

Public Session Minutes

The meeting of the Morgan State University Board of Regents was called to order by Chairman Kweisi Mfume at 12:04 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; 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 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 opened the floor for a motion to adopt the minutes from the November 17, 2020 Special Meeting of the Board. It was MOVED by Regents Gilliam and Carter and SECONDED by Regent Stokes. The MOTION CARRIED unanimously.

Report of the President

Dr. Wilson provided a report to the Board covering some major developments that occurred at the University since the last meeting in November 2020. Those highlights include: (a) the retirement of Dr. Maurice Taylor (VP for Academic Outreach and Engagement); (b) on-campus COVID testing frequency; (c) spring 2021 mode of instruction and campus life (housing and dining); (d) the economic impact of the University to the State of Maryland (\$1.1 billion) and Baltimore City (\$640M); (e) the proposed new \$3-million Center for Urban Health Equity; (f) updates on the fiscal impact of COVID-19 and capital debt forgiveness, the database corruption issue, and fundraising; (g) the positive publicity coming out of Morgan (elevating HBCUs into top tier research institutes); and (h) the recent historic gift received by Ms. Mackenzie Scott. He concluded with congratulatory remarks to the 46th President of the United States, Joseph R. Biden, Jr., who was our commencement speaker in spring 2017. He then yielded the floor to Dr. Edward Scott (Athletics Director) and Dr. Don-Terry Veal (Chief of Staff), respectively, to provide brief updates on athletics and the strategic plan as requested by the Chairman.

Regent Gilliam asked Dr. Wilson to provide a copy of his report to the Board. He responded affirmatively.

The Chairman expressed concern about the database corruption incident, considering the resources approved by the Board to support improvements to the University's IT infrastructure. Dr. Wilson stated that several measures are being implemented to mitigate a repeat to include enhanced backup processes and moving to the cloud for the 2022 spring and fall recruitment cycles.

Special Athletics Report

Dr. Scott provided a succinct report on COVID-19 and College Athletics. He discussed the (1) impact of COVID-19 (loss of opportunities for student-athletes; mental and physical health concerns; and significant financial losses (athletic fees, ticket sales, guarantee games and other revenue streams); (2) items to monitor in 2021 (transfer eligibility, conference realignment, and student-athlete compensation – Supreme Court to hear the Alston case); (3) what was learned; (4) the 2019-2020 academic progress report results; (5) the fall 2020 academic scorecard; and (6) a look ahead at 2021 and beyond – strategic planning, revenue generation and critical areas of need.

Chairman Mfume thanked Dr. Scott for such a comprehensive report. He commented that he is pleased to hear the department's positivity rate of approximately 2% (given the location of the campus in Baltimore City); the steady improvement in student-athletes' academic performance over the last few years; the 100% giving rate within the department; and that there is no debt service associated with any of the facility enhancements.

There was a brief discussion about the NCAA athlete compensation case to be argued before the Supreme Court on March 31, 2021 with a decision expected later this spring. The Chairman asked Regent Wilkinson, former chair of the Ad Hoc Committee on Athletics, to connect with Dr. Scott and serve as the Board liaison over the next few months as the case works its way through the court and is ultimately decided on. He asked Dr. Scott along with President Wilson to provide an update at the next Board meeting in May regarding the court's opinion and the potential fiscal impact on Morgan. Dr. Scott responded that he looks forward to working with Regent Wilkinson and will be prepared to update the Board on how the University needs to proceed as a result of the ruling. The Chairman also asked, in their discussions, that Dr. Scott keep Regent Wilkinson abreast of any developing matters within the MEAC, noting the possible departure of another institution.

Strategic Plan Update

Dr. Veal stated that the University is approaching the end of its current 10-year strategic plan (2011-2021), which consists of five strategic goals. He indicated that the administration began the process of updating the plan for the next 10 years (2021-2030) back in the fall of 2020 and shared the four pillars identified for the new strategic plan. They are: (1) enhance student success and well-being, (2) achieve Carnegie R1 status, (3) serve as premier anchor institution for Baltimore City and beyond, and (4) expand the global footprint. The remaining timeline includes community feedback (January 2021), Board review (February 2021) and subsequent plan approval/adoption in late spring. He noted that the administration looks forward to having an in-depth discussion with the Board to obtain thoughts and ideas that Regents may want to see reflected in the plan, adding that the Board's input will be complementary to the entire process.

Dr. Wilson commented that we are not discarding the tremendous progress that has been made over the last 10 years; but are focused on elevating the institution to the highest level.

Chairman Mfume noted that the focus of this year's Board Retreat will be on the strategic plan. He added that Board members are welcome to forward any questions, comments or observations to Dr. Wilson's attention for a response in the interim.

The Chairman opened the floor for a motion to adopt the President's Report. It was MOVED by Regent Malcom and SECONDED by Regent Wilkinson. The MOTION CARRIED. The President's Report was unanimously adopted.

Report of the Executive Committee

The Chairman provided an update from the January 27, 2021 Executive Committee meeting. He stated that the meeting was informational in nature and there were no items for action.

Chairman Mfume stated that the Audit Committee will not be reporting today. They are temporarily postponing their report because of a few matters that are being worked on, which are detailed and require additional time. He commended Vice Chairman Ellis and Mr. Mauer for working together, adding that the Board looks forward to receiving the report sometime soon.

The Chairman stated that the Nominating Committee, chaired by Regent Wilkinson, is still constituted and will be required to bring forth a report at the next meeting in May. Any member of the Board seeking to run for any one of the three officer positions should reach out to the Committee so that they might begin the process of including the individual's name in the nominating process. The Evaluation Committee, chaired by Regent Walker, will also be reporting at the May meeting. In addition, the Special Committee on Innovation and Research is hereby being reconstituted for another one-year term. The Committee, chaired by Regent Stokes, will provide a report to the Board at the May meeting. He thanked Dr. May, Provost Young, Mr. Faulk, Ms. Harrison and others for their input and work with this Committee.

Report of the Standing Committees

Academic and Student Affairs Committee

Regent Gilliam stated that the items for action fall under two categories – (1) academic degree program expansion plans (existing programs which do not require MHEC approval) and (2) policy approval. She asked Provost Lesia Young to provide a brief overview on the expansion plans.

➤ **Academic Degree Program Expansion Plans**

○ **Three (3) Dual Degree Programs**

1. **Joint Higher Education Administration PhD/MBA** – Morgan State University's School of Education and Urban Studies and the Graves School of Business and Management are committed to building innovative accelerated joint degree programs designed to prepare students to assume major leadership and research-oriented positions in a wide variety of education-related organizations, including institutions of higher education, research organizations/think tanks, private foundations, non-profit organizations, school systems, regional, state and federal government. The proposed dual degree Master of Business

Administration (MBA)/PhD in Higher Education Administration is an example of such innovative and collaborative programs.

2. **Accelerated B.S. in IS/MBA** – Morgan State University's Graves School of Business and Management is committed to building innovative accelerated degree programs designed to prepare students to assume leadership roles in a wide variety of professional organizations in the private, government, and non-profit sectors. The Graves School of Business is developing a five-year (3+2) program between our Information Science and Systems department and our Master's in Business Administration program. Students selecting this course of study will earn a Bachelor of Science (B.S.) degree in Information Systems and a master's degree in Business Administration (MBA). The student candidate will be awarded both degrees by spending five years (one additional year beyond the B.S. degree) at Morgan State.
3. **Accelerated B.S. in HR/MBA** – The Graves School of Business is developing a five-year (3+2) program between our Human Resources and our Master's in Business Administration programs. Students selecting this course of study will earn a Bachelor of Science (B.S.) degree in HR and a master's degree in Business Administration (MBA). The student candidate will be awarded both degrees by spending five years (one additional year beyond the B.S. degree) at Morgan State.

Provost Young stated that these program expansion plans will help to prepare our students for careers of the future and not just the jobs of today as well as ensure that they are highly competitive. She noted that Morgan will be one of a few institutions in the nation to offer these joint degrees, and one of a few institutions in the State of Maryland to offer the accelerated B.S./MBA programs.

Regent Gilliam stated that the Academic and Student Affairs Committee recommends approval of these programs. Chairman Mfume opened the floor for a motion to approve the three programs as a group. It was MOVED by Regent Turnipseed and SECONDED by Regents Malcom and Walker. The MOTION CARRIED unanimously.

4. **Post-Baccalaureate Certificate in Education Policy for Social Justice** – In this time of social unrest, education leaders seek ways to make a positive difference in their schools, communities, states, and nation. There is a need for effective reform to address the current and ever-evolving challenges in education. Participation in agenda-setting and policy formulation is a significant path to change. In an effort to prepare aspiring and existing leaders in urban settings to become change agents, the School of Education and Urban Studies proposes to offer an online Post-Baccalaureate Certificate in Education Policy for Social Justice. The proposed program will enhance Morgan State University's position as an institution of choice for learning and professional development in the area of education reform for social justice.

Provost Young stated that the offering will enable master's degree students the opportunity to obtain certification without having to pursue a doctoral degree.

Regent Stokes questioned why we chose to offer a certificate versus adding it as a degree program. Provost Young responded that students would gain expertise by completing 12 hours of coursework and the certificate does not require students to complete the full 30-36 hours of coursework that a master's degree requires, and it also does not require them to complete the full coursework that would be expected in pursuit of a doctoral degree. She added that the certificate gives students the chance to gain an extra credential without having to complete the extended number of courses required for a master's or doctorate.

Regent Stokes asked if there were discussions about adding this into our degree program if it does not currently exist. Provost Young responded that, of the 12 hours proposed for this certificate, three of the four are existing courses, which students in our master's and doctoral degree programs can take now.

Regent Gilliam emphasized that these are not new programs, but rather a combination of the courses put together for the certificate. Provost Young agreed, reiterating that three of the four are existing courses. The University plans to add one new course.

Regent Gilliam stated that the Academic and Student Affairs Committee recommends approval of the Post-Baccalaureate Certificate in Education Policy for Social Justice. Chairman Mfume opened the floor for a motion to approve. It was MOVED by Regent Malcom and SECONDED by Regents Stokes and Parker-Warren. The MOTION CARRIED unanimously.

5. **Doctor of Public Health (DrPH) Online Program** – The School of Community Health and Policy at Morgan State University plans to offer its Doctor of Public Health (DrPH) degree in a distance education modality commencing Fall 2021. Since 1999, Morgan has offered this program in the traditional face-to-face modality. Offering the degree in both modalities will expand our reach to meet the needs of a potential student population requiring more flexibility in scheduling their studies. Offering the program in an online

modality will attract a group of professionals whose work responsibilities constrain their ability to attend on-campus classes.

Regent Parker-Warren asked how many other programs are offered online and whether this one would be completely online or a hybrid. Provost Young responded that there are few online programs. She noted that the University is looking to offer as many of our programs as possible in an online modality moving forward.

Dr. Wilson commented that we must pay attention to duplication and be very strategic and aggressive about moving to the next modality. Therefore, this is an attempt to ward off future duplication of programs in Maryland. Regent Gilliam noted that there was a discussion by the Committee that future program descriptions include the possibility of online modality when being presented for consideration and approval.

Chairman Mfume opened the floor for a motion to approve the Doctor of Public Health (DrPH) Online Program. It was MOVED by Regent Gilliam and SECONDED by Regent Parker-Warren. The MOTION CARRIED unanimously.

- **Human Subjects Protection in Research Policy** - The policy applies to all research related activities involving human subjects and to all development, training, and improvement or other related activities containing a research and development component. Furthermore, the policy applies to any such activity performed elsewhere by faculty, students, or employees under the auspices of the University, regardless of the source of funding or whether there is funding.

Regent Gilliam stated that this policy was also included on the Finance and Facilities Committee agenda. Regent Malcom noted concurrence of the recommendation by the Academic and Student Affairs Committee to approve.

Chairman Mfume opened the floor for a motion to approve the Human Subjects Protection in Research Policy. It was MOVED by Regent Hollis and SECONDED by Regent Malcom. The MOTION CARRIED unanimously.

Regent Gilliam stated that the informational items on the agenda were covered by the President in his earlier report to the Board. She noted that the Student Government Association is active (i.e., going green initiative and partnering with SodexoMAGIC to help engage students).

There was a brief discussion about plans for spring commencement to include graduates from May 2020, December 2020 and May 2021. Dr. Wilson requested additional time to gather data from student surveys and stated that he would provide a more detailed update to the Board within the coming weeks.

Finance and Facilities Committee

Regent Malcom stated that there was only one action item as the other agenda matters have already been covered by Dr. Wilson and Regent Gilliam. She yielded the floor to Dr. Willie May, VP for Research and Economic Development, to provide a brief overview.

- **Export Control Policy** – The policy ensures that Morgan State University is compliant with applicable U.S. laws and regulations pertaining to exports of items, services, and technology by or on behalf of the University. It applies both to exports outside the U.S. as well as to exports to foreign nationals within the U.S. United States laws and regulations restrict the export, transfer, and disclosure of certain technical and scientific data, software, and tangible items. Sanctions and embargoes maintained by the U.S. restrict or prohibit activities, financial transactions, and other transactions with sanctioned individuals, organizations and countries. Certain transactions that might not be regarded as “exports” in other contexts may constitute an export subject to regulations and embargoes.

Regent Malcom stated that the Finance and Facilities Committee recommends approval of the Export Control Policy. Dr. May noted discussion by the Committee to attach a separate addendum to the policy listing the sanctioned countries, which will change from time to time. He added that the list would be monitored by his team and updated as necessary. The Chairman opened the floor for a motion to approve the policy. It was MOVED by Regent Turnipseed and SECONDED by Regent Carter. The MOTION CARRIED unanimously.

Regent Malcom stated that the Finance Committee tested a new format as it relates to the information agenda items. Based on an advance review of the prepared materials by Committee members, there was a fruitful discussion with staff about implications in terms of infrastructure, budget and other needs as it pertains to some of the proposed elements within the draft strategic plan (i.e., moving to R1 status, facilities, personnel, philanthropy, etc.).

Update on School of Osteopathic Medicine

Dr. Wilson stated that the University was presented with an opportunity to partner with Salud Education, LLC to affiliate in a partnership that would materialize in a College of Osteopathic Medicine at Morgan State University. It is understood that the University would not be using any of its public dollars to investment in this venture; the expectation is that we would be renting space and receiving an annual supplement. He provided a brief update to include: (1)

estimated accreditation timeline; (2) leadership – new dean hired to start working out of Baltimore in mid-summer to finalize contracts and build clinical networks; (3) students – inaugural class on track to matriculate in August 2024 as opposed to fall 2023 as a result of delays associated with the pandemic; (4) planned rollout for press conference; (5) potential investments; and (6) design and construction – building to be located on the south side of campus near the Montebello Complex.

The Chairman asked Dr. Wilson to provide a copy of the agreement to the new Regents. Mr. Faulk stated that legal would work with President Wilson to provide new Regents with the associated foundation documents as well as related documents approved by the Board up to this point.

A lengthy discussion followed to address questions from Regents related to: (1) goals and timeline obligations; (2) pre-accreditation; (3) financial milestones; (4) timeframe for building construction; (5) enrollment of African American students; (6) school name/title (first right of refusal); and (7) the governing structure. Mr. Faulk advised of the possible need to transfer the discussion to closed session to address certain questions as matters of legal advice.

The Chairman emphasized the need to quickly amend the current Memorandum of Understanding as well as any future ones based on the questions, comments and observations raised. Mr. Faulk commented that legal would look at those issues.

Regent Ellis commented that the development of an action plan may be helpful to go along with the timeline, which would layout the responsibilities and some point of contact to aid with tracking progress. Chairman Mfume and President Wilson agreed. The Chairman asked who will be responsible for developing the action plan – the Board or University administration. Dr. Wilson stated that based on the wishes of the Board, he will work with staff to develop an action plan to share with the Board at next meeting in May.

The Chairman commented, to the extent the Academic and Student Affairs Committee gets involved with the potential or possibility of having a new operation on-campus, that the Committee work with the Provost and others to give some real thought to issues related to guidelines for enrollment, the transfer of students, and any shared responsibilities with respect to curriculum and payments. He added that it is hoped that the Committee would keep the Board abreast as things unfold moving forward.

New Business

Chairman Mfume reminded the Board of the deadline to file annual financial disclosure forms with the State of Maryland, which is midnight on April 30, 2021. He directed Regents requiring assistance with passwords and page links to contact Ms. Grogan.

The Chairman reminded Regents that there will be a Board Retreat this year for the purpose of discussing and working with Dr. Wilson and his team on the strategic plan for the next 10 years. He added that Ms. Grogan will survey the Board and provide a few possible options to determine a consensus to guarantee maximum participation.

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)(7)(8) of the Open Meetings Act. In Closed Session, the Board of Regents will receive an EEO Report, a Litigation Update, and an update on the HBCU Legislative Bill. 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 Hollis and SECONDED by Regent Turnipseed to adjourn the Public Session. The MOTION CARRIED unanimously.

The Public Session adjourned at 2:20 p.m.

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

Date: Tuesday, February 2, 2021

Time: 12:00 p.m.

Location: Virtual

Motion to close meeting made by: Regent Hollis

Seconded by: Regent Turnipseed

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)(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;

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

X (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 EEO Report and Litigation Update.
2. To receive an update on the HBCU Legislative Bill.

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):