

### Public Session Minutes

The meeting of the Morgan State University Board of Regents was called to order by Vice Chairman Larry Ellis at 12:02 p.m.

**Present:** General (Ret.) Larry Ellis, Vice Chair, Regent; Ms. Swati Agrawal, Regent; Ms. Paityn Brooks, Student Regent; Rev. Dr. Harold Carter, Regent; Dr. Linda Gilliam, Regent; Dr. Burney Hollis, Regent; Ms. Emily Hunter, Regent; Dr. Shirley Malcom, Regent; Mr. Brian Pieninck, Regent; Mr. William Sherman, 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; Hon. Tracey Parker-Warren, Secretary, Regent; Ms. Shelonda Stokes, Regent

### Minutes

The Vice Chairman opened the floor for a motion to jointly adopt the minutes of August 1, 2023 and October 4, 2023. It was MOVED by Regent Malcom and SECONDED by Regent Hollis. The MOTION CARRIED unanimously.

### Chairman's Remarks

The Vice Chairman opened the meeting by welcoming the Regents, university administration, and members of the public in attendance. 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 matters identified as such on the agenda.

Vice Chairman Ellis thanked Regents for taking part in several recent events since the last Board meeting to include: the Matriculation Convocation, HBCU Night at Camden Yards, the American Academy of Arts and Science Induction Ceremony (Dr. Wilson was an inductee), and the Emergency Meeting of the Board. He also reminded everyone of several upcoming events to include: the Harold W. McGraw, Jr. Prize in Education Celebration Program (honoring Dr. Wilson and other award recipients), Founders Day Convocation, the Homecoming Gala, and the annual Holiday Concert with the Regents' Reception immediately following.

### 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 August 2023. Those highlights include: (a) new leadership; (b) Matriculation Convocation; (c) enrollment updates; (d) research awards; (e) scientists (2%) on our faculty; (f) Morgan on the Vineyard; (g) Homecoming incident; (h) security enhancements; (i) construction update; (j) upcoming events; (k) President as a Thought Leader; and (l) MSU Choir at Carnegie Hall.

### Report of the Executive Committee

The Vice Chairman provided an update from the November 1, 2023 Executive Committee meeting. He stated that the meeting was informational in nature and there were no items for action.

### Report of the Standing Committees

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

Regent Gilliam began by highlighting the information items to include: (i) Academic Affairs – programs of distinctions (15 existing and nine new programs added for Chapter 41 (HBCU) funding consideration) and grant funding (58 new commitments totaling \$51.5M for the first quarter of FY 2024); (ii) Enrollment Management – overall increase of 8%; (iii) Student Affairs – Threat Assessment Team (mission, members, responsibilities and next steps), fall housing occupancy (4,535 students), and mental health updates (214 students used

counseling services); (iv) SGA – completed five tasks; and (v) Athletics – APR Report and new bowling coach. She thanked Regent Pieninck for his collaboration with CareFirst to assist with addressing the immediate needs of the University following the incident.

Regent Gilliam stated that there were three items for action brought before the Committee. It was noted that the Ph.D. in Integrated Materials Science would be discussed in Closed Session by the Committee of the Whole due to legal concerns.

- **Amended Policy of the Award of Honorary Degrees** – Regent Gilliam stated that there were concerns from the Board that the recommendations of candidates for an honorary degree were presented too close to Commencement and, at times, requiring special meetings for consideration/approval. The Chairman charged the ASA Committee to review the policy and include language to address this concern. As such, the ASA Committee recommends approval of the amended language, which states *“The President shall make best efforts to submit recommendations for award of honorary degree(s) to the Academic and Student Affairs Committee of the Board of Regents for review by the regular meeting of the Board in February for Spring commencements, but no later than the regular meeting of the Board in May; and by the regular meeting of the Board in August for Fall commencements, but no later than the regular meeting of the Board in November.”* Additional language was included with regard to the minimum (3) and maximum (5) number of recommended honorary degree recipients to be forwarded to the President for each Commencement.

Vice Chairman Ellis opened the floor for a motion to approve the amended Policy of the Award of Honorary Degrees. It was MOVED by Regent Gilliam and SECONDED by Regent Hollis. The MOTION CARRIED unanimously.

- **Proposed New Academic Program: M.S. in Biomedical Sciences** – Regent Gilliam stated that this is a feeder program for medical schools. There are many rigorous and challenging courses related to the core competencies that medical schools look for in applicants, drawing students from traditionally underrepresented backgrounds to increase diversity in master’s and doctoral programs. The Maryland College of Osteopathic Medicine has entered into agreements to ensure that the students who meet certain criteria will receive a guaranteed interview and may qualify for conditional acceptance. It was noted that the Committee asked that language be added to the proposal to explain in greater detail the differences between Morgan’s proposed program and those at other universities.

Vice Chairman Ellis opened the floor for a motion to approve the M.S. in Biomedical Sciences. It was MOVED by Regent Gilliam and SECONDED by Regent Pieninck. The MOTION CARRIED unanimously.

### **Finance and Facilities Committee**

Regent Malcom stated that the Committee received reports from Facilities, Design and Construction Management (current and planned construction, deferred maintenance, funding approvals, and size deficiency for the new Science facility); Research and Economic Development (growth in research across the campus and changes in the Carnegie rankings); Enrollment Management (increased enrollment placing pressure on all infrastructures – faculty, classroom space, and housing); Institutional Advancement (attracting the attention of more donors and alumni participation goals for the coming year); and Finance and Administration (security enhancements).

Regent Malcom stated that the Committee has two items for action.

- **FY 2025 Additional Housing Rate Adjustments** – Regent Malcom stated that the administration is seeking approval to adjust the housing rates for Baldwin and Cummings student housing facilities, which are currently under renovation. She noted that the proposed rate adjustments are in line with the new structure for Thurgood Marshall and the legacy tower as the amenities have basically been greatly enhanced. The two residential facilities will come back online in fall 2024. Mr. David LaChina, Interim EVP for Finance and Administration, added that the rates are expected to be sufficient to service the \$30M in HBCU loan debt incurred for the renovations, to provide for maintenance, refresh reserves, and contribute to the building operating expenses.

Vice Chairman Ellis opened the floor for a motion to approve the FY 2025 Additional Housing Rate Adjustments. It was MOVED by Regent Malcom and SECONDED by Regent Pieninck. The MOTION CARRIED unanimously.

- **Maryland Economic Development Corporation (MEDCO) Letter of Intent for Student Housing Development** – Regent Malcom stated that the administration is seeking approval of a letter of intent with MEDCO as well as approval of the predevelopment cost of up to \$3M, which will allow us to start the planning for the next phases of executing the student housing strategic plan. The letter of intent outlines how we are going to work together with MEDCO as they assist us in this effort.

Vice Chairman Ellis opened the floor for a motion to approve the MEDCO Letter of Intent for Student Housing Development. It was MOVED by Regent Turnipseed and SECONDED by Regent Carter. The MOTION CARRIED unanimously.

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

Regent Ellis stated that there were no items for action. In Closed Session, the Committee received the annual financial statement audit results from CliftonLarsonAllen (CLA). The University received a clean audit. The Committee also received updates from Enterprise Risk Management and Internal Audit.

#### **Update on MSU Foundation**

Regent Sherman reported that the Foundation met last week and the main item was the financial audit conducted by Abrams, Foster, Noel and Williams for fiscal years 2022 and 2023. The Foundation received an unqualified/clean audit. The auditing firm found that the Foundation's policies, procedures and processes were effective, clear and concise, and that there were adequate safeguards in place to detect and protect against few irregularities. For FY 2023, the Foundation had cash on hand totaling \$35M (an increase over last year of \$1M), investments totaling \$94M (an increase of \$14.3M over the previous year), and net assets of \$154M (or \$12M over last year). However, net pledges were flat at approximately \$26M. Expenses were less in 2023 than they were in 2022 to the tune of \$350,000, and the Foundation funded an increase in scholarship awards of nearly \$500,000 over last year. He noted that there was a discussion about housing and he suggests that we invite someone from the Foundation to come and talk about some of the proposals that they have or at least invite them to speak at one of our committee meetings. Although the Board and the Foundation share the same goal of increasing housing to accommodate more students either on or off-campus, he indicated that the two do not appear to be on the same page.

Dr. Wilson commented that he would seek legal advice as to how such a conversation would take place, if indeed it can take place.

#### **New Business**

There were no new business items brought forward for the Board's consideration.

#### **Adjournment of the Public Session**

Vice Chairman Ellis 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)(9)(10)(12) of the Open Meetings Act. In Closed Session, the Board of Regents will consider a proposed new academic program and receive updates on Campus Safety/FOP, Academic Degree Program Duplication, Litigation and EEO. The Board may reconvene in Public Session at the conclusion of the Closed Session, if necessary.

After reading the citation into the record, the Vice Chairman 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 1:07 p.m.

#### **Proposed New Academic Program: Ph.D. in Integrated Materials Science (Closed Session)**

Vice Chairman Ellis opened the floor for a motion to approved the Ph.D. in Integrated Materials Science. It was MOVED by Regent Gilliam and SECONDED by Regent Pieninck. 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, November 7, 2023      Time: 12:00 p.m.      Location: Richardson Library  
Conference Room

Motion to close meeting made by: Regent Malcom

Seconded by: Regent Turnipseed

Members voting in favor: All Regents in attendance

Opposed:

Abstaining:

Absent: Regents Brooks, Mfume and Stokes

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

**General Provisions Article, § 3-305 (b)(7)(8)(9)(10)(12):**

\_\_\_\_ (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;

**X** (9) To conduct collective bargaining negotiations or consider matters that relate to the negotiations;

**X** (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;

**X** (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.

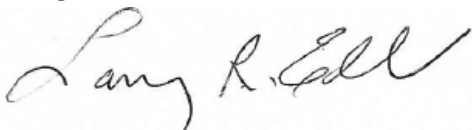
**FOR EACH CITATION CHECKED ABOVE, THE REASONS FOR CLOSING AND TOPICS TO BE DISCUSSED:**

1. To receive an update on Campus Safety/FOP.
2. To receive an update on Academic Degree Program Duplication.
3. To consider a proposed new academic program - PhD in Integrated Materials Science.
4. To receive a Litigation Update.
5. To receive an EEO Report.

**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:**



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

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