

Public Session Minutes

The meeting of the Morgan State University Board of Regents was called to order by Chairman Kweisi Mfume at 12:09 p.m.

Present: Hon. Kweisi Mfume, Chairman, Regent; General (Ret.) Larry Ellis, Vice Chair, Regent; Hon. Tracey Parker-Warren, Secretary, Regent; Dr. Harold Carter, Regent; Dr. Linda Gilliam, Regent; Dr. Burney Hollis, Regent; Dr. Shirley Malcom, Regent (2:15p); Mr. Stanley Nwakamma, Student Regent; Mr. Wayne Resnick, Regent; Ms. Shelonda Stokes, Regent; Mr. Carl Turnipseed, Regent; Dr. Marquis Walker, Regent; Mr. Winston Wilkinson, Regent; Dr. David Wilson, University President; Mr. Thomas Faulk, Principal Counsel for Morgan State University, Office of the Attorney General

Chairman's Remarks

The Chairman opened the meeting by welcoming the Regents and members of the public in attendance. He stated that he hopes everyone and their families have been safe and that we continue to do what we should as we move through this pandemic, which is to oversee the governance of the University that we all know and love.

The Chairman formally seated and introduced two new Regents, neither of whom are strangers to the University – Dr. Burney Hollis and Mr. Carl Turnipseed. He read their bios and welcomed them both on behalf of the entire Board. He then yielded the floor to each new Regent for brief remarks.

Regent Hollis thanked the Chairman and members of the Board for the honor and distinct pleasure to be appointed to the Board of Regents of his alma mater. He stated that he brings to this Board of Regents a high level of commitment and expects to give a full measure of devotion to his work here, just as he has done at Morgan for the last 48 years.

Regent Turnipseed thanked Chairman Mfume, Dr. Wilson and Governor Hogan for this wonderful honor. He stated that he is indeed honored, humbled, and grateful to have this opportunity to serve Morgan, in yet another capacity, and he is committed to serving in this role.

Chairman Mfume yielded the floor for remarks from the Vice Chairman and members of the Board. Vice Chairman Ellis extended congratulations and welcomed the new Regents, noting that they are both great additions to the Board. He added that he knows them both very well. Other members of the Board and President Wilson echoed similar sentiments.

Chairman Mfume also thanked former Regent Penelope Taylor, who decided to step down earlier this year to pursue other things. He noted that the entire Board extends its blessings and best wishes to her, and virtually displayed a plaque for her nine years of service on the Board as well as her continued support of the University, adding that the plaque will be delivered later today.

The Chairman appointed Regent Hollis to the Academic and Student Affairs Committee, chaired by Regent Gilliam. Regent Turnipseed was appointed to the Finance and Facilities Committee, chaired by Regent Malcom.

The Chairman offered an overview of the agenda and stated that following the Public Session, the Board would convene in Closed Session to address the matters identified as such on the agenda.

Minutes

The Chairman stated that the minutes of August 4th, August 7th and August 11th are not up for approval today. They are included in the Book booklet for information purposes, particularly for our new Regents. As a reminder, the minutes of August 4th and August 7th were previously approved during the Special Meeting of the Board on August 11th. In addition, the minutes of August 11th were approved electronically and adopted on August 26th. All three sets of minutes have been posted online and are available for public viewing.

Report of the President

The President noted that he was invited to speak at the Next Frontier Conference and Expo earlier today, along with the President of Purdue University, Mitch Daniels, about the collaboration between the two institutions with regard to our Rocketry Program and STEM education programs. He reported some of the major developments that have occurred since the last Board meeting. Among the notable highlights are (1) Fall 2020 Operations with limited students on campus; (2) fall enrollment – slight decrease of 1.6%; (3) graduation and retention rates – 46.3% (highest graduation rate in the history of the institution) and 73% (tenth straight year in which Morgan has achieved a retention rate above 70%); (4) academic programs – three successful accreditations or reaccreditations: School of Engineering, School of Social Work, and School of Global Journalism and Communication (first time); (5) Thurgood Marshall Student Housing – the project is moving along and the site is being prepared with a projected opening date of fall 2022; (6) policy development update – the process is now underway and policies are in the pipeline to make their way through the shared governance process and eventually through the respective Board committees for Board action; and (7) the Matriculation Convocation – a live stream and virtual event held on October 19th in the Gilliam Concert Hall of the Murphy Fine Arts Center. Dr. Wilson concluded his report by sharing the musical rendition of the song “Glory,” which was performed virtually by the Morgan State University Choir.

Chairman Mfume opened the floor for a motion to adopt the President’s Report. It was MOVED by Regent Stokes and SECONDED by Regent Carter. The MOTION CARRIED. The President’s Report was unanimously adopted.

Spring 2021 Campus Reopening Plan

Dr. Wilson provided a high-level overview of the Spring 2021 Campus Reopening Plan. He began by recapping fall 2020 operations (phase one), which include: delivering the majority of courses remotely; some controlled, on-campus research; students housed in five residential facilities; faculty and staff primarily teleworking; monitoring by campus police; and testing on-site in the University Student Center. He noted several areas that need to be shored up, particularly social/emotional support for off-campus students, faculty and staff. The proposed plan for spring 2021 (phase two) will consist of a hybrid model with limited face-to-face instruction in lab-based courses; up to 1,000 students in residence halls; antigen testing two times per week; and, no public activities on campus with the possible exception of commencement in June 2021. Dr. Wilson stated that all NCAA sanctioned sports will be in operation, adding that on campus events will follow attendance criteria with limited capacity. He emphasized the disclaimer that the proposed plan is subject to modification based on where the city, state and nation are with COVID-19 mitigation.

There was a brief discussion about the timetable for approving or disapproving the proposed plan for spring 2021. Dr. Wilson commented that the University is a bit behind with regard to a preliminary decision about spring reopening, which will impact registration, enrollment, housing planning and recruitment. Those sentiments were echoed by the Provost and Vice Presidents for Student Affairs and Enrollment Management.

There was a consensus to convene a special meeting in a week to formally consider the Spring 2021 Campus Reopening Plan. This would provide time for Board members to fully review the plan and forward any questions or concerns to the President, through the Board, to be answered. The tentative date for the special meeting is the evening of Tuesday, November 17, 2020.

Report of the Standing Committees

Audit and Institutional Assessment Committee

Regent Ellis stated that the Committee had no action items. In closed session, the Committee received two informational update reports – (1) an update on the University’s financial statement audit from our external auditors, Clifton Larson Allen (CLA), and (2) an update from the Office of Internal Audit. The Committee had a fruitful discussion regarding the Audit Committee charter, and the plan is to formally present that charter to the full Board at the next meeting in February 2021. He commented that there may be a broader discussion by the Board concerning the need for separate charters for each standing committee.

Chairman Mfume recommended that the proposed Audit Committee charter be shared with the full Board in advance of the next meeting so that Regents can review and formulate any questions that can be answered prior to the February meeting.

Academic and Student Affairs Committee

Regent Gilliam welcomed Regent Hollis to the Committee, adding that the team looks forward to working with him as his contributions will surely be invaluable. She stated that there are two items for action.

- **Morgan/Purdue University Joint Degree Program: B.S. in Civil Engineering or B.S. in Engineering Physics from Morgan and B.S. in Aerospace Engineering from Purdue** – Provost Lesia Young and Dr. Oscar Barton, Dean of the School of Engineering, provided a brief overview and highlights of the joint degree program. Morgan State University’s School of Engineering and School of Computer, Mathematical and Natural Sciences (SCMNS) are committed to begin the build-out of an Aerospace Science and Engineering Program. The aeronautics program will memorialize and amplify Base 11’s initial investment of \$1.6M to launch a liquid-fueled rocket to 150,000 feet by 2022. To this end, Morgan partnered with Purdue University’s School of Aeronautics and Astronautics to support us in accomplishing our Base 11 launch commitments as well as working with us to infuse an aerospace curriculum into our Engineering and Engineering Physics programs. Specifically, we are developing a dual Bachelor of Science Degree complementing our Civil Engineering and Engineering Physics programs. Students will earn a Bachelor of Science Civil Engineering degree with an Aeronautics and Astronautics track or a Bachelor of Science Engineering Physics degree from Morgan, mirrored by a B.S. Aeronautics and Astronautics degree from Purdue.

Regent Gilliam asked Dr. Barton to briefly discuss the cost to Morgan students. Dr. Barton stated that the two institutions have been in extensive conversations and propose two options: (1) to ensure that Morgan students will pay Morgan tuition throughout the entirety of their program, which will be augmented by potential scholarships for up to three students to cover tuition, fees, room and board, and (2) Purdue students will pay a higher rate to come to Morgan, which will create a pool of funds that will be used to cover the tuition difference for our students when they eventually go to Purdue. Dr. Hongtao Yu, Dean of SCNMS, added that the five years of course work has been mapped out, including the equivalency of the courses needed where the student candidate will be awarded dual degrees by spending three years at Morgan and two years at Purdue.

The Academic and Student Affairs Committee recommends approval of the Morgan/Purdue Joint Degree Program. It was MOVED by Regent Gilliam and SECONDED by Regent Hollis. The MOTION CARRIED unanimously.

- **B.S. in Mechatronics Engineering** – Dr. Young and Dr. Barton provided a brief overview of the proposed new program. Morgan State University has a rich history of providing outstanding programs in Engineering, and this proposal stands to build upon that legacy. Morgan will be the first institution in the State of Maryland to offer the B.S. in Mechatronics Engineering and one of the few in the nation to offer such a program. Dr. Young stated that it is anticipated that we will have to invest some funds in this program and are committed to using Title III dollars to support research, facility enhancements and some additional faculty. Dr. Barton stated that the proposed program addresses the workforce development needs attributed to the Fourth Industrial Revolution, or Industry 4.0. Industry 4.0 incorporates Big Data and Artificial Intelligence

Analytics, Cloud Computing, Augmented Reality, Industry Internet of Things, Autonomous Robots, Simulation and Digital Twins and Cybersecurity.

Chairman Mfume asked Provost Young or Dean Barton to tell us what Mechatronics is and what is its future. Provost Young stated that Mechatronics Engineering, in very simple terms, is a nice blend between electrical and mechanical systems engineering. Dean Barton added that it builds on the synergy between electronics and mechanical systems and is the wave of the future in terms of the auto industry, computer industry and the financial sector.

The Academic and Student Affairs Committee recommends approval of the B.S. in Mechatronics Engineering. It was **MOVED** by Regent Gilliam and **SECONDED** by Regent Turnipseed. The **MOTION CARRIED** unanimously.

Regent Gilliam stated that the Committee received informational updates, many of which were covered by the President in his report. The Committee had a robust discussion about students and faculty from academia to mental health. She commented that a lot was learned that will be helpful to us when the University reopens.

Finance and Facilities Committee

Committee Vice Chair Stokes welcomed Regent Turnipseed to the Committee on behalf of Committee Chair Malcom. She briefly highlighted a few informational updates.

- **Facilities, Design and Construction Management** (led by Ms. Kim McCalla): made significant progress with COVID signage installation, deferred maintenance and project prioritization, MBE goals, and executed of the letter of intent for the Lake Clifton site.
- **Division of Research and Economic Development** (led by Dr. Willie May): presented a roadmap toward achieving R1 status; shared upcoming seminars to include one scheduled on November 12th on Biases in Facial Recognition Algorithms; and summarized proposal submissions – 49 submitted during the first quarter of FY 21 for a total requested amount of \$26.5; the annualized numbers will be 196 proposals and \$106M, respectively.
- **Division of Institutional Advancement** (led by Ms. Donna Howard): held the safe virtual homecoming Gala that raised funds; achieved an alumni giving rate of 14% for FY 20 (the highest in the state and the highest among HBCUs that report this information); and noted positive media coverage.
- **Enrollment Management** (led by Dr. Kara Turner): tenth straight year with retention rates above 70%.

Regent Stokes stated that there are four items for action.

- **Policy on Payment of Tuition and Fees** – Mr. Sidney Evans, VP for Finance and Management, stated that the Policy on Tuition Deferment Plan has been in effect since 1981, and is being repealed and replaced with an updated more comprehensive Policy on Payment of Tuition and Fees that has been modeled after a similar one at the University of Maryland, College Park. Implementing the new policy will enhance our enrollment strategy and benefit our students. The Finance and Facilities Committee recommends repeal of the old policy and approval of the new one. It was **MOVED** by Regent Stokes and **SECONDED** by Regent Wilkinson. The **MOTION CARRIED** unanimously.
- **Policy on Facilities Renewal for Auxiliary and Non-Auxiliary Capital Assets** – Mr. Evans stated that the chair of the Budget and Taxation Committee and the chair of the Appropriations Committee, in a joint letter to Dr. Wilson dated August 23, 2019, stated that Morgan should establish a policy dedicating a portion of institutional funds to facility renewal projects similar to the University System of Maryland that establishes 2% operating budget for facilities in addition to other plant funds and debt-funded projects. The 2% will be based on the Facilities Condition Index (FCI). Mr. Evans noted that the proposed policy fulfills that commitment and implements a best practice as it relates to facilities maintenance and general management of the institution. He added that the fiscal impact is approximately \$2 million per year of the operating

budget as determined by the FCI. The Finance and Facilities Committee recommends approval of the policy. It was **MOVED** by Regent Stokes and **SECONDED** by Regents Hollis and Carter. The **MOTION CARRIED** unanimously.

- **Approval of Lake Clifton Property Acquisition** – Mr. Evans stated that when Morgan learned of Baltimore Public School System’s interest in declaring the Lake Clifton High School property as surplus, we developed a vision for the property that is aligned with its strategic direction and that of the surrounding community. After several site visits and careful planning in October of 2019, Morgan submitted an unsolicited proposal to the City of Baltimore expressing Morgan’s interest in acquiring and developing the property and was subsequently awarded the parcel of property. The transfer price equates to the balance of the outstanding debt owed to the State by the City of Baltimore. The fiscal impact is approximately \$600,000 per year until the development phase begins. Our Capital Improvement Plan (CIP) includes a \$5M request for planning. The Finance and Facilities Committee recommends approval of the acquisition. It was **MOVED** by Regent Turnipseed and **SECONDED** by Regent Parker-Warren. The **MOTION CARRIED** unanimously.
- **Technical Amendments to the Required Documents for the Northwood Commons Project** – Mr. Evans stated that as a result of the recently approved new debt structure and the new loan with the HBCU Capital Finance Loan Program, a few technical amendments need to be made to the Public Safety Building (PSB) and Barnes & Noble (B&N) leases because of the void date in the previously approved documents and the location and description of the Public Safety Building. The Board of Regents (BOR) and the Board of Public Works (BPW) previously approved the PSB lease on August 7, 2018 and August 22, 2018, respectively; and the B&N lease on May 1, 2018 and June 20, 2018, respectively. Mr. Faulk added that the administration is asking that President Wilson be granted authorization to execute the following amendments to the PSB and B&N leases (BPW approval will also be required) and negotiate any and all other necessary amendments as required: (1) amend the PSB lease to change the void date; (2) amend the PSB lease to change the metes and bounds description resulting from a change in the location of the PSB; and (3) amend the B&N lease to change the void date. Mr. Evans noted that there is no new fiscal impact as a result of these amendments.

Chairman Mfume opened the floor for a motion to approve the technical and conforming amendments. It was **MOVED** by Regent Malcom and **SECONDED** by Regents Stokes and Parker-Warren. The **MOTION CARRIED** unanimously.

The Chairman asked Mr. Evans to provide a brief update on the New Thurgood Marshall Housing Project. Mr. Evans reported that the University successfully closed on the loan for 30% of the funding required for the facility. The closing occurred on October 29th and the money is ready to support the project. He also reported that the student housing project received an investment grade rating (BBB-), which is a good rating that we were able to obtain in light of the COVID environment. Part two of the student housing project financing will take place sometime between December 9th - 14th. It was noted that construction has started.

Mr. Evans also reported that Standard & Poor’s reaffirmed the University’s A+ bond rating on June 28th, despite the negative outlook for the higher education industry. He added that we expect to have our ratings review with Moody’s next year in February.

New Business

Chairman Mfume recognized DeWayne Wickham who will step down from his position as Dean next year and yielded the floor to him for brief remarks. Dean Wickham stated that after getting the School of Global Journalism and Communication (SGJC) accredited by the Council for Education in Journalism and Mass Communication on its first try, he decided that it was time to pass the baton and give someone with fresh ideas and views an opportunity to step forward because that is how progress occurs. He proudly noted that Morgan is one of only five HBCUs that holds the distinction of having a School of Journalism, and it is one of six institutions that has accredited journalism programs. He thanked the Chairman, the Board of Regents, Dr. Young, and Dr. Wilson for their support over the years. On behalf of the entire Board, the Chairman wished him well.

Chairman Mfume reminded members of the Board that the end of the year is fast approaching and encouraged those who have not contributed to do so in order to have 100% giving on the part of the Board of Regents. He also mentioned the upcoming legislative calendar and asked Regents to avail themselves, to the extent possible, to attend the budget hearings with Dr. Wilson and members of the university administration as we present our case before the General Assembly for funding. He asked Dr. Wilson to share those dates with the full Board as soon as he receives that information.

The Chairman asked Dr. Wilson to provide updates at the next meeting in February on the School of Osteopathic Medicine and Intercollegiate Athletics. He commented that it would be helpful to provide Regents Hollis and Turnipseed with the background information regarding the proposed medical school in advance of the next Board meeting.

Chairman Mfume announced that the Board of Regents would convene in Closed Session to consider items specifically exempted from public consideration under § 3-305(b)(1)(7)(8) of the Open Meetings Act. In Closed Session, the Board of Regents will receive a Report from the Evaluation Committee, a Litigation Update and an EEO Report. The Board may reconvene in Public Session at the conclusion of the Closed Session, if necessary.

After reading the citation into the record, the Chairman opened the floor for a motion to adjourn the Public Session to move into Closed Session. It was **MOVED** by Regent Malcom and **SECONDED** by Regent Nwakamma to adjourn the Public Session. The **MOTION CARRIED** unanimously.

Chairman Mfume noted that there is consensus that the Board will convene one week from today, preferably at 7 p.m., to have Dr. Wilson present any modifications or changes to his reopening plan and to afford him the opportunity to add additional matters in his discussion to the Board for consideration. In the interim, the University, through the President, should continue to do what it can as it relates to the reopening that is not predicated on the decision of the Board.

Dr. Wilson thanked colleagues for their wisdom, input, dedication, and love of the institution; it is much appreciated. He also thanked the Board for their continued support of him as the University President.

The Public Session adjourned at 3:04 p.m.

**MORGAN STATE UNIVERSITY
CITATION OF AUTHORITY FOR CLOSING A MEETING
UNDER THE OPEN MEETINGS ACT
BOARD OF REGENTS MEETING**

Date: Tuesday, November 10, 2020

Time: 12:00 p.m.

Location: Virtual

Motion to close meeting made by: Regent Malcom

Seconded by: Regent Nwakamma

Members voting in favor: All Regents in attendance

Opposed:

Abstaining:

Absent:

THE STATUTORY AUTHORITY TO CLOSE THIS MEETING CAN BE FOUND AT (check all that apply):

General Provisions Article, § 3-305 (b)(1)(7)(8):

(1) (i) To discuss the appointment, employment, assignment, promotion, discipline, demotion, compensation, removal, resignation, or performance evaluation of appointees, employees, or officials over whom this public body has jurisdiction; or (ii) any other personnel matter that affects one or more specific individuals;

(2) To protect the privacy or reputation of individuals concerning a matter not related to public business;

(3) To consider the acquisition of real property for a public purpose and matters directly related thereto;

(4) To consider a matter that concerns the proposal for a business or industrial organization to locate, expand, or remain in the State;

(5) To consider the investment of public funds;

____ (6) To consider the marketing of public securities;

(7) To consult with counsel to obtain legal advice on a legal matter;

(8) To consult with staff, consultants, or other individuals about pending or potential litigation;

____ (9) To conduct collective bargaining negotiations or consider matters that relate to the negotiations;

____ (10) To discuss public security, if the public body determines that public discussion would constitute a risk to the public or to public security, including: (i) the deployment of fire and police services and staff; and (ii) the development and implementation of emergency plans;

____ (11) To prepare, administer, or grade a scholastic, licensing, or qualifying examination;

____ (12) To conduct or discuss an investigative proceeding on actual or possible criminal conduct;

____ (13) To comply with a specific constitutional, statutory, or judicially imposed requirement that prevents public disclosures about a particular proceeding or matter;

____ (14) Before a contract is awarded or bids are opened, to discuss a matter directly related to a negotiating strategy or the contents of a bid or proposal, if public discussion or disclosure would adversely impact the ability of the public body to participate in the competitive bidding or proposal process.

General Provisions Article, § 3-103 (a):

____ (1) To carry out an administrative function;

____ (2) To carry out a judicial function;

____ (3) To carry out a quasi-judicial function.


FOR EACH CITATION CHECKED ABOVE, THE REASONS FOR CLOSING AND TOPICS TO BE DISCUSSED:

1. To receive the Report from the Evaluation Committee.
2. To receive a Litigation Update and EEO Report.

THE BOARD MAY RECONVENE IN PUBLIC SESSION AT THE CONCLUSION OF THE CLOSED SESSION IF NECESSARY TO TAKE ANY FINAL AND BINDING ACTION.

This statement is made by Kweisi Mfume
Chairman of the Board of Regents

SIGNATURE:



***** FOR USE IN MINUTES OF NEXT REGULAR MEETING: *****

TOPICS DISCUSSED AND ACTION(S) TAKEN (IF ANY):