

REVISED



USM Board of Regents
Committee on Organization and Compensation
June 12, 2019
USG, Building II, Multipurpose Room

AGENDA FOR OPEN SESSION

8:30 a.m.

Call to Order

Regent Rauch

1. Policy Reviews
 - a. 1-4.00: Policy on Institutional Advisory Boards (action)
 - b. 1-3.00: Policy on University System Student Council (action)
2. BOR Policy Review Annual Report (information)
3. Changes to Committee on Organization and Compensation (discussion)
4. Chancellor Search Guidelines (action)
5. Convene to Closed Session (action)



BOARD OF REGENTS

SUMMARY OF ITEM FOR ACTION,
INFORMATION OR DISCUSSION

TOPIC: Policy Reviews

COMMITTEE: Committee on Organization and Compensation

DATE OF MEETING: June 12, 2019

SUMMARY: The Committee on Organization and Compensation will review proposed revisions to the following policies: I-4.00: Policy on Institutional Advisory Boards and I-3.00: Policy on University System Student Council. Redlined versions of the policies are attached.

ALTERNATIVE(S): Policies will not be changed.

FISCAL IMPACT: Minimal fiscal impact.

CHANCELLOR'S RECOMMENDATION: The Chancellor recommends that the Committee accept the proposed changes to the policies.

COMMITTEE ACTION: DATE: June 12, 2019

BOARD ACTION: DATE:

SUBMITTED BY: Denise Wilkerson, dwilkerson@usmd.edu, 410-576-5734 or 301-445-1906

I-4.00 POLICY ON USM AND INSTITUTIONAL BOARDS AND COMMISSIONS

(Approved by the Board of Regents February 1, 1989 and March 1, 1989; revised April 16, 2004; revised June 17, 2011; revised June 21, 2019)

A. Institutional Board of Visitors

1. Each President may establish an institutional advisory board, to be called a Board of Visitors, as authorized in Section 12-109(E)(16) of the Education Article, to provide advice, assist in community relations, assist in institutional development, or provide other assistance requested by the President to enhance the institution.
2. Prior to the establishment of a Board of Visitors, each President shall submit to the Chancellor for approval by the Board of Regent a proposal for such a Board, to include the proposed role of the Board and the number and composition of its membership.
3. Members of a Board of Visitors may be drawn from the general public and from the campus. Because such a Board may advise the President on institutional policies, membership may not include members of the University System of Maryland Board of Regents or the Maryland Higher Education Commission, elected State officials, or appointed State officials of cabinet rank. Members serve at the pleasure of the President or for a term as established in the proposal or in the bylaws. The names of the member shall be submitted to the Chancellor.
4. Once approved, the proposal may be amended on the recommendation of the President and the approval of the Board of Regents. Proposals to amend may include changes in the number and composition of the membership, the role of the Institutional Board, or its abolition.
5. The President shall call the meetings of the Board and shall set the agenda.
6. Members shall serve without compensation but shall be entitled to reimbursement for expenses in accordance with the State Standard Travel Regulations.
7. Members shall not take any actions which conflict with their roles as a member of the Board of Visitors.

- 8. Presidents shall inform members of their responsibilities and of the requirement to avoid conflicts.
- 9. Presidents may remove any member who, in the judgment of the President, has a conflict of interest.

B. Advisory Boards to Departments, Schools or Colleges, Centers, Institutes or Regional Centers

1. Deans, Department Chairs and Directors of Centers and Institutes affiliated with USM institutions may establish Advisory Boards to provide advice, assist in community relations and fund-raising, or provide other assistance requested by the Dean, Chair, Director or Regional Center Executive Director to benefit or enhance the specific unit.

2. Members of such advisory boards may be drawn from the general public, the alumni base or from the institution. Members serve at the pleasure of the head of the unit or for a pre-determined term of office. Unlike boards advising Presidents directly, these advisory boards may include members of the USM Board of Regents or other public officials since they do not advise on institutional policy. The members of these boards shall be approved by the institutional President. The President shall inform the Chancellor of any members who are Regents or public officials.

3. The Dean, Chair, Director or Regional Center Executive Director shall call the meetings of the Board and shall set the agenda.

4. Members of the USM regional center advisory boards are appointed according to the bylaws approved for each center by the Board of Regents. Members of the USM regional center advisory boards may be drawn from the general public, System alumni, and local or regional offices and organizations. The bylaws of the regional center may stipulate that certain educational, legislative, industry and administrative offices, including the USM Board of Regents, have a representative appointed to the advisory board. Members of the regional center advisory boards are appointed by the Chancellor based on nominations submitted by the Executive Director and serve for a pre-determined term of office.

5. Members of these Boards will be expected to be advocates for the unit they advise and will be expected to be supportive of the unit, the institution and the USM.

6. Members shall serve without compensation but shall be entitled to reimbursement for expenses in accordance with the State Standard Travel Regulations.

7. Members shall not take any actions which conflict with their roles as Advisory Board members. Presidents or Regional Center Executive Directors may remove any member who, in the judgment of the President or Regional Center Executive Director, has a conflict of interest.

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C. Other Boards, Commissions, Committees, Councils or Similar Advisory Bodies

1. From time to time, the chancellor or a USM institution president may establish an ad hoc commission, committee, council or similar advisory body ("Commission" or "Commissions") to provide advice regarding, or conduct an investigation of, a particular discrete matter. Prior to the establishment of any Commission, the chancellor (if the chancellor will be establishing the Commission) or institution president (if such president is establishing such Commission) shall inform the Board of Regents of the charge to such body and the terms upon which members will be appointed. Members of such Commissions shall comply with all applicable laws and policies related to service on such Commissions and shall notify the chancellor or institution president, as applicable, of any real or perceived conflict of interest related to service on the Commission at the time of appointment or at such time as the conflict arises. In addition, no member of such Commission shall receive compensation for service on such Commission, other than reimbursement for reasonable out-of-pocket expenses in accordance with State Standard Travel Regulations. The preceding sentence shall not apply to the governing board of a tax-exempt organization associated with the USM or an institution which (a) was in existence as an entity described in Section 501(c)(3) prior to 2019; and (b) described its compensation arrangements in the entity's Internal Revenue Service application for Status as a tax exempt organization upon initial organization.

2. If the services of professionals are necessary to support the work of a Commission, such services shall be procured consistent with USM Procurement Policies and Procedures, BOR VII-3.00, as well as all other BOR policies and applicable law. Consistent with the principles of shared governance, the Board of Regents may modify the existing policies to require BOR approval for cumulative professional services costs to support a Commission and its members in excess of \$500,000. No remuneration for professional services may be provided to any Commission member, a member's immediate family member, or any member of the Commission member's household, or to any entity in which a Commission member, the member's immediate family members, or any member of the Commission member's household has a financial interest.

USM Bylaws, Policies and Procedures of the Board of Regents

I-3.00-UNIVERSITY SYSTEM OF MARYLAND
STUDENT COUNCIL (Approved by the Board of
Regents, August 30, 1988; amended July 13, 2001;
amended April 13, 2012; amended.)

~~Section Md. Code Ann., Education, § 12-201 of Education, Annotated Code of Maryland,~~
calls for the Board of Regents to establish a University System Student Council that "shall
serve in an advisory capacity to the Chancellor" and "may, from time to time, make reports
and recommendations to the Board." Such a Council will provide a mechanism for the
consideration of matters of System-wide concern to students within the System and enable the
students to speak on such matters with unity and visibility. Consistent with the principles of
shared governance, the University System of Maryland Student Council and the Chancellor
jointly will develop for submission to the Governor a list of at least three nominees, each from
a different USM institution, for ~~the~~ a Student Regent position.

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~~The Student Council will recommend two students to the Chancellor who will, upon approval
by the Chancellor, serve on any thorough search for a President of any constituent institution—
hereafter the Institution. These two students must be either (1) the Council representatives from
the Institution or (2) be appointed by (1). If no representatives exist for this institution, the
Council will work with the Chancellor to ensure student consultation in the search for a
President, consistent with the principles of shared governance.~~

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Consistent with the principles of shared governance, in any thorough search for a President of a
USM constituent institution (hereafter "the Institution"), the Student Council will recommend
for consideration by the Chancellor two students FROM THE CONSTITUENT INSTITUTION
AT WHICH THE SEARCH IS BEING CONDUCTED to serve on the search committee or
will assist the Chancellor in reviewing nominations for students to serve on the search
committee.

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The Council shall include two representatives from each degree-granting institution and regional
center in the System, selected in a manner determined by each institution and regional center.
The Council will vote on a one institution, one vote basis. In addition to the ~~26~~[UPDATE
NUMBER TO REFLECT USMSM] Council representatives, there will be a chair elected by the
membership. ~~The~~ A Student Regent shall also serve on the council ex officio. The
representatives shall serve one-year terms; they may be re- appointed for subsequent terms as
long as they remain students in good standing.

The Student Council shall, from time to time, present reports to the Board of Regents at regular
meetings.



BOARD OF REGENTS

SUMMARY OF ITEM FOR ACTION,
INFORMATION OR DISCUSSION

TOPIC: BOR Policy Review Annual Report

COMMITTEE: Organization and Compensation

DATE OF MEETING: June 12, 2019

SUMMARY: The USM Board of Regents follows a comprehensive approach, approved by the Organization and Compensation Committee, for the review of BOR bylaws and policies that provides for a review of bylaws and policies on a 4-year cycle. The attached annual report lists the bylaws and policies reviewed in FY 2019.

ALTERNATIVE(S): Information item

FISCAL IMPACT: Minimal

CHANCELLOR'S RECOMMENDATION: Information item

COMMITTEE ACTION: Information item only.

DATE: June 12, 2019

BOARD ACTION:

DATE:

SUBMITTED BY: Denise Wilkerson, dwilkerson@usmd.edu, 410-576-5734

Review of BOR Bylaws and Policies
FY 2019 Annual Report
June 2019

I. Finance Committee

Financial Affairs:

1. V-2.10 Policy on Reports on Intercollegiate Athletics – REVIEW COMPLETE/PROPOSED CHANGES DEFERRED
2. VIII-11.00 Policy on University System Travel – REVIEWED/REVISIONS DEFERRED
3. VIII-11.10 Schedule of Reimbursement Rates – REVIEWED/COMPLETE
4. IX-2.00 Policy on Affiliated Foundations – REVIEW UNDERWAY/REVISIONS IN PROCESS/POLICY TO BE DIVIDED INTO TWO NEW SEPARATE POLICIES
5. VIII-5.30 Policy on Endowment Fund Spending Rule - REVIEWED / NO CHANGES
6. VIII-5.40 Policy on Management of the Endowment Fund – REVIEWED / NO CHANGES
7. VIII-5.50 Policy on Endowment Funds Investment Objectives – REVIEWED / NO CHANGES

Tuition and Fees:

8. VIII-2.70—Policy on Student Classification for Admission and Tuition Purposes – UPDATED/REVISED

Capital Planning:

9. VIII-10.00 Policy on Facilities Master Plans – REVIEWED/POTENTIAL CHANGES
10. VIII-10.10 Policy on Facilities Renewal for Auxiliary and Non-Auxiliary Capital Assets – REVIEWED/NO CHANGES NECESSARY
11. VIII-10.20 Policy on the Capital Budget of the USM – AMENDED IN 2016. REVIEWED/NO CHANGES NECESSARY
12. VIII-10.30 Policy on Authority Concerning Certain Public Improvement Projects – REVIEWED/NO CHANGES NECESSARY
13. VIII-10.40 Policy On Community Notification Of Capital Projects – REVIEWED/NO CHANGES NECESSARY

Procurement:

14. VI-3.00 Policy on Advertising – REVIEWED/NO CHANGES NECESSARY
15. VIII-4.00 Policy on Acquisition, Disposition, and Leasing of Real Property – UPDATED/REVISED
16. VII-4.01 Procedures for the Acquisition and Disposition of Real Property – UPDATED/REVISED
17. VIII-3.00 USM Procurement Policies and Procedures—Revisions to Appendix A: USM Uniform Terms and Conditions – UPDATED/REVISED

Human Resources:

18. II-2.25 Policy on Parental Leave and other Family Supports for Faculty – UPDATED/REVISED
19. II-2.30 Policy on Sick and Safe Leave for Faculty Members – UPDATED/REVISED
20. VI-1.05 Policy of Non-Discrimination on the Basis of Sexual Orientation - REVIEWED
21. VI-11.00 University of Maryland System Policy on AIDS – REVIEWED
22. VII-1.22 Policy on Separation for Regular Exempt Staff Employees – REVIEW UNDERWAY
23. VII-1.40 Policy on Contingent Status Employment for Nonexempt and Exempt Staff Employees – UPDATED/REVISED
24. VII-7.45 Policy on Sick and Safe Leave for Exempt and Nonexempt Staff Employees – UPDATED/REVISED

25. VII-7.49 Policy on Parental Leave and other Family Supports for Staff – UPDATED/REVISED
26. VII-8.00 Policy on Grievances for Nonexempt and Exempt Staff Employees – UPDATED/REVISED*
27. VII-x.xx Policy On Sick and Safe Leave for Certain Eligible Contingent Category I and Other Part-Time, Hourly, or Non-Regular Staff and Student Employees – NEW Information Technology:
28. X-1.00 Policy on USM Institutional Information Technology—USM IT Security Standards – UNDER REVIEW

**item presented to Board via Committee on Organization and Compensation*

II. Education Policy and Student Life Committee

1. II-1.35 Policy on Faculty Workload and Responsibilities - REVISED
2. III-3.00 Policy on the Awarding of Honorary Degrees - REVISED
3. VI-11.00 Policy on AIDS – RESCINDED
4. I-3.01 Student Council Constitution - REVIEWED

III. Advancement Committee

1. VI-4.00 Policy on the Naming of Facilities and Academic Programs – UNDER REVIEW

IV. Economic Development Committee

1. IV-3.20 Policy on Intellectual Property – UNDER REVIEW

V. Organization and Compensation Committee

1. VII-10.0: Policy on BOR Review of Certain Contracts and Employment Agreements – REVIEWED
2. IX-1.0: Policy on Government Relations – REVISED
3. VII-8.00: Policy on Grievances for Nonexempt and Exempt Staff Employees – UNDER REVIEW
4. I-4.00: Policy Concerning the Establishment of Institutional Boards – UNDER REVIEW
5. I-3.00: Policy on University System Student Council – UNDER REVIEW
6. VI-1.00: Policy on Affirmative Action and Equal Opportunity – UNDER REVIEW
7. VI-1.05: Policy on Non-Discrimination on the Basis of Sexual Orientation – UNDER REVIEW
8. VI-1.10: Policy on Acts of Violence and Extremism – UNDER REVIEW
9. VI-7.00: Policy on Chaplains – UNDER REVIEW

VI. Audit Committee

1. Committee on Audit Charter – REVIEWED. NO CHANGES NECESSARY
2. Board of Regents Bylaws Section 3. Committee on Audit - REVIEWED. NO CHANGES NECESSARY
3. Policy VIII-7.20 - Policy on External Audits – REVISED APRIL 2019



BOARD OF REGENTS

SUMMARY OF ITEM FOR ACTION,
INFORMATION OR DISCUSSION

TOPIC: Proposed Changes to the Committee on Organization and Compensation

COMMITTEE: Committee on Organization and Compensation

DATE OF MEETING: June 12, 2019

SUMMARY: On April 19, 2019, the Board voted to accept the recommendations outlined in the Association of Governing Board’s assessment report of the Board of Regents governance. Implementation of these recommendations has implications for the responsibilities and work of the Committee on Organization and Compensation and would include:

- Changing the committee name to the Governance and Organization Committee to reflect more accurately the committee’s increased role in Board governance.
- Clarifying the work of committees through a review of committee charges, practices, and agenda setting.
- Leading any revisions to the Bylaws that address legislative action, governance recommendations, and best practices.
- Conducting annual and periodic comprehensive evaluations for the Chancellor, Board Chair, and Board
- Developing a more effective Board orientation and development program.
- Developing processes and approaches to achieve greater Board transparency.
- Defining the role of Board Chair.

ALTERNATIVE(S): The committee can choose not to discuss this topic.

FISCAL IMPACT: TBD.

CHANCELLOR’S RECOMMENDATION: The Chancellor recommends that the Committee discuss the proposed.

COMMITTEE ACTION: DATE: June 12, 2019

BOARD ACTION: DATE:

SUBMITTED BY: Denise Wilkerson, dwickerson@usmd.edu, 410-576-5734 or 301-445-1906



BOARD OF REGENTS

SUMMARY OF ITEM FOR ACTION,
INFORMATION OR DISCUSSION

TOPIC: Chancellor’s Search Guidelines

COMMITTEE: Committee on Organization and Compensation

DATE OF MEETING: June 12, 2019

SUMMARY: The Committee on Organization and Compensation will review the Guidelines for the Selection of the Chancellor and make any necessary changes.

ALTERNATIVE(S): The Committee could choose not to discuss the guidelines.

FISCAL IMPACT: Minimal fiscal impact.

CHANCELLOR’S RECOMMENDATION: The Chancellor recommends that the Committee review the guidelines and make any necessary changes.

COMMITTEE ACTION: DATE: June 12, 2019

BOARD ACTION: DATE:

SUBMITTED BY: Denise Wilkerson, dwilkerson@usmd.edu, 410-576-5734 or 301-445-1906



GUIDELINES FOR THE SELECTION OF THE CHANCELLOR

(Adapted from the Guidelines for the Selection of University Presidents approved by the Board of Regents February 22, 2019)

Purpose

The purpose of these guidelines is to establish a general procedural framework for the search and selection of the University System of Maryland (“USM” or “System”) Chancellor.

Selection and Appointment of a Chancellor

The final selection and appointment of the USM Chancellor is, by law, the responsibility and prerogative of the Board of Regents (“BOR” or the “Board”). All other elements of the search process under these guidelines are designed to assist the Board in meeting that responsibility in a manner responsive to the leadership needs of the System.

To facilitate the recruitment of a high caliber candidate pool, the search for the USM Chancellor, as in the case of USM Presidents, will be conducted as a closed search, meaning the identity of candidates will not be publicly disclosed during the search process. At the same time, a closed search process should be inclusive and reflect input from key stakeholders, such as the university presidents, USM shared governance advisory councils, and System office staff, such that the selection of the Chancellor is a product of stakeholder engagement.

Chancellor Search Process

The Board Chair will launch the start of a chancellor’s search by meeting with system stakeholders to discuss the search and to invite nominations for members of the search committee. Thereafter, the Board Chair will appoint a search committee (see below for more information on the search committee composition and responsibilities), with Board approval. The Board Chair may chair the search committee or may identify another member of the Board of Regents to serve as chair of the search committee. The Board may, but is not required to, employ an executive search firm to assist with the process. Once the committee has been established, the Board Chair will give the search committee its charge.

The search committee will develop procedures that will govern the conduct of the search. It should, to the best of its ability, adhere to these guidelines.

The search committee and the executive search firm consultant(s), if applicable, will meet with various persons or groups with interest in the work of the USM—in groups and individually – to ascertain criteria and skills desired in a new chancellor. In consultation with and subject to the approval of the Board Chair, the executive search firm will develop a comprehensive leadership profile, which includes information about the system and, more importantly, includes a statement of professional qualifications and personal qualities sought in the individual to be selected as chancellor.

The search committee will conduct thorough search for qualified candidates, using the search firm (if applicable) and its own contacts and soliciting the assistance of appropriate individuals or organizations. Additionally, the committee will undertake recruitment efforts to include advertising in key national publications and other means to disseminate information about the availability of the position.

The search committee will review and discuss candidate submissions, and then select and interview a group of semi-finalist candidates. Typically, the semi-finalist group will be 6-10 candidates, and the interviews will be conducted as “airport interviews” over a period of two days. After these interviews and deliberation on the semi-finalists, the committee should identify two to four finalists from the semi-finalist pool for consideration by the Board of Regents.

Prior to the search committee’s submission of the list of finalists to the Board Chair, the search firm should conduct background and reference checks on each finalist. If a search firm was not utilized in the search process, then the search committee shall employ a professional reference checker to ensure thorough, consistent, and fair use of sources of references on candidates, including checking references other than those submitted by the candidates.

The search committee should submit to the Board Chair the names of the finalists, unranked, together with all relevant information, and a written report of the Committee’s assessment of the strengths and weaknesses of each finalist. Following receipt of the report of the search committee, the Board Chair will consult with the search committee chair along with the search firm consultant(s) or the professional reference checker (if separate from the search service) and conduct any further reference checks that may be appropriate.

The Office of the Chancellor will arrange for interviews of the finalists by the Board of Regents. Additionally, the search committee chair will personally brief the Board on the work and recommendations of the search committee.

Following the interviews of the final candidates, the Regents will either proceed to select the successful candidate or charge the committee to present other names.

Following the Regents’ selection, the Board Chair, in consultation with the advice of the Office of the Attorney General, will negotiate the terms of appointment, compensation, and other details with the successful candidate. Formal appointment by the Board of Regents and public announcement of the appointment will follow.

Search Committee

The search committee will normally consist of 10 - 12 persons selected by the Board Chair, including the committee chair. In selecting the search committee, the Board Chair will seek to create a committee including persons with knowledge and experience in functions that are tied to essential areas of the job functions of the USM chancellor and representatives of the broader USM community. It is essential that the members of the Committee see themselves and function not as representatives of particular special interest groups, but as members of a team dedicated to a single objective: the identification and recommendation of the strongest possible candidates for the Chancellorship of the University System of Maryland.

The Board Chair will designate a USM liaison to the search committee. The function of the USM liaison is to provide to the committee a direct and immediate source of informed advice as its work proceeds. The USM liaison is not a voting member of the committee.

Search Committee Staff Support

The Chancellor, in consultation with the Board Chair, will arrange staff support for the search committee. In most cases, the primary staff support for the committee will come from the System Office and will assist in such matters as: providing advice and assistance to the chair of the search committee in handling committee documents and communications; providing assistance in preparing committee reports to the Board Chair; providing liaison between finalist candidates and the Board Chair in the final stages of the process; and maintaining the permanent records of the search.

Responsibilities of the Search Committee

The primary responsibilities of the search committee are three-fold:

- 1. To develop a broad and deep pool of strong candidates, through a national and proactive search using multiple methods to develop the candidate pool;**
- 2. To select from that pool, with care, deliberation, and thoroughness, a group of no fewer than two and no more than four finalist candidates to be recommended to the Regents, unranked.**
- 3. To adhere to a strict code of confidentiality.**

In meeting its primary responsibilities, the search committee will:

- Agree on a statement of professional qualifications and personal qualities sought in the individual to be selected as Chancellor, in consultation with and subject to the approval of the Board Chair.
- Review the evolving role of a higher education system head in today's environment and develop a set of criteria that recognizes and encourages both traditional academic candidates and non-traditional candidates.
- Ensure that the search is demonstrably conducted in a manner consistent with both the letter and the spirit of relevant equal opportunity and diversity policies and requirements.
- Screen candidates fairly and consistently, using evaluative criteria based on the professional qualifications and personal qualities sought.
- Maintain confidentiality during the entire process to protect the candidates, the integrity of the process, and the interests of the institution. Only the University System Office, at the direction of the Board Chair, should disclose information about the status of the search.

Duration of Searches

It is extremely important that a search be conducted expeditiously, in order to protect the candidate pool and the semi-finalist and finalist groups from erosion by competing searches, and to impress upon candidates the seriousness and professionalism with which the search is conducted. Every effort must be made to avoid the deleterious consequences that can accompany a lengthy search process. The Regents expect that a search for a chancellor should normally lead to the appointment of a chancellor within six months following the initiation of the process with the first meeting of the search committee.

It is recognized that the nature of the academic calendar or other circumstances may in some cases compel extending the search period.

Costs of the Search

Costs of a Chancellor's search will normally be borne by the USM office.



BOARD OF REGENTS

SUMMARY OF ITEM FOR ACTION,
INFORMATION OR DISCUSSION

TOPIC: Convening Closed Session

COMMITTEE: Committee on Organization and Compensation

DATE OF MEETING: June 12, 2019

SUMMARY: The Open Meetings Act permits public bodies to close their meetings to the public in special circumstances outlined in §3-305 of the Act and to carry out administrative functions exempted by §3-103 of the Act. The Board of Regents will now vote to reconvene in closed session. As required by law, the vote on the closing of the session will be recorded. A written statement of the reason(s) for closing the meeting, including a citation of the authority under §3-305 and a listing of the topics to be discussed, is available for public review.

It is possible that an issue could arise during a closed session that the Board determines should be discussed in open session or added to the closed session agenda for discussion. In that event, the Board would reconvene in open session to discuss the open session topic or to vote to reconvene in closed session to discuss the additional closed session topic.

ALTERNATIVE(S): No alternative is suggested.

FISCAL IMPACT: There is no fiscal impact

CHANCELLOR'S RECOMMENDATION: The Chancellor recommends that the Committee vote to reconvene in closed session.

COMMITTEE ACTION:

DATE:

BOARD ACTION:

DATE:

SUBMITTED BY: Denise Wilkerson, dwilkerson@usmd.edu, 301-445-1906



STATEMENT REGARDING CLOSING A MEETING
OF THE USM BOARD OF REGENTS
ORGANIZATION AND COMPENSATION COMMITTEE

Date: June 12, 2019
Time: Approximately 8:30 a.m.
Location: Multipurpose Room
Building II
USG

STATUTORY AUTHORITY TO CLOSE A SESSION

Md. Code, General Provisions Article §3-305(b):

- (1) To discuss:
 - [X] (i) The appointment, employment, assignment, promotion, discipline, demotion, compensation, removal, resignation, or performance evaluation of appointees, employees, or officials over whom it has jurisdiction; or
 - [X] (ii) Any other personnel matter that affects one or more specific individuals.
- (2) [] To protect the privacy or reputation of individuals with respect to a matter that is 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 preliminary 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) [X] To conduct collective bargaining negotiations or consider matters that relate to the negotiations.

FORM OF STATEMENT FOR CLOSING A MEETING

PAGE TWO

- (10) [] To discuss public security, if the public body determines that public discussions would constitute a risk to the public or 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 negotiation 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.

Md. Code, General Provisions Article §3-103(a)(1)(i):

- [] Administrative Matters

TOPICS TO BE DISCUSSED:

1. Briefing on collective bargaining negotiations at UMCES.
2. Ratification of collective bargaining MOU at UMCP.

3. Update on status of collective bargaining at USM institutions.
4. Information update regarding athletics employment contracts at TU and UMCP subject to review under BOR VII-10.0 Policy on Board of Regents Review of Certain Contracts and Employment Agreements.
5. Annual performance review of Chancellor's direct reports.
6. Presidential compensation discussion and action.
7. Discussion of an individual's personnel matter.

REASON FOR CLOSING:

1. To maintain confidentiality regarding collective bargaining negotiations (§3-305(b)(9));
2. To maintain confidentiality of discussion regarding specific employment agreements (§3-305(b)(1)(i) and (ii));
3. To maintain confidentiality of discussion regarding performance evaluations of individual personnel (§3-305(b)(1)(i));
4. To maintain confidentiality of discussions regarding employee compensation (§3-305(b)(1)); and
5. To maintain confidentiality with regard to a personnel matter involving a former employee (§3-305(b)(1)(ii)).