

Public Session Minutes

The emergency meeting of the Morgan State University Board of Regents was called to order by Vice Chairman Larry Ellis at 7:00 p.m.

Present: General (Ret.) Larry Ellis, Vice Chair, Regent; Hon. Tracey Parker-Warren, Secretary, Regent; Ms. McCall Brown, Student Regent; Dr. Harold Carter, Regent; Dr. Linda Gilliam, Regent; Dr. Burney Hollis, Regent; Ms. Emily Hunter, Regent; Dr. Shirley Malcom, Regent; Mr. William Sherman, Regent; Ms. Shelonda Stokes, Regent; Mr. Carl Turnipseed, 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: Hon. Kweisi Mfume, Chairman, Regent; Mr. Wayne Resnick, Regent

Remarks by the Vice Chairman and President

The Vice Chairman opened the meeting by thanking Regents and members of the university administration for agreeing to meet on short notice. The Vice Chairman offered an overview of the agenda and stated that following the Public Session, the Board would convene in Closed Session to address the matter identified as such on the agenda. He then yielded the floor to Dr. Wilson for remarks.

Dr. Wilson echoed the Vice Chairman's sentiments thanking the entire Board for agreeing to meet. He mentioned that the University recently revised its campus-wide COVID protocols and indoor masking will no longer be required except in classrooms, testing spaces, and on campus mass transit. He stated that the University is seeking Board approval of two items – Siemens Financing and the Memorandum of Understanding between the Fraternal Order of Police and Morgan State University. He thanked Regent Malcom and the Finance and Facilities Committee for convening a special meeting last week to consider these items, which were unanimously approved.

Maryland Clean Energy Center (MCEC)/Siemens Financing

Regent Malcom stated that the Siemens Financing terms and conditions was provided to the Finance and Facilities Committee at the February Board meeting. She noted, however, that she was hesitant to bring the item forward for consideration due to the need to officially extend the loan closing date of December 31, 2021. An extension was granted through March 30, 2022, and the matter was taken up by the Committee last week. During that meeting, she shared Regent Turnipseed's observation that other institutions within the University System of Maryland have similar arrangements with MCEC in place. She added that the Board previously approved a number of projects/tasks, and approval is now being sought with regard to the financial arrangement for one of the related tasks. Mr. Evans commented that subsequent to approval by the Board of Regents, this item will be presented to the Maryland Board of Public Works (BPW) for approval on March 9, 2022.

Regent Gilliam asked for clarification as to why the financing was not considered previously. Regent Malcom responded that the loan rates associated with the project had an expiration date of December 31, 2021, and she did not feel comfortable making an assumption that Siemens would honor those rates beyond that date without appropriate documentation. She added that paperwork has since been obtained to extend the loan closing date to the end of March.

Vice Chair Ellis asked if there was any sense of hesitancy on the part of BPW. Mr. Evans responded that it is customary for the Morgan team, to include legal representatives, to meet with BPW staff, who have been fully informed about this project since 2021. He stated that the parties met last Friday to review the

upcoming BPW agenda item, adding that he does not anticipate any issues. It was noted that Morgan has been praised for its deferred maintenance initiative, and our energy management and sustainability partnership has been viewed very positively.

Vice Chair Ellis opened the floor for a motion to approve the Siemens Financing. It was MOVED by Regent Turnipseed and SECONDED by Regent Hollis. The MOTION CARRIED unanimously.

Public Session Adjournment

The Vice Chairman announced that the Board would convene in Closed Session to consider the Memorandum of Understanding between the Fraternal Order of Police (FOP) and Morgan State University, which is a matter specifically exempt from public consideration under § 3-305(b)(9) of the Open Meetings Act. The Board may reconvene in Public Session at the conclusion of the Closed Session, if necessary.

After reading the citation into the record, Vice Chair Ellis 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 Turnipseed to adjourn the PUBLIC SESSION. The MOTION CARRIED unanimously.

The PUBLIC SESSION adjourned at 7:16 p.m.

Memorandum of Understanding Between the Fraternal Order of Police and Morgan State University (in Closed Session)

Vice Chair Ellis opened the floor for a motion to approve the Memorandum of Understanding. It was MOVED by Regent Gilliam and SECONDED by Regent Malcom. The MOTION CARRIED unanimously.

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

Date: Monday, March 7, 2022

Time: 7:00 p.m.

Location: Virtual

Motion to close meeting made by: Regent Malcom

Seconded by: Regent Turnipseed

Members voting in favor: All Regents in attendance

Opposed:

Abstaining:

Absent: Regents Mfume and Resnick

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

General Provisions Article, § 3-305 (b)(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;

___ (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.

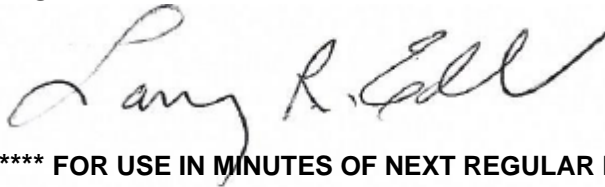
FOR EACH CITATION CHECKED ABOVE, THE REASONS FOR CLOSING AND TOPICS TO BE DISCUSSED:

1. To consider the Memorandum of Understanding Between the Fraternal Order of Police and Morgan State University.

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 Larry R. Ellis
Vice Chair of the Board of Regents

SIGNATURE:

A handwritten signature in black ink that reads "Larry R. Ellis". The signature is written in a cursive style with a large initial "L".

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

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