by means of conference telephone enabling all persons participating in the meeting to hear each other, at the offices of the Corporation, 221 W. 6th Street, Suite 1700, Austin, Texas 78701, said meeting having been called by the Committee Chair, with notice provided to each member in accordance with the Corporation's Bylaws. The audio portion of the meeting was electronically recorded. Participating in the meeting were the following members of the Committee:

I. Craig Hester, Chair
Susan M. Byrne
J. Philip Ferguson
Woody L. Hunt

thus, constituting a majority and quorum of the Committee. Also attending the meeting were H. Scott Caven, UT System Regent; Joan Moeller, Secretary and Treasurer of the Corporation; Christy Wallace, Assistant Secretary of the Corporation; Cathy Iberg, Managing Director of Marketable Alternative Investments and Deputy CIO; Bill Edwards, Managing Director – Information Technology; Larry Goldsmith, Managing Director - Public Markets Investments; Sara McMahon, Co-Managing Director – Non-Marketable Alternative Investments; Andrea Reed, Risk Manager of the Corporation; Jerry Turner, legal counsel for the Corporation; and Philip Aldridge of U. T. System Administration. Chairman Hester called the meeting to order at 3:02 p.m. Copies of materials supporting the Committee meeting agenda were previously furnished to each Director.

Minutes

The first matter to come before the Committee was approval of the minutes of the meeting of the Liquidity Committee held on July 15, 2004. Upon motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED, that the minutes of the meeting of the Liquidity Committee held on
July 15, 2004 be, and are hereby, approved.

Liquidity Profiles

The next item on the agenda was the report on Liquidity Profiles as of the end of July 2004. Mr. Hester presented the reports. The PUF and GEF profile reports included certification signatures by the Risk Manager, Chief Compliance Officer, and President of the Corporation. All Managing Directors' signatures

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were provided certifying the July 31, 2004 report and supporting documentation. Mr. Hester then presented new charts on actual liquidity classifications provided by the Staff. These charts were well received by all members of the Committee. Mr. Hester asked for Staff comments and questions. After a short discussion and summary of the liquidity profile, and upon motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED, that the Liquidity Profile for July 2004, is hereby approved in the form submitted to the Committee.

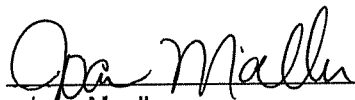
Liquidity Threshold

The next matter to come before the Committee was a recommendation to approve the pro-forma illiquid allocation of approximately 22.4% for the PUF and GEF combined portfolios in conjunction with proposed illiquid investments totaling \$150,000,000. The proposed Non-Marketable Alternative and Marketable Alternative investments are subject to final due diligence and approval by the Board or may be made by the Corporation's Staff as provided in the Delegation of Authority guidelines. There was discussion of the recommendation and Ms. Iberg answered the Directors' questions. Upon motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED, that the Liquidity Committee recommends that the UTIMCO Board consider the investments in Doughty Hanson & Co. IV, L.P., Knightsbridge Venture Capital VI, L.P., Union Square Ventures, L.P., and Blue Ridge Offshore, L.P.

If approved, these investments would increase the pro forma illiquid allocation to approximately 22.4%, and the Liquidity Committee has no objection to the increase.

There being no further business to come before the Liquidity Committee, the meeting was adjourned at approximately 3:16 p.m.

Secretary: 
Joan Moeller

Approved: 
I. Craig Hester, Chair
Liquidity Committee
of the Board of Directors of
The University of Texas Investment
Management Company

Date: 10/25/04