

Public Session Minutes

BOARD MEMBERS

- Present:** Hon. Kweisi Mfume, Chairman, Regent; General (Ret.) Larry Ellis, Vice Chairman, Regent; Hon. Tracey Parker-Warren, Secretary, Regent; Dr. Linda Gilliam, Regent; Dr. Shirley Malcom, Regent; Mr. Wayne Resnick, Regent; Ms. Shelonda Stokes, Regent; Mrs. Penelope Taylor, Regent (8:15p) Dr. Marquis Walker, Regent; Mr. Winston Wilkinson, Regent
- Absent:** Rev. Dr. Harold Carter Jr., Regent; Hon. Elijah Cummings, Regent; Rev. Dr. Frances Draper, Regent

STAFF MEMBERS

- Present:** Dr. David Wilson, University President; Dr. Kevin Banks, VP for Student Affairs; Mr. Sidney Evans, VP for Finance; Mr. Thomas Faulk, Principal Counsel for Morgan State University, Office of the Attorney General; Ms. Julie Goodwin, General Counsel; Mrs. Kassandra Grogan, Executive Administrator to the Board of Regents; Mr. Abraham Mauer, Director of Internal Audit; Ms. Kim McCalla, AVP for Facilities, Design and Construction; Dr. Edward Scott, Director of Athletics; Dr. Don-Terry Veal, Chief of Staff; Dr. Lesia Young, Provost and Senior VP for Academic Affairs

The Morgan State University Board of Regents held a special meeting on Tuesday, July 9, 2019 via teleconference. Chairman Mfume called the Public Session to order at 7:06 p.m., and thanked everyone present for their participation. The Chairman offered an overview of the agenda and stated that following the Public Session, the Board would reconvene in Closed Session to address the matters identified as such on the agenda. He then yielded the floor to President Wilson for brief remarks.

President Wilson thanked Regents for making time for this special meeting. He indicated that the University held the first of four freshman orientations this past Sunday with over 370 students in attendance, and thanked Chairman Mfume for his presence, once again, in helping him to welcome our incoming freshman class to Morgan State University. Dr. Wilson commented that we have a very ambitious agenda and members of the University administration will keep agenda item updates as brief as possible with the understanding that individuals will be fully prepared to provide a more detailed report at the next Board meeting.

Update on Dorm Inspections/Roof Repairs

Dr. Banks reported that all intended roof repairs have been completed, with the Blount roof expected to be completed by the end of July. Rawlings Hall has been totally refurbished to include bathrooms. Rawlings and Blount have been repainted, cleaned thoroughly and are currently occupied by Access and CASA students. All air conditioning units have been replaced. Repairs (replacing ceiling tiles and painting) are in progress in Baldwin and Cummings. Decals have been installed next to all sprinkler heads prohibiting students from hanging clothing or other items from these fixtures. All triple configurations in Blount are complete with a full complement of furniture (no rollaway beds). Dr. Banks noted that this is the first time in three years that we will not need to house first-year students in hotels. Our upperclassman students will reside in various housing units to include Kensington Gate, Wellington Gate, Marble Hall Gardens and Morgan View.

Chairman Mfume asked whether areas impacted by rain had been inspected for mold. Ms. McCalla reported that air quality and mold inspections are scheduled to begin next week and will run through the beginning of August.

Update on Hughes Stadium Upgrades

Dr. Scott reported that the football field is scheduled to be completed on or around August 1st and the track/field project is scheduled for completion on or around September 16th. The upgrades to Hughes Stadium are on schedule to be completed prior to the first home football game on September 28th versus North Carolina Central.

Chairman Mfume asked about the estimated total cost of the project. Dr. Scott indicated that we had a \$2.5 million price range and the estimated cost to complete the project is under the \$2.5M price premium. We also have a 12-year warranty with the contracted Maryland-based company. He added that the installation of field turf will assist with reducing potential deferred maintenance costs.

Regent Gilliam asked whether the University has budgeted for the maintenance of the field turf – is there a separate contract to keep the field maintained and cleaned after each game. Dr. Scott indicated that the maintenance of the field is done in-house by our sports medicine staff because bodily fluids have to be handled a certain way. In addition, the drainage that is built into the field turf will allow us to prevent any water damage or other outstanding issues.

Update on Student Housing (Replacement of Thurgood Marshall Complex)

Mr. Evans indicated that, based on the recommendation made at the last Board meeting, the University has moved forward with creating a partnership with MEDCO to build new housing. We have a draft MOU, which is currently under review by legal, and will be presented to the Board for action at the upcoming Board meeting. Internally, we have formed a leadership Student Housing Committee which is comprised of the following offices: Provost, Student Affairs, Legal, Finance and MEDCO. The Committee has had two meetings and we are moving toward building a new student housing facility on or near the old Thurgood Marshall (TM) footprint. The group is also conducting the feasibility with regard to building a new facility while keeping TM open. Mr. Evans noted that additional information will be provided at the August Board meeting.

Dr. Banks added that Phase II of the Student Housing Plan will look at the possibility of the Morgan View II project. The Committee is looking at timelines for both projects.

Update on Deferred Maintenance Projects

Mr. Evans indicated that there are two lists of deferred maintenance projects – one group of projects is to be funded by the HBCU Capital Financing Program totaling over \$9M, and the other group of projects will be funded from the \$39M received by the state. The first set of projects include roof repairs and the update to the Dixon Hall chemistry lab equaling \$4.5M to date. The projects to be funded through the state of Maryland were recently submitted to the state for the \$10M to be allocated for FY 2020, which starts July 1st. Ms. McCalla indicated that the list of deferred maintenance projects include:

- West Campus Road, Parking Lot and Wall Design (construction to follow in upcoming fiscal years)
- Fire Alarm Upgrade – campus-wide
- Direct Digital Control Upgrade – campus-wide
- Air Handling Replacement – 14 units in Key Hall
- Emergency Management System Upgrade – campus-wide
- Fume Hood Repairs/Replacement – engineering, the Sciences, CBEIS, PEARL
- Steam Line Repairs – campus-wide
- ADA – sidewalk/parking lot behind Baldwin and Cummings Hall

Regent Malcom commented that, in addition to the two pots of money, the University has had a budgeted line item for deferred maintenance, which is a lot smaller but it is a signal that Morgan has been willing, to the extent possible, to make the investment within the operating budget as well. Dr. Wilson added that because the Board has been very adamant that the University articulate its needs to the state, Morgan was

able to come away with a continuing appropriation in our budget of \$1.8M for deferred maintenance this year.

Chairman Mfume asked for a breakdown of the \$4.5M in new debt. Mr. Evans stated that the \$4.5M represents all of the invoices that have been paid from the HBCU loan money for roof repairs, the Dixon lab update and a few other smaller projects. He added that the \$4.5 million is half of the \$9M set aside for deferred maintenance of the \$25M bond issue that was closed in November 2018. Mr. Evans reminded the Board that \$15M is designated for the Public Safety Building, and that preliminary work and design is currently underway.

Chairman Mfume asked whether the additional debt will have any effect on our Standard & Poor's bond rating or is it a standalone item. Mr. Evans indicated that it will not have any effect on the University's bond rating. The HBCU Capital Financing Program is a program where the debt is not incurred until the funds have actually been drawn down, which equates to \$4.5M to date. He added that both agencies (S&P and Moody's) are aware of the \$25M in new debt. They have completed their credit reviews and reaffirmed our rating – A+ and A1 with a stable outlook, respectively.

Update on Architect Selection for HHS Building

Ms. McCalla reported that architectural teams are in the process of being selected and should be concluded by late September. Areas involved in the selection process include: I.T., Physical Plant and the dean of Architecture.

Update on Repairs to Carter Grant Wilson & Truth Hall

Ms. McCalla stated that repairs in Carter Grant Wilson have been completed and carpet will be replaced with VCT in some areas. In Truth Hall, the intended work has been completed. The balance of the work cannot be completed until exterior repairs have been done. Our third party monitoring firm has been monitoring the air quality in the building on a monthly basis.

Additional Remarks

Dr. Wilson indicated that he is planning to have a Town Hall meeting after Labor Day where he will update students and the university community with regard to all of the things that have been done since last May to ready the campus for the arrival of new and returning students.

Regent Gilliam asked if we have plans scattered around campus so that students can see what the plans are. Dr. Wilson indicated that he will work with Dr. Banks, Mr. Evans and Ms. McCalla to bring in some of our talented students to create an app whereby students can view the master plan at any given point.

President Wilson publicly acknowledged and welcomed incoming Provost and Senior Vice President for Academic Affairs, Dr. Lesia Crumpton-Young. Provost Young stated that it has been an exciting nine days. During this short time, she has had the opportunity to work on enhancing our career pathway initiatives, discuss innovative and creative ideas for new academic programs, and has had the opportunity to participate in the freshman orientation program. She added that she looks forward to working with the Morgan family, the campus community, and members of the Board as we continue to elevate Morgan.

Chairman Mfume stated that the Board of Regents would now move to Closed Session to consider items specifically exempted from public consideration under General Provisions Article § 3-305(b)(3)(4)(7)(8)(9) of the Open Meetings Act. In Closed Session, the Board of Regents will consult with counsel to receive an update on the food service RFP, an update on the OLA Audit, an update on collective bargaining negotiations, an update on the progress toward financial audit statements, an update on the HBCU Coalition Case, and an update on the potential new School of Osteopathic Medicine. The Board may reconvene in Public Session at the conclusion of the Closed Session, if necessary. After reading the closed session citation into the record, it was MOVED by Regent Parker-Warren and SECONDED by Regent Gilliam to enter into CLOSED SESSION.

The Committee moved into Closed Session at 7:58 p.m.

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

Date: Tuesday, July 9, 2019

Time: 7:00 p.m.

Location: Teleconference

Motion to close meeting made by: Regent Parker-Warren

Seconded by: Regent Gilliam

Members voting in favor: All Regents in attendance

Opposed: None

Abstaining: None

Absent: Regent Carter, Regent Cummings, Regent Draper

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

General Provisions Article, § 3-305 (b)(3)(4)(7)(8)(9):

___ (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;

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

X (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.

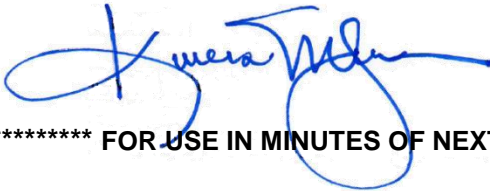
FOR EACH CITATION CHECKED ABOVE, THE REASONS FOR CLOSING AND TOPICS TO BE DISCUSSED:

1. To receive an update on the food service RFP.
2. To receive an update on the OLA Audit.
3. To receive an update on collective bargaining negotiations.
4. To receive an update on the progress toward financial audit statements.
5. To receive an update on the HBCU Coalition Case.
6. To receive an update on a potential new School of Medicine.

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):