

Emergency Meeting of the Board

Monday, December 22, 2025

10 A.M.

Virtual

Public Session Minutes

The emergency meeting of the Morgan State University Board of Regents was called to order by Chair Kweisi Mfume at 10:03 a.m.

Present: Hon. Kweisi Mfume, Chair, Regent; General (Ret.) Larry Ellis, Vice Chair, Regent; Mr. Carl Turnipseed, Secretary, Regent; Ms. Swati Agrawal, Regent; Rev. Dr. Harold Carter, Regent; Mrs. Julissa Ferreras-Copeland, Regent; Dr. Linda Gilliam, Regent; Mr. John Henry, Regent; Mr. Benjamin Klubes, Regent; Mr. Champion Ojo, Student Regent; Mr. Brian Pieninck, Regent; Mr. William Sherman, Regent

Absent: Dr. Shirley Malcom, Regent; Ms. Shelonda Stokes, Regent

Staff: Dr. David Wilson, University President; Mr. Thomas Faulk, Principal Counsel for Morgan State University, Office of the Attorney General; Mrs. Cassandra Grogan, Executive Administrator to the Board of Regents; Mr. David LaChina, EVP for Finance and Administration; Mr. Jonathan Luckett, Assistant General Counsel; Ms. Chevonie Oyegoke, AVP/CHRO; Dr. Don-Terry Veal, VP for State/Federal Relations and Chief of Staff

Guest: Ms. Elena Langrill, Deputy Chief Counsel – Office of the Attorney General

Remarks by the Chair

Chair Mfume opened the meeting by welcoming Regents, university administrators, and members of the public in attendance. He thanked Board members who attended Fall Commencement last Friday; it was a great ceremony. On behalf of the Board, the Chair extended sympathy and condolences to Regent Klubes on the recent passing of his father. Chair Mfume offered an overview of the agenda and stated that the Board will vote to move to Closed Session to seek legal advice.

Minutes

Chair Mfume opened the floor for a motion to adopt the minutes of November 10, 2025. It was MOVED by Regent Turnipseed and SECONDED by Regent Henry. The MOTION CARRIED unanimously.

Adjournment of the Public Session

Chair Mfume announced that the Board of Regents would convene in Closed Session to obtain legal advice regarding Amendments to the Supplemental 403(b) and 401(a) Retirement Plans, which is specifically exempted from public consideration under General Provisions Article § 3-305(b)(7) 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, Chair Mfume opened the floor for a motion to adjourn the Public Session to move into Closed Session. It was MOVED by Regent Carter and SECONDED by Regent Ferreras-Copeland. The MOTION CARRIED unanimously.

The Public Session adjourned at 10:09 a.m.

The Board of Regents reconvened for Public Session II at 10:58 a.m.

Amendments to Supplemental Retirement Plans

Chair Mfume yielded the floor to Mr. Faulk to present the motion for approval en bloc. Mr. Faulk stated that, pursuant to its authority under § 14-104 of the Maryland Annotated Code Education Article, the University hereby requests approval of (i) the Supplemental 403(b) Retirement Plan; (ii) the State of Maryland Higher Education Institutions Supplemental 401(a) Matching Plan; (iii) the Investment Policy Statement for the MSU Board of Regents, and (iv) the MSU Board of Regents Plan Delegation Resolutions, which will take effect on January 1, 2026. It was MOVED by Regent Pieninck and SECONDED by Regent Sherman. The Chair ABSTAINED. The MOTION CARRIED.

Public Session II adjourned at 11:02 a.m.

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

Date: Monday, December 22, 2025 Time: 10:00 a.m. Location: Virtual

Motion to close meeting made by: Regent Carter

Seconded by: Regent Ferreras-Copeland

Members voting in favor: All Regents in attendance

Opposed:

Abstaining:

Absent: Regents Malcom and Stokes

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

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

(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.
- (15) To discuss cybersecurity, if the public body determines that public discussion would constitute a risk to: (i) security assessments or deployments relating to information resources technology; (ii) network security information, including information that is: 1. Related to passwords, personal identification numbers, access codes, encryption, or other components of the security system of a governmental entity; 2. Collected, assembled, or maintained by or for a governmental entity to prevent, detect, or investigate criminal activity; or 3. Related to an assessment, made by or for a governmental entity or maintained by a governmental entity, of the vulnerability of a network to criminal activity; or (iii) deployments or implementation of security personnel, critical infrastructure, or security devices.

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.

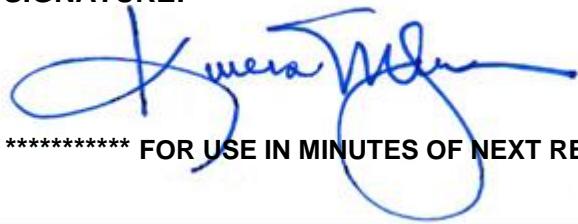
FOR EACH CITATION CHECKED ABOVE, THE REASONS FOR CLOSING AND TOPICS TO BE DISCUSSED:

1. To consider Amendments to Supplemental Retirement Plan Documents - 403(b) and 401(a).

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:

A handwritten signature in blue ink, appearing to read "Kweisi Mfume".

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

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