

Public Session Minutes

The meeting of the Morgan State University Board of Regents was called to order by Chairman Kweisi Mfume at 12:08 p.m.

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

Minutes

The Chairman opened the floor for a motion to adopt the minutes from the June 25, 2022 Board Retreat. It was MOVED by Regent Hollis and SECONDED by Regent Turnipseed. The MOTION CARRIED unanimously.

Chairman's Remarks

The Chairman opened the meeting by welcoming the Regents, university administration, and members of the public in attendance. 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.

The Chairman announced that four Regents have been reappointed to the MSU Board of Regents for an additional five-year term. They are Regents Carter, Hollis, Resnick and Sherman. He congratulated them and thanked each of them for the continued service and support of the University.

Board Appointments for the 2022-2023 Academic Year

The Chairman appointed Regent Adu-Boahene to the Academic and Student Affairs Committee, chaired by Regent Gilliam. Regent Adu-Boahene was also appointed to the Nominating Committee, chaired by Regent Wilkinson. The Chairman appointed Regents Ellis, Malcom and Turnipseed to the Ad Hoc Negotiations Committee.

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 May 2022. Those highlights include: (a) new additions to the Morgan family; (b) choir tour – Peru and Ecuador; (c) fall 2022 semester opening plans – masking, testing and vaccination requirement; (d) student housing update – Thurgood Marshall Hall; (e) enrollment update; (f) ACCESS Orientation; (g) Morgan pride and Morgan spirit; (h) homecoming changes (forthcoming); (i) grand opening of businesses at Northwood Commons; (j) renovation progress – Hurt Gym and Gilliam Concert Hall; (k) usage of first tranche of HBCU funds – \$15.1 million in FY 2023; (l) Lake Clifton update; (m) a day on the Hill – Air Force UARC; (n) Maryland College of Osteopathic Medicine; and (o) recognitions.

Report of the Standing Committees

Academic and Student Affairs Committee

Regent Gilliam stated that there is one item for action – the Performance Accountability Report.

- **Performance Accountability Report (PAR)** – Dr. Solomon Alao, Assistant VP for Assessment and Operations, stated that the Performance Accountability Report is an annual report submitted to the Maryland Higher Education Commission (MHEC). The report is aligned to our strategic goals, the state's post-secondary education plan, and the Department of Budget and Management's Managing for Results (MFR) performance data. In accordance with MHEC guidelines, the PAR for 2022 is divided into three major parts: (1) narrative, (2) data and estimates, and (3) response to MHEC questions. He reported that in contrast to last year (2021), we experienced increased or no change on 13 of the 21 objectives (62%), down on eight of the 21 objectives (38%), and above or on target on 11 of the 21 objectives (52%). It was noted that this will be the last year reporting data for the

five goals under the old strategic plan, which ended in 2021. Moving forward, we will begin collecting data for the six goals under the new strategic plan.

Regent Gilliam commented that there was a lengthy Committee discussion about increasing the number of high-ability students and how to continue to serve/meet the needs of students using available funds (i.e., merit scholarships). She added that the Board expects to receive the PAR data next year prior to the August Board meeting so that it can be used in the President's evaluation.

Chairman Mfume opened the floor for a motion to adopt the Performance Accountability Report. It was MOVED by Regent Gilliam and SECONDED by Regent Hollis. The MOTION CARRIED unanimously.

Regent Gilliam yielded the floor to Dr. Nicole Westrick, Assistant VP and Dean of the College of Interdisciplinary and Continuing Studies (CICS), to provide a brief update on CICS. Dr. Westrick reported that the College includes Morgan Completes You (18 interdisciplinary, fully online undergraduate, graduate and doctoral degree programs); Morgan Online (supports 11 online undergraduate, graduate, doctoral and post-graduate certificates); and the Center for Continuing and Professional Studies (celebrating 60th anniversary in 2023). Enrollment projections are 200 students by June 30, 2023 and 4,000 students by June 30, 2028. She stated that pressing challenges include (i) financial support/scholarships for adult learners, (ii) marketing and advertising, (iii) online courses and credit for prior learning, (iv) staffing, and (v) space. She concluded that CICS is the preferred provider of adult learning; supports Morgan's 2030 strategic plan goal of being an anchor institution through community engagement, workforce and economic development; is recognized nationally as a model for colleges of continuing education and interdisciplinary programs; and is projected to generate \$1.3 million in revenue within three years.

Regent Resnick asked will students receive credit for prior learning. Dr. Westrick and Dr. Wilson responded affirmatively. Regent Gilliam noted that the College also had its first graduate. Dr. Westrick stated that it was a Ph.D. in Interdisciplinary Journalism and Mass Communications.

Regent Stokes asked how is the online degree program different from what we are already doing and/or the global initiatives in Ghana and West Africa through International Affairs. Dr. Westrick responded that she is working in partnership with Dr. Astatke with regard to the global options. The 18 interdisciplinary programs are relying on Morgan Online, but we are also looking at the course level to determine what courses provide the opportunity to extend and make possible additional degrees earned through the online modality.

Regent Gilliam stated that the remaining agenda items were informational and highlighted in the President's Report. She yielded the floor to Dr. Wilson to provide a brief update on athletics.

Dr. Wilson provided a summary on the academic scorecard for the 2021-2022 academic year (2.99 department GPA) to include 56 student-athletes with a 4.0 GPA, 63% with a GPA of 3.0 or above, and 10 programs had team GPAs over 3.0 (highest team GPA was women's softball at 3.54). He concluded by sharing that 46 spring student-athletes were named to the MEAC All-Academic Team and, with regard to our academic progress rate (APR), all of our teams scored above the multi-year rate of 930.

Regent Gilliam concluded by summarizing the six SGA initiatives, which were provided by SGA President Jaden Dawson and Vice President Sydney Beatty. They center around wellness, outreach, awareness and accessibility, retention, safety, and campus engagement and tradition.

Finance and Facilities Committee

Regent Malcom stated that the Finance and Facilities Committee is experimenting with a new annotated agenda so that Regents who are not committee members can get a sense/flavor of what is going on inside each agenda item. She thanked Mrs. Grogan for working with her to put this together and hopes that members of the Board find it useful.

Regent Malcom stated that there was one action item brought before the Committee – College of Osteopathic Medicine (COM) Ground Lease. It is a crucial item as it is needed in order to move towards accreditation. She added that a frequently asked questions (FAQs) sheet is included in the board material to assist Regents in understanding the business terms and other components. The FAQ provides significant information to ensure the Board that the University will be protected as it relates to rights, liability, etc. She also noted that it will bring additional revenue to the institution.

- **College of Osteopathic Medicine Ground Lease** – The University proposes to lease ground space, known as the Montebello Complex, to the College of Medicine (COM) for the development and operation of an accredited College of Osteopathic Medicine on the premises to be owned and operated by COM. The new medical school will enhance and expand the teaching and research capabilities of the University for the benefit of its faculty, students and related entities. COM, at its own expense, will demolish the existing building (Montebello) and construct new facilities for the development and operation of the COM and other affiliated academic and research programs by

COM including parking, student services, and ancillary and related programs, business operations and services of the COM. Upon the expiration or earlier termination of this lease, all improvements existing upon the premises shall revert to and become the property of the University without compensation to, or requirement of consent or act of COM and COM shall thereafter have no further rights thereto or interest therein. This lease shall be for an initial term of thirty-five (35) years and shall have two (2) options to extend 10 years each. The net present value of the lease to Morgan is estimated at \$9.8M over the term of the lease.

Chairman Mfume opened the floor for a motion to approve the College of Osteopathic Medicine Ground Lease. It was MOVED by Regent Malcom and SECONDED by Regent Turnipseed. The MOTION CARRIED unanimously.

Regent Malcom stated that the remaining agenda items were informational to include the new Thurgood Marshall Hall as well as updates from Facilities, Design and Construction Management, which includes a large emphasis on deferred maintenance; Research and Economic Development; Institutional Advancement; and Enrollment Management (different mix of incoming freshman – 56% of out-of-state students). With regard to research, it was noted that there is increased proposal submission activity by faculty. Regent Malcom commented about the recent article related to bias in research grant review, submission and award by the National Science Foundation. She noted that this is not unique to this agency as other agencies within the science community have well-documented issues as well (e.g., NIH, etc.). It is a systemic problem that will have to be approached in a way that recognizes that there are problems with the way in which business is currently being done, which put HBCUs at a disadvantage.

Regent Malcom yielded the floor to Ms. Donna Howard, VP for Institutional Advancement. Ms. Howard reported that preliminary accounting for FY 2022 shows outright and deferred gifts and income from sponsorships totaling \$27 million. Recent awards of note include a \$1 million gift during the last quarter of FY'22 from the Henry Luce Foundation to support research on religion in the city. The University also received a \$1 million gift from Baltimore Ravens owner Steve Bisciotti and his wife, Renee, to create the Ozzie Newsome Scholars Program. The MSU Foundation Board had its retreat in April to consider and discuss the Foundation's role in supporting the University, the upcoming comprehensive campaign and the role of the Foundation. She noted that campaign counsel has been hired to help us with the feasibility and readiness study to look at the scope and size of the next campaign. Our alumni giving rate is 14.55% for FY 2022, which is slightly higher than last year (14.05%). Upcoming events include Morgan on the Vineyard from August 7th thru 14th (main event on 8/11) and the 38th Annual Homecoming Gala on October 7th at Martin's West (virtual and live with reduced capacity).

Regent Malcom yielded the floor to Mr. Sidney Evans, EVP for Finance and Administration, to provide a high-level budget overview. Mr. Evans highlighted the strategic financial goals for the University, the Governor's recommendations for our FY 2024 capital (\$145.2M) and FY 2023 operating (\$151.5M) budgets, and FY 2022 preliminary close-out (revenues 102% of budget, expenses 97% of budget, and an operating surplus of \$14M).

Mr. Evans commented that the university administration will be seeking Board approval with regard to an amendment to the Ground Lease and Air Rights in connection with Phase III of the strategic student housing plan. A brief discussion followed with input from Dr. Wilson and legal as well as questions from Regents. It was noted that this is a time sensitive matter and may require convening a special board meeting as MEDCO anticipates closing on October 13th. Approval by Morgan's governing board and the Board of Public Works is needed prior to closing.

Chairman Mfume stated that he would be amenable to convening a special meeting to take up this matter a week before the anticipated closing (tentatively on October 3rd at 7 p.m.). He noted that it should first be brought before the committee of oversight (Finance and Facilities Committee) for review, discussion, and any needed modifications.

Regent Malcom commented that Dr. Wilson asked the Finance and Facilities Committee to receive a report on information technology. Due to the strong interest expressed by the Board during the retreat, she has asked for a status report before the actual reporting in occurs. She noted that she plans to work with Regent Gilliam, chair of the Academic and Student Affairs Committee, since IT is so cross-cutting (i.e., academically, operationally and administratively).

Chairman Mfume thanked both committee chairs and others for such comprehensive updates. He commended Ms. Howard and her team for all of their hard work. He stated that it is his desire that there be 100% giving among the Board, adding that there was not 100% giving last year. He commented that he is really concerned about name, image and likeness (NIL) and its impact on HBCUs. He asked that Ms. Freeman-Patton make a formal presentation to the Board regarding potential financial implications and legal liability. He also asked Regent Malcom to share more insight at the next board meeting regarding the issue surrounding bias in the science community (NSF, NIH and others) as it relates to the refusal to ensure that the number of principal investigators reflect, ethnically and otherwise, the population across the nation.

Audit and Institutional Assessment Committee

Regent Ellis stated that there was one action item – Policy on Enterprise Risk Management. He stated that the policy was properly vetted by the Audit Committee and university administration. He asked that approval be taken up by the

Committee of the Whole. With approval to convene as the Committee of the Whole, he yielded the floor to Dr. Wilson for a brief overview of the policy.

Dr. Wilson stated that the policy was drafted after looking at similar institutional policies from across the country, and it represents what he believes is appropriate for the University. We requested feedback from many corners of the campus and the policy has been reviewed by legal. The policy is one where we are going to identify risk in a few categories – brand, strategic and financial. These are large areas where the University must focus a great deal of attention. Within each of these risk areas, we will then identify a number of things that we need to keep in front of us. We will classify the risk (high, medium or low) and determine whether there is a mitigation plan in place to reduce the risk along with who is responsible for doing so. He noted that this is a best practice that has been in place in the private sector for quite some time.

Dr. Wilson commented that in anticipation of the Board, as a Committee of the Whole, approving this policy, the administration would like to jump start the process. To that end, the University is recruiting for a Director of Risk Management. He stated that he anticipates hiring someone within the next few months. The Office of Enterprise Risk Management will report to the President and he, in turn, will make periodic reports to the Board through the Director to ensure that the Board is fully aware of how we are doing in terms of the risks that the Board and the university administration agreed to focus on.

Chairman Mfume opened the floor for a motion to approve the Policy on Enterprise Risk Management. It was MOVED by Regent Gilliam and SECONDED by Regent Sherman. The MOTION CARRIED unanimously.

New Business

Status of Morgan's R1 Ascendency

Chairman Mfume yielded the floor to President Wilson and Dr. Willie May, VP for Research and Economic Development, to lead this discussion. Dr. Wilson referenced an editorial (written by Dr. Erin Lynch, president of Quality Education for Minorities Network) that appeared in *Diverse Issues in Higher Education*, which talks about the correlation between elevating to a high research institution and increasing graduation rates.

Dr. May shared a presentation on Morgan's R1 progression. He began with a discussion on the value proposition for universities in general and more specifically why Morgan aspires to achieve R1 Status. It was emphasized that as Morgan ascends to R1 status, it will maintain its commitment to "meet students where there are and take them to where they need to be as productive members of our society." The metrics that are tracked in order to rank research universities was discussed along with the "digital twin" of the process that Carnegie has been using to generate its scatter plot for ranking universities. It was noted that as of the 2021 assessment, there are 11 R2 HBCUs – four top tier, one mid-tier, and six lower tier. Among the four top tier HBCUs, two have made significant progress toward R1 status and two have actually regressed. Of the two that are progressing, Morgan's rate of progression has been superior. With the increases that we are seeing in our research expenditures coupled with increases expected from new research faculty who we are bringing on through our new state-supported research centers, we feel confident that we will be poised to achieve R1 status by 2030, if not before then. Dr. May stated that the competition for achieving R1 status is not between Morgan and other HBCUs, but rather among many universities with the majority being PWIs that Morgan must outrun.

Dr. Wilson commented that the oversight of Carnegie has been moved from Indiana University to the American Council on Education, and it is undergoing a more expansive criteria. There is a rethinking of Carnegie; however, one thing that will not go away are the rankings – R1, R2 and R3. Consideration is being given to the addition of another ranking (i.e., S1, S2 and S3). We feel that we are an S1, which means that Morgan provides intergenerational mobility – taking students from where they are and moving them to higher levels of economic success. He concluded by emphasizing that while Morgan is working to build a high research enterprise, we will not vacate what has defined this institution – a strong emphasis on impactful teaching.

The Chairman opened the floor to Regents for questions, comments or observations. Regent Malcom commented with regard to the extent that we should ask for support for a research infrastructure and noted the role of this effort in contributing to faculty diversity in the future. Regent Ellis asked what can the Board do to assist the University in reaching this aspirational goal. Dr. Wilson responded that the Board could perhaps consider penning an op-ed piece in the *Washington Post* or the *Chronicle of Higher Education*, becoming the first governing board in the country to offer such a piece in this space.

Regent Resnick asked about the impact on applications, if R1 status is reached, and how will it impact housing. Dr. Wilson responded that applications will continue to increase. He added that we will start to see differently prepared college students who will come to Morgan because we will have some of the top professors in the fields that students want to study. It is also going to elevate the brand of the institution over time. Regent Resnick commented that it is hoped that this will lead to us looking at the possibility of producing Rhodes Scholars.

The Chairman commented that as we move toward R1 status, we need to remain cautious because this will define us for years to come. We need to have our guardrails up so that as things progress, we do not have anyone being thrown out of the car. He stated that he does not want us to lose our mission along the way. We have to be very careful because we have to do two things at one time – win R1 status and win the race to save students who need extra help. Regent Stokes, Sherman, Gilliam and Hollis concurred with the sentiments expressed by the Chairman. Regent Gilliam noted that achieving R1 status could potentially generate additional revenue for the University that can be used to further our mission.

Provost Hongtao Yu commented that as the Chief Academic Officer, he wants to ensure that the research and teaching missions are not lost. He stated that this year's Faculty Institute will include a panel that will look at the University's history and its future. In addition, the University has strengthened faculty involvement with regard to teaching and learning (e.g., how to teach students, being culturally responsive, and understanding that there are different types of learners) to ensure that students, particularly those from disadvantaged backgrounds, are not overlooked.

Dr. Wilson clarified that Morgan is not an open admissions institution. Currently, 80% of institutions in the country do not require standardized tests. Morgan has an alternate assessment measure because the correlation for black students in terms of college success is the high school GPA.

Chairman Mfume requested that an update on R1 progression be provided to the Board at every meeting moving forward so that Regents will be totally aware of what is going on.

Adjournment of the Public Session

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)(1)(2)(7)(8) of the Open Meetings Act. In Closed Session, the Board of Regents will receive a Litigation Update, consider Honorary Degree Candidate Recommendations, and receive an Evaluation Committee Update. 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 Gilliam and SECONDED by Regent Turnipseed to adjourn the Public Session. The MOTION CARRIED unanimously.

The Public Session adjourned at 2:59 p.m.

Honorary Degree Candidate Recommendations (in Closed Session)

Chairman Mfume opened the floor for a motion to approve honorary degree candidate one. It was MOVED by Regent Gilliam and SECONDED by Regent Turnipseed. The MOTION CARRIED unanimously.

Chairman Mfume opened the floor for a motion to approve honorary degree candidate two. It was MOVED by Regent Ellis and SECONDED by Regent Stokes. The MOTION CARRIED unanimously.

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

Date: Tuesday, August 2, 2022

Time: 12:00 p.m.

Location: Richardson Library Boardroom

Motion to close meeting made by: Regent Giliam

Seconded by: Regent Turnipseed

Members voting in favor: All Regents in attendance

Opposed:

Abstaining:

Absent: Regents Hunter and Parker-Warren

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

General Provisions Article, § 3-305 (b)(1)(2)(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.
2. To consider Honorary Degree Candidate Recommendations.
3. To receive an Evaluation Committee Update.

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):