



Baylor University

MINUTES BAYLOR UNIVERSITY BOARD OF REGENTS

November 1, 2019

Regents present: Jerry Clements, Chair, Melissa Mines, Vice Chair, Randy Pullin, Vice Chair, Jay Allison, Joel Allison, Ken Carlile, Jennifer Elrod, Sarah Gahm, Shelley Giglio, Cary Gray, Larry Heard, Milton Hixson, Dan Hord, Neal Jeffrey, Mark Lovvorn, Katie Jo Lunningham, Rene Maciel, Jill Manning, Mark McCollum, Michael McFarland, Bill Mearse, Alicia Monroe, Todd Reppert, Clifton Robinson, Mark Rountree, Manny Ruiz, David Slover, Kim Stevens, Julie Turner, Dennis Wiles, Gordon Wilkerson, Malcolm Foley, Cassidy Parshall, Mark Petersen, Dusty Sanderson, Randy Umstead*

Regents absent: Bill Simon, Gaynor Yancey

Staff present: President Linda Livingstone; Kristy Orr, Board Professional; Christopher Holmes, Corporate Secretary and General Counsel; Sarah Schmuck, Board Relations Specialist, and other staff

* called-in to the meeting via conference call

Jerry Clements, Chair of the Board of Regents for Baylor University called the meeting to order at 12:00 p.m. on Friday, November 1, 2019. Mr. Holmes certified that a quorum was present. Mr. Sutton Lowe gave a devotional and opened the meeting with prayer.

The meeting continued with a working lunch consisting of a Christian Research Panel moderated by Vice Provost and Dean, Larry Lyons.

UNANIMOUS CONSENT AGENDA ITEMS

Afterwards, Chair Clements asked for the approval of the July 2019 regular meeting minutes. Regent Sanderson made the motion and it was seconded. The motion carried unanimously.

Chair Clements asked for the adoption of the Signature Authorization Resolution. Regent McLane made the motion and it was seconded. The motion carried unanimously.

PRESIDENT'S REPORT

Before the report began, a memorial video was played honoring former Regent Mark Hurd.

Afterwards, President Livingstone reviewed the current campus stress points and gave an update on the Baylor Conversation Series. She then reviewed the progress of the presidential goals.

INFORMATION ITEMS

1. Academic Affairs Committee Report

Regent Elrod gave the group a briefing on Baylor's academic strategic plan, *Illuminate*, and its specific and measurable goals.

2. Advancement and Development Committee Report

Regent Hord charged his fellow regents to support *Illuminate* with giving and gave a briefing on development productivity and campaign progress reports.

3. Audit Committee Report

Regent Manning reported that the committee has affirmed Grant Thornton as auditors for the upcoming fiscal year and briefed the group on cyber-security week, ITS passwords and extended help desk hours. It was also reported that the internal audit plan for the next year had been approved. Conflict of Interest forms that were once in paper form are set to be automated in the next year. An EthicsPoint update was also given.

4. Compliance and Regulatory Affairs Committee Report

Regent Pullin briefed his fellow regents on the centralization of university policies and the original timeline of December 2020. It was also reported that the university code of conduct has been completed and approved as well as the standardized completion of policies on policies. Eighteen risk areas have currently been identified and are growing.

5. Finance and Facilities Committee Report

Regent Heard briefed the group on the ERP planning, enrollment, assets and liabilities, endowment performance and cash on hand.

6. Nominating, Governance and Regent Leadership Committee Report

Regent Rountree gave a report on this year's alumni-elected regents process and commencement of governance practices. He also gave a briefing on internal governance including vice chairs, the regent emeriti program, and current Board composition and size.

7. Student Life Committee Report

Regent Stevens emphasized the faith and formation character study as reported by student leaders. She also referred to the LGBTQ student panel.

8. University Leadership and Compensation Committee Report

Regent McCollum outlined the annual report and updated the group on personnel procedures including employee leave. He concluded his report with a briefing on the university's dean searches from departments across the university as well as an emergency succession plan.

VI. EXECUTIVE COMMITTEE REPORT

Chair Clements highlighted her goals for the upcoming year including improving communication and transparency and keeping the Board focused on big ideas and bold vision. She also stressed that she would like to see Board leadership stabilized in the long term. Chair Clements drew attention to the BEAR sub-committee and the ECO task force. She also reported that the Title IX policy changes have been approved and that Coach Matt Rhule's contract has been given an extension. Chair Clements then asked for any comments from the Board regarding the two panels that took place. A discussion followed.

VII. ITEMS FOR BOARD ACTION

1. Mark and Paula Hurd Welcome Center - Phase I and Design Approval

Regent Heard brought a motion before the Board for the approval of \$5,000,000 for the Mark and Paula Hurd Welcome Center Phase I and Design. The total projected budget is \$60,000,000. After Regent Heard read the approval request, Chair Clements called for the approval. The motion was approved unanimously and did not require a second since the motion came from the committee.

2. Basketball Pavilion – Phase I and Design Approval

Regent Heard brought a motion before the Board for the approval of \$8,600,000 for Phase I and Design of the new Basketball Pavilion. The total projected budget is \$105,000,000. After Regent Heard read the approval request, Chair Clements called for the approval. The motion was approved unanimously and did not require a second since the motion came from the committee.

3. BRIC Fit-Up of Shared Research Lab

Regent Heard brought a motion before the Board for the approval of \$1,250,000 for the BRIC Shared Research Lab Fit-Up. After Regent Heard read the approval request, Chair Clements called for the approval. The motion was approved unanimously and did not require a second since the motion came from the committee.

4. BRIC Lease Termination Approval

Regent Heard brought a motion before the Board for the approval to terminate the BRIC Lease with TSTC which allows Baylor University to gain 45,000 square feet of repurposed space vs. building new space. The cost to terminate lease is \$5,000,000. After Regent Heard read the approval request, Chair Clements called for the approval. The motion was approved unanimously and did not require a second since the motion came from the committee.

5. Approval of Regent Selection Task Force Committee Membership

Regent Rountree called for the approval of the regent selection task force committee membership changes. These redline changes were shown on the boardroom screen. Afterwards, Chair Clements called for the approval of these changes. The motion passed unanimously.

There being no further business to discuss, Mr. McCollum made a motion to adjourn, seconded by Regent McLane. The Board adjourned at 3:56 p.m.



Kristy Orr, Board Professional