

## **Public Session Minutes**

The meeting of the Morgan State University Board of Regents was called to order by Chairman Kweisi Mfume at 12:55 pm.

**Present:** Hon. Kweisi Mfume, Chairman; Rev. Dr. Frances M. Draper, Vice Chair; Dr. Tyrone Taborn, Secretary; Hon. Congressman Elijah E. Cummings, Regent; General (Ret.) Larry R. Ellis, Regent; Dr. Linda J. Gilliam, Regent; Dr. Charles W. Griffin, Regent; Dr. Shirley M. Malcom, Regent; Ms. Tracey Parker-Warren, Regent; Mrs. Penelope J. 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. Martin R. Resnick, Regent; Ms. Sarai A. Nwagbaraocho, Student Regent

### **Chairman's Remarks**

The Chairman opened the meeting by welcoming the Regents and the Public. He then recognized several individuals that were in attendance, members of the University Council; Dr. Laura Dorsey-Elson, Chair, Ms. Moni Tenabe, the Vice Chair and Dr. Linda Loubert, Secretary. He thanked them for joining the meeting. He also recognized the new staff member in the Office of Internal Audit, Ms. Olivia Wright. He noted that she is a Morgan Alumnae. He stated that Regent Resnick was returning from Israel and would not be in attendance. He added that Regent Resnick sends his best wishes and will see everyone at the February meeting.

### **Board Appointments**

The Chairman then updated the Board and Public on the recent Regent appointments. He noted that there was an unusually high number of Regents whose terms expired on June 30, 2015. He added that to their credit, they all continued to serve. There was an announcement of gubernatorial appointments made this week that the Chair was made aware of. He stated that Governor Hogan has reappointed Regents Gilliam and Malcom to 5-year terms. Two new Regents were appointed, Regent Winston Wilkinson and Regent Tracey Parker-Warren who are filling the seats held by Dallas Evans and Larry Levitan, respectively. The Chair offered brief biographical sketches for each of the new Regents, both of whom are Morgan alumni. He opened the floor for them to make brief remarks. The Chair added that the Governor announced that he would appoint two additional members to the Board tomorrow, one replacing long term Regent and friend, Franklin Edmonds and one to replace former Regent Eleanor Carey whose term ended in April.

The Chairman asked that the Board and members of the public join him in formally thanking the outgoing Regents for their years and leadership on the board, their stewardship of the university and their friendship to many of us here. (*applause*) He stated that the Board would present them with a token of appreciation for their service and leadership and noted that this would be done formally at an event at later time. The Chairman also stated that the student Regent Ms. Nwagbaraocho was not able to join the Board for the August meeting as she was in California participating in her internship. Today will be her first meeting and we are sure that she is of the same level of excellence of the former student Regents.

### **Board Committees**

The Chairman made Committee appointments for the remainder of the 2015-2016 academic year. Regent Malcom was appointed as Chair of the Finance and Facilities Committee; Regent Resnick will serve as the Vice Chair of the Finance and Facilities Committee as well as serve as a member of the Audit Committee; Regent Wilkinson will serve as a member of the Finance and Facilities Committee. Regents Parker-Warren and Nwagbaraocho will serve on the Academic and Student Affairs Committee.

The Chairman also established a Special Policy Committee to review, assess, revise and make recommendations to the Board for changes, modifications and/or deletion of current policy or the establishment of new policy. He asked that the committee report back to the Board at the November 2016 meeting. He stated that working with the Office of the Assistant Attorney General, the President's Office and the Office of the General Counsel will facilitate this process. It is the hope this policy review will aid in enabling much of the Board's work as many areas addressed by the Board are in some way related to policy. This committee will be Chaired Regent Draper. Regents Gilliam, Taborn, Nwagbaraocho and Ellis will serve as committee members. The Chair also re-established the Evaluation Committee. This Committee will be chaired by Regent Penny Taylor and Regents Gilliam, Resnick, Cummings and Ellis will serve as members of that committee. The Chair wanted to ensure that the special committee on policy and the special committee on the President's Evaluation have the support from the President's Cabinet, others around the university and other members of the Board to conduct their work.

The Chairman stated that in an effort to continue to keep abreast of best practices in Board management and administration, all Regents have memberships in the Association of Governing Boards (AGB). He referenced the handout materials to include current publications and information from AGB. He noted that moving forward, the publications would be mailed to each Board members. The Chairman referenced several additional articles that were included in the Board packets. He noted that the Board is exploring utilizing AGB's consults, by having them periodically conduct training sessions at at least one Board meeting per year, as well as at the annual retreat. These forums could address potential topics related to all aspects of Board governance, management and oversight. He noted that there will be more to announce regarding these educational forums for Board members as we move forward.

The Chairman referenced several coming events on the university calendar: The Founder's Day Convocation on November 12, 2015; the dedication of the Earl Graves

Business School on November 13, 2015; the Christmas Choral Concert on December 13, 2015 and the Winter Commencement Ceremony on December 18, 2015. He noted that the location of the commencement ceremony had been changed from The Murphy Fine Arts Center to the Talmadge Hill Field House. This change was made in an effort to accommodate the growing numbers of graduates and guests. The Chairman reminded Board members of the importance of their annual monetary contributions to the institution such that they continue to be on the way to another excellent year of giving. He also thanked everyone who participated in all of the alumni activities.

The Chairman referenced the agenda and stated that following the Public Session, the Board would convene in Closed Session to address the matters identified on the agenda. The Chairman then stated that today marked the Birthday of President Wilson and wished President Wilson well.

### **Approval of Minutes**

The Chairman called for a motion to approve the minutes from the August 4, 2015 Board meeting. It was MOVED by Regent Ellis and SECONDED by Regent Gilliam to approve the minutes of August 4, 2015. THE MOTION CARRIED.

### **Report of the President**

The Chairman moved to the next agenda item which was the President's Report. President Wilson presented to the Board of Regents a summary of major activities that have occurred since the last Board meeting on August 4, 2015. First, he welcomed the two new members of the Board.

### **Enrollment**

President Wilson reported that the fall semester had a very impressive start with a 10% increase in freshmen over last year and 100 additional out-of-state students over the numbers this time last year. We also have the largest graduate enrollment in our history. He noted his great appreciation for Dr. Kara Turner and her department's enrollment efforts. He stated that he appreciated all of the assistance the new students received from the university while moving in and becoming acclimated to the campus. Many staff were on-site to assist students on move in day. He thanked all of the respective staff and departments.

### **The Year of the Fix-It**

Dr. Wilson informed attendees that the institution labeled this year the "Year of the Fix-It." He added that he has received in excess of 150 ideas and recommendations to consider. He met with the senior team and reviewed every single idea to assess and prioritize for action.

### **Commencement Changes**

The President referenced the venue change of the winter Commencement Ceremony, noting that the university has outgrown the Murphy Fine Arts Center and wants to ensure that students are not limited in the number of guests who can attend to celebrate their accomplishments.

Dr. Wilson added that this year is the fifth (5<sup>th</sup>) straight year that the university's retention rate is over 70%. Dr. Wilson again, expressed gratitude for the great work of the staff in the Enrollment Management office.

The President informed the Board that he and Mr. Evans would be presenting the capital and operating budgets to the Governor's team in Annapolis.

He also noted that there were two (2) open Title IX cases. The Office of Civil Rights (OCR) recently informed the university that they had closed one of those cases and found that the university was not in violation of Title IX. The other case remains open at this time.

### **GESTAR**

Dr. Wilson said that Morgan was successful in partnering with USRA last year and was also successful in securing a multi-million dollar contract to operate the GESTAR program. He said he was pleased to report that USRA was successful in having NASA add \$20M to the contract to fund it through the end of 2016. The President thanked Regent Cummings for his support of this effort.

The President noted that Morgan is again a military friendly school and thanked General Ellis for his tenacity in ensuring that the university had that designation. He noted that Morgan currently has 417 military veterans and 67 dependents taking advantage of the GI Bill for their education at the university.

Dr. Wilson then referenced several philanthropic gifts that were given to the institution in recent months.

### **Morgan Students Study Abroad**

Dr. Wilson invited into the Boardroom the ten MSU students who traveled to China for 6-weeks this past summer such that they could speak briefly about their experiences while abroad. Dr. Robinson gave a brief overview and following the students' comments, the Board was photographed with them.

### **ASCEND Program**

Dr. Wilson introduced Dr. Kamangar who shared an overview of the program and activities associated with ASCEND, which is funded by a \$25M dollar grant received from the National Institutes of Health. Dr. Kamangar introduced several faculty and staff members that are instrumental in the great success of this program along with several of the student scholars who currently participate in the program. The students offered brief remarks about their experiences. The Board was photographed with the ASCEND students, faculty and staff.

### **The BEAR Team-Hackathon Competition**

Dr. Wilson recognized the MSU "BEAR" Team squad who won the National Hackathon competition with the development of a mobile phone "app" The application's functionality centered on the saving and investing of money truly targeting young adults and emphasizing the need to be fiscally savvy. Dr. Wilson invited the team to highlight

their strategy and process for their project development. Dr. Wilson also noted that Capital One has expressed an interest in their application. He added that the appropriate legal review regarding intellectual property etc., would be conducted should this be pursued. Additionally, these students were recognized by the Mayor of Baltimore. She said that these students were an outstanding representation of the City of Baltimore and the State of Maryland. The students were photographed with the Board.

The President added that the Founder's Day Convocation is Thursday, November 12, 2015 and that White House correspondent April Ryan would be the keynote speaker for the ceremony.

### **Potential Southern Maryland Property**

The President made the Board aware that the University is in the very embryonic stages of looking at a facility in Southern Maryland that would move the university beyond the main campus. The facility was previously occupied by Sojourner-Douglass College. He said that they have toured the facility and now would like to look at this opportunity seriously. The President stated that this would be a self-supported, stand-alone operation. The facility is ideal for the MSU Nursing program. The Chairman added that under the germaneness of the Board, the item should be brought before both the Academic and Student Affairs Committee and the Finance and Facilities Committee for review prior to presentation to the Full Board.

The Chairman called for a motion to receive the Report of the President. It was **MOVED** by Regent Draper and **SECONDED** by Regent Ellis. The **MOTION CARRIED UNANIMOUSLY**. The President's Report was accepted.

The Chairman reminded the Board that their yearly university parking passes were distributed. Regent Griffin questioned as to why the word "guest" appeared on the passes. The Chairman responded by stating that the passes may be used by others who may transport a Regent to university activities. This individual would be able to display the pass on the Regent's behalf. The Chairman noted that Regent Griffin posed a good question.

### **Reports of the Standing Committees**

The Chairman stated that the Board would now receive the reports of the Standing Committees. He began with the Academic and Student Affairs Committee and called on the Chair, Regent Linda Gilliam.

#### **Academic and Student Affairs Committee**

Regent Gilliam began with the items for action noting that minutes of August 4, 2015 was first. She recommended that the minutes of August 4, 2015 be approved and called for a motion. It was **MOVED** by Regent Cummings and **SECONDED** by Regent Draper to approve the minutes. The **MOTION CARRIED UNANIMOUSLY**.

The second item for action was the Latin Honors Policy. Regent Gilliam called on Dr. Gibson to provide the overview. Dr. Gibson stated that the group that reviewed and

made recommendations for a revised policy was headed by Dr. Kara Turner. A thorough assessment was conducted to determine what is being done throughout the region with regards to best practices related to this type of academic policy. Dr. Gibson added that though the policy was approved in Committee, Dr. Adams had some concerns related to the policy philosophically. Dr. Adams wanted to ensure that we are reflecting what the honors status means in higher education. She questioned the consideration of the higher education standards for honors and thought that the honors designation be granted under the terms of the actual grades that were earned. She also noted the consideration of part time students, as the time factors toward degree completion is outside of what she considers appropriate.

The Chairman asked Dr. Gibson for clarity. Under the new policy there would be an acceptance of a grade(s) below a "C". There is no specific number as long as the GPA meets the policy criteria. Dr. Wilson added that the policy is about GPA not grades. Within the Honors College the rules may be different.

Regent Griffin asked if that one grade caused a problem for the student, shouldn't the student have the opportunity to make up the grade? Dr. Kara Turner responded by stating that the student is allowed to make up the grade. The new grade will factor in to their grade point average, but the failing grade (F) would remain on the student's transcript. As it currently stands, the student may have retaken the course, but the F remains on the transcript and therefore, under the current policy, the student is not eligible for the honors designation. Dr. Coleman added that removing the grade from the transcript poses an accreditation issue. Universities are not permitted to change a grade on a legal document, i.e., the transcript.

Regent Griffin stated that the current process seems to be unfair to the student. We are supposed to be advocates of the students. Students should have an opportunity to retake the course and not be penalized for a mistake. The Chairman noted that Regent Griffin's remarks should be acknowledged in the minutes.

Regent Cummings added that he understands the ups and downs of college life and understands and acknowledges both perspectives. He stated that it would be difficult for him not to be a proponent of this policy change if other universities were doing something different. This is the direction that universities are taking, so he thought that Morgan was on track with this policy change.

Regent Malcom asked if there were other opportunities to recognize academic performance. She said that we should consider other designations and recognition opportunities for example with specific academic programs, departments, etc. She added that we have students that are on the high end of the performance spectrum and their GPA reflects that. So, as we began to look at all of these things, this should be considered. Regent Malcom also said that consideration of the Americans with Disabilities Act (ADA) should be factored in to the thinking to ensure that the current policy is in compliance with the Act. She referenced the timing and accommodations associated with the provisions that are required under this designation. She wanted to ensure that this was considered in policy and practice. The Chairman asked counsel for

advice. Mr. Faulk and Ms. Goodwin stated that they would need to conduct research surrounding this matter.

Regent Griffin added that there are many practices and policies in education and all of those policies may not appear fair or student friendly. His thought was that students should not be penalized for the first mistake they make?

The Chairman noted that the record should reflect the concerns Dr. Adams' expressed related to the policy change.

The Chairman requested a motion for approval of the policy. It was MOVED by Regent Gilliam and SECONDED by Regent Cummings. The MOTION CARRIED.

### **Finance and Facilities Committee**

The Chairman called on Regent Malcom for the report from the Finance and Facilities Committee. Regent Malcom began with the items for action noting that minutes of August 4, 2015 were approved. She added that the committee review the materials outlined in the Board books. She stated that the Committee had one item for action that would be heard in closed session. She did add that the committee looked at the numbers and percentages related to Minority Business Enterprise and asked that the university finance team review the numbers and what comprises the data as we understand that construction projects play a major role in the elevated participation numbers. The team will come back to the February Board meeting with data for Committee review. Dr. Malcom suggested that the Board members continue review the remainder of the materials associated with the Committee and notify her if there were any questions or comments related to what is contained therein.

### **Audit Committee and Institutional Assessment Committee**

The Chairman then called on Congressman Cummings for a report from the Audit and Institutional Assessment Committee. Regent Cummings stated that he did not have items to report from the Committee at this time.

The Chairman asked if there was any New Business. Regent Griffin stated that he had a comment, but it was not new business. He wanted to refer back to the Honors Latin policy discussion to reiterate that the university ensure that when looking at academic policy and practice as we move forward, we always consider the students as we are advocates for them.

Hearing no New Business, the Chairman stated that the Board of Regents would now reconvene in to Closed Session to consider items specifically exempted from public consideration under General Provisions Article, §3-305 (b) (1)(2)(7)(8) of the Open Meetings Act. In Closed Session, the Board will receive an update on the Honorary Degree Nominations, receive an update on the HBCU Coalition Case, to Review and Approve the Funding for the New Generation Network Upgrade Program Financing and to discuss a Legal Matter. The Board may reconvene in Public Session at the conclusion of the Closed Session, if necessary.

The Chairman called for a MOTION to ADJOURN. It was MOVED by Regent Cummings and SECONDED by Regent Griffin. The MOTION CARRIED UNANIMOUSLY.

The Chairman continued and stated that the Statutory Authority to close the meeting can be found under General Provisions Article, §3-305 (b) (1) (2) (7) (8) of the Open Meetings Act.

- 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;
- To protect the privacy or reputation of individuals concerning a matter not related to public business
- To consult with counsel to obtain legal advice on a legal matter;
- To consult with staff, consultants, or other individuals about pending or potential litigation;

***The Public Session adjourned at 2:33 p.m.***

The Board moved into Closed Session.

***The Board returned to Public Session for the Public Session vote on the New Generation Network Upgrade Financing.***

The Chairman welcomed the public back in to the meeting. He stated that there was one agenda item that the Board would be voting on in the Public Session. He stated that following the vote, the Board would return to Closed Session under the articles and subsections that allowed for that.

The Chairman notified the public that the vote they were to hear was related to the financing of the New Generation Network Upgrade Project. The Chairman called for a motion to approve the funding of the New Generation Network Upgrade. The MOTION was made by Regent Draper and SECONDED by Regent Malcom. The MOTION to move forward with the financing of the New Generation Network Upgrade project CARRIED UNANIMOUSLY in the Public Session as well.

The Chairman called for a motion to return to Closed Session. The MOTION was made by Regent Ellis and SECONDED by Regent Taylor. The MOTION CARRIED UNANIMOUSLY. The Chairman read into record the Closing Statement. The Board returned to Closed Session under the appropriate articles and subsections.

The Chairman continued and stated that the Statutory Authority to close the meeting can be found under General Provisions Article, §3-305 (b) (1) (2) (7) (8) of the Open Meetings Act.

- 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;
- To protect the privacy or reputation of individuals concerning a matter not related to public business
- To consult with counsel to obtain legal advice on a legal matter;
- To consult with staff, consultants, or other individuals about pending or potential litigation;

***The Board returned to Closed Session at 3:56 p.m.***

Submitted by Andrea Hart