

Public Session Minutes

The meeting of the Morgan State University Board of Regents was called to order by Chairman Kweisi Mfume at 12:22 p.m.

Present: Hon. Kweisi Mfume, Chairman, Regent; General (Ret.) Larry Ellis, Vice Chair, Regent (via teleconference); Hon. Tracey Parker-Warren, Secretary, Regent; Rev. Dr. Harold Carter, Jr., Regent; Rev. Dr. Frances Draper, Regent; Dr. Linda Gilliam, Regent; Dr. Shirley Malcom, Regent (via teleconference); Ms. Shelonda Stokes, Regent; Mr. Jeffon Stubbs, Student Regent; Mrs. Penelope Taylor, Regent; Mr. Winston Wilkinson, Regent; Dr. David Wilson, University President; Mr. Thomas Faulk, Principal Counsel for Morgan State University, Office of the Attorney General

Absent: Mr. Wayne Resnick, Regent; Dr. Marquis Walker, Regent

Chairman's Remarks

The Chairman opened the meeting by welcoming the Regents and members of the public. He noted that there were a few guests in attendance to include Mr. Ian Klein, budget analyst with the Department of Legislative Services; Mr. Keyon Grayson, SGA President; and Mr. Brandon Brooks, SGA Vice President.

The Chairman thanked Regents Parker-Warren, Wilkinson and Stubbs for participating in this year's Matriculation Convocation. Likewise, he thanked members of the Board who were able to attend the annual Board Retreat held on Saturday, September 28th at the Baltimore Marriott Waterfront Hotel. It was noted that the retreat was held later this year to avoid conflicts with individuals planning or participating in vacations, and that the fall date would likely be maintained moving forward. The Chairman added that the retreat featured two keynote speakers – Dr. Merrill Schwartz of AGB and Mr. Mike Lord, the Executive Director of the Maryland State Ethics Commission. Dr. Schwartz provided a presentation on the importance of board governance and best practices, and Mr. Lord talked about the Board's role with regard to ethics, the existing firewalls as well as the responsibility to disclose information openly, accurately and timely. He stated that Mr. Lord is available to come back next year and that he would like for him to present a condensed version of this information to the Board in February.

Chairman Mfume stated that the 34th annual Homecoming Gala held at Martin's West on Friday, October 11 was an overwhelming success, as it has been year after year. He thanked Donna Howard and members of her staff for another successful event. He added that the next day featured the homecoming parade, alumni brunches and football game, which we won. The weekend concluded with the annual Memorial Service at the Chapel on Sunday, October 13th to remember all the alumni and individuals at the university who have passed away during the past year.

The Chairman recognized and congratulated Vice Chair Ellis who was the keynote speaker at the Talbot County NAACP Annual Freedom Fund Luncheon on October 19th. Regent Ellis also received the NAACP Frederick Douglas Heritage Award. On behalf of Regent Ellis, who was participating by phone, the Chairman thanked Dr. Wilson and members of the Board who attended the event to support and honor him.

Chairman Mfume stated that it is with great sadness that he reports the passing of the Honorable Congressman Elijah Cummings on the morning of October 17th. Fellow Regent Cummings served as a member of the Board for nearly two decades. He added that his loss has been devastating to members of the community, his family, and those who worked closely with him around this table. The Chairman directed everyone's attention to the empty chair draped with a black sash along with his nameplate in honor of the late Congressman to remind us that his spirit is still with us. He noted that Elijah loved Morgan State and we loved him.

The Chairman stated that Morgan held its fall Open House last Friday, November 1st. He encouraged members of the Board to attend Founders Day Convocation to be held on Thursday, November 7th in the Murphy Fine Arts Center. He noted that Founders Day honors all of the founders of this institution. He also reminded everyone about the Winter Commencement Ceremony scheduled for Friday, December 13th.

Chairman Mfume informed attendees that Regent Ellis would be participating by phone. He noted that Regent Malcom is testifying on Capitol Hill today, but will also call in if time permits.

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. He noted that closed session items would be discussed in a slightly different order: (a) report from the Evaluation Committee, (b) the potential new School of Osteopathic Medicine update, (c) EEO Report and litigation update, (d) potential honorary degree candidate(s) for December 2019, (e) the Morgan-West Africa Partnerships update, and (f) the HBCU Coalition Case update.

Approval of Minutes

The Chairman called for a motion to jointly adopt the minutes from the August 6, 2019 Board meeting and the minutes of the Board retreat from September 28, 2019. It was MOVED by Regent Gilliam and SECONDED by Regent Stokes to approve the minutes of August 6, 2019 and September 28, 2019. The MOTION CARRIED unanimously.

Report of the President

The President stated that he would be providing an abbreviated President's Report in order to allot more time for an update on the State of the University. He reiterated the Chairman's sentiments about a very successful homecoming with even larger crowds of people returning to the campus in over a decade. Members of the cabinet met to discuss some of the challenges we experienced with large crowds and we will be correcting certain aspects moving forward. He also extended appreciation to Donna Howard and her team for another well-planned and executed gala, with Eddie and Sylvia Brown serving as honorary chairs. He noted that Mr. and Mrs. Brown donated \$100K as a matching gift to the institution, resulting in a total amount of \$350,000 raised (the highest to date).

The President stated we have experienced a 1% increase in enrollment over last year. He noted that we are reinvesting in our students to the tune of approximately \$21M in institutional aid, which is roughly \$4M more than we receive in PELL grants for the institution. As is customary at Morgan, we typically have well over 8,000 students enrolled at the University during the first four to six weeks of school. At the cut-off date, our enrollment at Morgan was 7,763 students. This represents a 3% increase in new freshman, a 5% increase in new transfer students, and we have the highest new full-time freshman enrollment since 2008. He extended his appreciation to Dr. Turner, in her absence, and the entire Enrollment Management and Student Success team for all of their hard work not only in bringing in students, but also to help keep them here and march them forward through graduation.

The President stated that the partnership with MEDCO to build an approximately 1,050-bed student housing complex on the campus is moving along. He and the management team had a very good meeting with the architects yesterday (November 4th), and the project is still on track to open in

August of 2022. There are two major decisions that we will have to make that involve: (1) whether we build a new dining hall within the new housing complex, and (2) the mix of apartment-style units versus traditional bedroom configurations. We will be making these decisions rather quickly and the architects will come back to us with a projected cost.

The President stated that the annual Founders Day Convocation is scheduled for Thursday, November 7th. This will be a unique convocation because it will acknowledge Morgan's presence in our current location for 102 years. When Morgan moved to this current location, there were several neighborhood associations that objected to having the campus here, primarily because it was predominantly an all-white area. There will be 17 members from various community associations participating in a special ceremony, where we will light candles as a symbol of burying the past and igniting us toward a bright, united future rooted in promise and purpose. Our keynote speaker will be Steven Ragsdale of the Baltimore City Historical Society. Dr. Wilson urged all Regents and the public to attend.

The President stated that we would have the final speaker this semester in the President's Distinguished Speaker Series on Thursday evening November 7th. The speaker is renowned scholar, Professor Shaun Harper, who is an author and President-Elect of the American Education Research Association and is an endowed chair at the University of Southern California. He will be discussing the state of race, ethnicity and inclusion in higher education and America.

Dr. Wilson stated that we are excited that our band, the Magnificent Marching Machine, will be participating in the Macy's Thanksgiving Day parade, strutting down Madison Avenue on Thursday, November 28th. He added that alums in the New York area are also excited, and have organized a fundraising activity entitled "Morgan Takes Manhattan."

The President stated that AGBIS has begun its work to assist us in moving three projects forward at the University. Those projects are: (1) a comprehensive review of Board approved policies; (2) to help us develop a modified approach to budgeting that would offer a more decentralized oversight in responsibility at the unit level; and (3) to assist us in jumpstarting a School of Professional Studies or an evening and weekend college at the University.

The President stated we are in the eighth year of the ten-year strategic plan, with our five strategic goals. We are making plans to update it and lay the groundwork for the next ten years. The process will start with him inviting to the campus several individuals who are authorities on the future of higher education and who will ensure that we, as a leadership team at the University, are understanding what is around the corner and the very turbulent period that higher education is currently going through in America. He added that it is his intent to have a retreat in the spring of 2020, much like retreats held in the past involving the vice presidents, deans, academic department chairs, administrative directors and Board members. The purpose of this retreat will be to agree on the broad framework for developing our next Strategic Plan. The University will decide which existing strategic priorities should be included in the next ten years – which ones should be tweaked and whether we should add a couple more.

Dr. Wilson stated that the Board is aware of him serving as a member of the NCAA Board of Governors and on the Division I Board of Directors. He noted that California recently passed legislation, Senate Bill 206 (Fair Pay for Play Act), which has sweeping ramifications that all college students in the state must follow. SB 206 has caused institutions in 27 other states to contemplate enacting similar legislation. Dr. Wilson reported that the NCAA Board met last week at Emory University, and took action directing each of the NCAA three divisions to consider immediate updates to their relevant bylaws and policies for the 21st century. He added that this is going to be a major transformation to college athletics and a major transformation for us at Morgan State.

The Chairman called for a motion to approve the President's Report. It was MOVED by Regent Wilkinson and SECONDED by Regent Stubbs. The President's Report was APPROVED unanimously.

State of the University

President Wilson provided a PowerPoint presentation highlighting the five strategic goals and various accomplishments. Notable achievements include: retention rates above 70% for the past eight consecutive years; six-year graduation rate of 43%; evaluating the concept of an open and secure campus with proposed new security fencing (an extension of the Morgan wall); new facilities (Tyler hall, Barnes & Noble bookstore, public safety, student housing replacement, health and human services, and science complex); increased study abroad opportunities; achievement of R2 status (December 2018); significant economic impact to the State of Maryland (\$1 billion) and Baltimore City (\$574M); and major research grants (\$35M from NIH).

Report of the Standing Committees

Academic and Student Affairs Committee

Regent Gilliam stated that there are three items for action. The first is the Misconduct in Academic Research Policy. She asked Dr. Isuk to provide a brief summary. Regent Gilliam stated that the Academic and Student Affairs Committee recommends approval. It was MOVED by Regent Parker-Warren and SECONDED by Regent Wilkinson that the Misconduct in Academic Research Policy be approved. THE MOTION CARRIED unanimously.

Regent Gilliam stated that the second item is Intellectual Property Policy, and asked Mr. Swann to provide a brief summary. Regent Gilliam stated that the Academic and Student Affairs Committee recommends approval. It was MOVED by Regent Stubbs and SECONDED by Regent Taylor that the Intellectual Property Policy be approved. The MOTION CARRIED unanimously.

Regent Gilliam stated that the last item is the BS Degree in Cloud Computing, and asked Provost Young to provide a brief overview. Regent Gilliam stated that the Academic and Student Affairs Committee recommends approval. It was MOVED by Regent Taylor and SECONDED by Regent Stokes that the BS Degree in Cloud Computing be approved. The MOTION CARRIED unanimously.

Regent Gilliam stated that there was some discussion regarding policies and how they are passed. She noted that the Committee asked administration to develop a checklist, which should accompany all policies and reflects sign-off, after review, by the governing units.

Regent Gilliam stated that this concluded her report.

Finance and Facilities Committee

Chairman Mfume called for the report from the Finance and Facilities Committee. On behalf of Committee Chair Malcom, Vice Chair Stokes stated that there was one action item – the committee minutes of August 6, 2019. It was MOVED by Regent Carter and SECONDED by Regent Gilliam that the minutes be approved. THE MOTION CARRIED unanimously.

Regent Stokes stated that the remaining items were for information. The committee received an update on student housing and shown a short conceptual video of the facility anticipated to open in August 2022. The facility would keep the same name, Thurgood Marshall.

Chairman Mfume suggested that we reach out to Mrs. Marshall and Larry Gibson, law professor at the University of Baltimore, to try to obtain some historic memorabilia from the late Justice Marshall that would be displayed in a special section of this new facility.

Regent Stokes stated that this concluded her report.

Audit and Institutional Assessment Committee

The Chairman called for the report from the Audit and Institutional Assessment Committee. On behalf of Committee Chair Ellis, Vice Chair Parker-Warren stated that the Committee received an audit report from SB & Company. The report findings include no material weaknesses, no instances

of fraud, full cooperation from management during the audit process, and some recommendations. Internal Audit also provided an update on the status of implementing recommendations by the Office of Legislative Audits.

Regent Parker-Warren stated that this concluded her report.

Special Committee on Innovation and Research

The Chairman turned attention to the Special Committee on Innovation and Research chaired by Regent Stokes. Regent Stokes stated that the Committee focused on its charge, previously providing a goals report (November 2018), an interim report (February 2019), and a second interim report (May 2019). The final report includes seven recommendations: (1) establish/allocate a defined budget and resources for innovation; (2) tour other institutions for best practices; (3) conduct a thorough review/audit of the university's research policies and infrastructure within the existing shared governance process to identify impediments to furthering Morgan's position as a research university; (4) establish a legal structure that supports a risk tolerance for innovation that includes counsel with a background in research; (5) establish a process for integrating innovation and commercialization throughout the university; (6) establish a process for rewarding and recognizing innovation (such as "faculty innovator of the year"); and (7) create an ongoing Ad Hoc board Committee on Research, Innovation and Tech Transfer with oversight of the innovation committee and the Department of Research and Economic Development.

The Chairman thanked Regent Stokes and members of the committee for all of their hard work. He stated that he would be remiss if he did not also mention former Regent Taborn, who co-chaired this committee along with Regent Stokes. Chairman Mfume noted that he would defer the recommendation of creating an ongoing Ad Hoc Committee on Research, Innovation and Tech Transfer to a later date because the Board is not currently operating at full strength, since there are a few vacancies that have not yet been filled.

New Business

Chairman Mfume announced that Regent Draper has graciously consented to continue on the Board of Regents until the Governor fills the vacancy. As such, Chairman Mfume appointed Regent Draper to the Audit and Institutional Assessment Committee and the Finance and Facilities Committee, effective immediately.

Dr. Scott stated that he had a conversation with a few of our student-athletes about Regent Cummings. The students did not understand his significance prior to his passing, not only to the institution and Baltimore, but also to the entire nation. It was clear that we needed to find a way to recognize him in the Athletics Department and show what he meant to this institution. Dr. Scott announced that all of the athletic teams would wear 'EC' decals to honor the memory of Congressman Elijah Cummings for the remainder of the academic year. The football and softball teams will have the decals on their helmets, and all other teams will adorn the decals on their sport jerseys.

The Chairman commented that he hopes there is a full-blown effort to get the word out with regard to what the decals represent. He also asked Dr. Scott to thank the students who came up with the idea.

Regent Draper stated that *The Afro* plans to dedicate its entire November 30th issue to the honorable Congressman Elijah Cummings. She noted that the University would also have a presence in the publication.

The Chairman announced that the Board of Regents would now prepare to reconvene in Closed Session to consider items specifically exempted from public consideration under § 3-305(b)(1)(3)(4)(7)(8) of the Open Meetings Act. In Closed Session, the Board of Regents will consult with counsel to receive a Litigation Update and EEO Report, an update from the Evaluation

Committee, an update on the potential Honorary Degree (Dec. 2019), an update on the Morgan-West Africa Partnerships, an update on the potential new School of Osteopathic Medicine, an update on the HBCU Coalition Case, and an update on a potential ULP complaint. 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 called for a motion to adjourn the PUBLIC SESSION to move into CLOSED SESSION. It was MOVED by Regent Gilliam and SECONDED by Regent Stokes to adjourn the PUBLIC SESSION. The MOTION CARRIED UNANIMOUSLY.

The PUBLIC SESSION adjourned at 2:52 p.m.

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

Date: Tuesday, November 5, 2019 Time: 12:00 p.m.

Location: Boardroom
Earl S. Richardson Library
Morgan State University
1700 E. Cold Spring Lane
Baltimore, MD 21251

Motion to close meeting made by: Regent Gilliam

Seconded by: Regent Stokes

Members voting in favor: All Regents in attendance

Opposed:

Abstaining:

Absent: Regent Resnick, Regent Walker

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

General Provisions Article, § 3-305 (b)(1)(3)(4)(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 a Litigation Update and EEO Report.
2. To receive an update from the Evaluation Committee.
3. To receive an update on a potential Honorary Degree Recipient.
4. To receive an update on the Morgan-West Africa Partnerships.
5. To receive an update a potential new School of Medicine.
6. To receive an update on the HBCU Coalition Case.

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):