

INDEX REGULAR BOARD MEETING
AUGUST 14, 2020

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MINUTES
LSU BOARD OF SUPERVISORS MEETING
Royal Cotillion Ballroom, LSU Student Union
Louisiana State University
310 LSU Student Union, Baton Rouge, LA 70803
Friday, August 14, 2020 | Time: 10:00 a.m. CT

On Friday, August 14, 2020 prior to the start of the meeting, Messrs. Randy Morris, Patrick C. Morrow, and Collis B. Temple Jr. took the oath of office in the Board Room at the University Administration Building.

I. Call to Order and Roll Call

Ms. Mary Werner, Chair, called to order the Regular Meeting of the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College in the Royal Cotillion Ballroom of the LSU Student Union at Louisiana State University in Baton Rouge on August 14, 2020.

Present

Ms. Mary Werner, Chair
Mr. Robert S. Dampf, Chair-elect
Mr. James Williams, Past Chair
Mr. Jack "Jay" A. Blossman, Jr.
Mr. B. Wayne Brown
Mr. Stone Cox
Ms. Valencia Sarpy Jones
Mr. Lee Mallett
Mr. Randy Morris
Mr. Patrick C. Morrow
Mr. Rémy Voisin Starns
Mr. Collis B. Temple Jr.
Mr. Jimmie M. Woods, Sr.
Mr. Richard E. Zuschlag

Absent

Mr. Ronnie Anderson
Mr. Glenn Armentor
Ms. Valencia Jones

Ms. Jones participated in the meeting through remote means, and verified her participation to the Secretary immediately after roll call.

Also participating in the meeting were the following: Mr. Thomas Galligan, Interim President of LSU; Mr. Winston DeCuir, General Counsel for LSU; University officers; and, administrators of the campuses; faculty representatives; interested citizens and representatives of the news media.

II. Invocation and Pledge of Allegiance

The invocation was offered by Stone Cox, LSU Student Body President and student representative on the Board of Supervisors. The Pledge of Allegiance was led by Ricky Bryant, LSU Student Government representative.

III. Oath of Office for New Board Members

Ms. Werner administered the Oath of Office to new Board member, Mr. Richard E. Zuschlag, member-at-large.

IV. Public Comment

There were no individuals registered for public comment.

The Board recessed the regular meeting to convene the committee meetings.

V. Committee Meetings

5.A. Academic & Research Committee

Academic Committee member, Mr. Stone Cox, presided in the absence of Mr. Anderson and Mr. Armentor.

5.A.1. Request from LSU Health Sciences – New Orleans for Continued Designation of the Stanley S. Scott Cancer Center of Excellence

Upon motion by Mr. Mallett, and seconded by Mr. Zuschlag, the Committee recommended the following resolution for Board approval:

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors does hereby approve the request from LSU Health Sciences –New Orleans for continued designation of the Stanley S. Scott Cancer Center of Excellence, subject to approval by the Louisiana Board of Regents.

5.A.2. Request from LSU Health Sciences – New Orleans for Continued Designation of the Neuroscience Center of Excellence

Upon motion by Mr. Morrow, and seconded by Mr. Mallett, the Committee recommended the following resolution for Board approval:

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors does hereby approve the request from LSU Health Sciences –New Orleans for continued designation of the Neuroscience Center of Excellence, subject to approval by the Louisiana Board of Regents.

5.A.3. Request from LSU A&M for Conditional Approval of the Early Childhood Education Institute

Upon motion by Mr. Mallett, and seconded by Mr. Morris, the Committee recommended the following resolution for Board approval:

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors does hereby approve the request from LSU A&M for conditional, one-year approval of the Early Childhood Institute, subject to approval by the Louisiana Board of Regents.

5.A.4. Request from LSU A&M to Establish the LSU Pre-Engineering Pathway Gold STEM Seal Scholarship

Upon motion by Mr. Zuschlag, and seconded by Mr. Mallett, the Committee recommended the following resolution for Board approval:

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College does hereby approve the request from LSU A&M to establish the LSU Pre-Engineering Pathway Gold STEM Seal Scholarship.

5.B. Property & Facilities Committee

- 5.B.1. Request from LSU Health Sciences Center-New Orleans to Approve a Revision to a Prior Authorization to Enter into a Cooperative Agreement and Lease with the LSU Health Foundation, New Orleans to Develop New Student Housing

Upon motion by Mr. Williams, and seconded by Mr. Brown, the Committee recommended the following resolution for Board approval:

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College does hereby authorize the President of Louisiana State University, or designee, to execute a Cooperative Endeavor and Lease Agreement with LSU Health Foundation, New Orleans.

BE IT FURTHER RESOLVED that the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College does hereby authorize the President of Louisiana State University, or designee, to execute an Act of Donation with LSU Health Foundation, New Orleans and to accept from LSU Health Foundation, New Orleans the donation of the immovable property reflected on Exhibit A hereto.

BE IT FURTHER RESOLVED that the President of Louisiana State University, or designee, is authorized to (1) execute such other consents, approvals, amendments and agreements as are necessary to effectuate said Cooperative Endeavor and Lease Agreement, (2) to include in said Agreement and in such other consents, approvals, amendments and agreements those terms and conditions as he deems to be in the best interest of the Board of Supervisors of LSU and (3) to participate in the submission of said Agreement for consideration by the Louisiana State Bond Commission.

BE IT FURTHER RESOLVED that the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College, pursuant to the Uniform Affiliation Agreement by and between the LSU Board of Supervisors and the LSU Health Foundation, New Orleans finds an Acceptable University Purpose for the LSU Health Foundation, New Orleans to be party to the Cooperative Endeavor and Lease Agreement with the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College, and to be a party to such other agreements and documents as are necessary to effectuate said Cooperative Endeavor and Lease Agreement, including, but not limited to the Act of Donation by LSU Health Foundation, New Orleans to the LSU Board of Supervisors of the immovable property reflected on Exhibit A hereto and the Ground Sublease Agreement with Provident Group-HSC Properties, Inc., all as he deems to be in the best interest of the Board of Supervisors of LSU.

5.C. Legal Affairs Committee

- 5.C.1. Request to Clarify Previously Authorized Actions by the President

Upon motion by Mr. Morrow, and seconded by Mr. Starns, the Committee recommended the following resolution for Board approval:

NOW, THEREFORE, BE IT RESOLVED the Board of Supervisors of Louisiana State University and Agricultural & Mechanical College clarifies that any delegations conferred to a President prior

to January 1, 2020, are now conferred on the President, or a person acting in that capacity, at the time action is required to fulfill the Board's directives.

5.D. Audit Committee

The Audit Committee Meeting was called to order at 9:45 AM in the Olinde Career Center at the LSU Student Union.

Present

Mr. Lee Mallett, Chair
Mr. Jimmie Woods, Vice Chair
Mr. Jay Blossman
Mr. Robert Dampf
Mr. Rémy Starns
Mr. James Williams.

Absent

Mr. Ronnie Anderson
Mr. Glenn Armentor.

Also present were: Ms. Mary Werner, Mr. Wayne Brown, Mr. Stone Cox, Mr. Randy Morris, Mr. Pat Morrow, Mr. Collis Temple Jr., as well as President Tom Galligan, Chief Auditor Chad Brackin, and General Counsel Winston DeCuir Jr.

Mr. Brackin conducted a presentation on the information technology governance structure at the University, and cited risks of and to the IT system. The Committee asked the President if he could develop a plan for the October Board meeting and provide an update at the September Audit Committee meeting to which he consented.

A vote was taken to accept the report of the Chief Auditor. Upon motion by Mr. Woods and seconded by Mr. Dampf, the committee accepted the report.

VI. Reconvene Board Meeting

After adjournment of the Committee Meetings, the Regular Board Meeting was called back to order.

VII. LSU Board Bylaw Amendment

Approval to Amend the LSU Bylaws to Address Voting and Establish the Inclusion & Diversity Committee

Mr. Woods made a motion to amend the wording of the proposed committee name from Inclusion and Diversity Committee to Diversity and Inclusion Committee.

Upon motion by Mr. Dampf, and seconded by Mr. Zuschlag, the Committee recommended the following resolution for Board approval:

NOW, THEREFORE, BE IT RESOLVED the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College does hereby approve the amendments to Article V, Sections 4 through 7, of the Board Bylaws to read as follows:

Section 4. Voting

For voting to occur in a committee, a quorum must be present. All official actions of a committee require a favorable vote of the committee members present and voting, unless law requires approvals requiring different numbers or proportions of votes. Proxy voting is prohibited.

Section 5. Authority of Committees

The authority of committees of the Board shall be subject to these Bylaws and to the policies and direction of the Board.

Section 6. Standing Committees

Unless and until otherwise decided by the vote of a majority of the membership of the Board of Supervisors, the standing committees of the Board shall consist of the committees described below:

A. Executive Committee

The Chair and the Secretary to the Board shall be the chair and secretary respectively of the Executive Committee. The Chair-Elect and the Immediate Past Chair shall automatically be members of the executive committee. The Chair-Elect of the Board shall perform the duties of the Chair in the absence of the Chair. The Immediate Past Chair shall perform the duties of the Chair in the absence of the Chair and the Chair-Elect. In the event all three such officers are absent from a Board meeting, the committee shall elect a temporary chair from those present to preside over such meeting. The Executive Committee shall consist of no less than seven (7) members including the Chair of the Board, the Chair-Elect and the Immediate Past Chair, and such other members as the Chair may appoint. The Executive Committee shall consider such matters as shall be referred to it by the Board of Supervisors and shall execute such orders and resolutions as shall be assigned to it at any meeting of the Board. It shall be the further duty of the Executive Committee to take such action as may be necessary in the event that any emergency requiring immediate action shall arise between Board meetings. All acts of the Executive Committee shall be submitted to the Board for ratification, or rejection, at its next meeting, except in matters where the Board shall have delegated to the Executive Committee full power to act with respect to any matter. Affirmative action by a majority of the entire membership of the Executive Committee shall be required.

B. Academic and Research Committee

Normally, to this committee shall be referred all matters concerning the long-term academic goals of each campus, implementation strategies, analyses of campus enterprise-wide resources and mission objectives, student achievement issues, the review and approval of academic programs, centers, and institutes to advance the mission of the institution, faculty recruitment and development issues, issues of academic accountability, and the development of incentives for a competitive academic environment. This committee shall also be referred matters relating to the university's role in developing the research enterprise and diversifying the state's economy through the commercial transfer and development of research results. Issues will include research advancement and growth, including basic, applied and clinical research; technology transfer; intellectual property; strategies to maximize educational and economic opportunities; and focusing the university's intellectual capital to solve problems that are specific to or will benefit Louisiana.

C. Affiliated Organizations Oversight Committee

Normally, to this committee shall be referred matters relating to the university's relationship with affiliated organizations. The matters shall include agreements, leases, financials, and any other matters relevant to the relationship of the university to the organizations.

D. Athletic Committee

Normally, to this committee shall be referred matters of policy concerning intercollegiate athletics of the University. In acting upon said matters, the Committee shall have the benefit of the advice and recommendation of the appropriate Athletic Councils.

E. Audit Committee

Normally, to this committee shall be referred matters relating to the University Audit Plan, risk assessment, reviewing both internal and external audit reports, monitoring and auditing financial controls, and reviewing rules and regulations concerning compliance.

F. Diversity and Inclusion Committee

Normally, to this committee shall be referred matters related to inclusion, equity, and diversity in admissions, enrollments, or employment, as well as any associations or relationships involving the University.

G. External Affairs Committee

Normally, to this committee shall be referred matters pertaining to initiatives to enhance the university's overall reputation, mission and strategic objectives. The matters shall include the protection and promotion of the university's brand, updates on communications and branding of the university, and matters involving university communication initiatives. The committee shall also be referred matters pertaining to the coordination, development, and promotion of communication messages on significant policy matters. The committee shall assist in advocating for the needs of the university with various state and federal entities.

H. Finance Committee

Normally, to this committee shall be referred all matters related to administrative, financial and facility matters in support of issues or policies promoted or addressed by other committees. This committee shall develop strategies for revenue enhancement and diversification, expenditure efficiencies, and revenue reallocation. The committee in addition shall devise and coordinate employee benefit packages, oversee administrative operations and regulations, and coordinate facility and fixed asset management planning.

I. Healthcare and Medical Education Committee

Healthcare and Medical Education Committee Normally, to this committee shall be referred matters concerning the education and training of students, the operation and management of the LSU Health Sciences Centers, including all components of the Health Care Services Division.

J. Legal Affairs Committee

Normally, to this committee shall be referred matters relating to the university's legal and regulatory issues, including current and potential litigation; new or changing laws and regulations that may affect the University; university legal services related to patents, mineral rights, and contract negotiation; sexual harassment and Title IX compliance; and compliance with the Louisiana Code of Governmental Ethics.

K. Property and Facilities Committee

Normally, to this committee shall be referred all matters related to capital improvements, policies of management of all properties of the University, purchase or sale of land, lease or grant of rights in property, construction of buildings and other facilities, and other matters concerning the properties of the University.

Section 7. Special Committees

As the necessity therefore arises, the Chair may create special committees with such functions, powers, and authority as may be determined. Unless otherwise provided in the action creating such a committee, the Chair of the Board shall determine the number of its members and designate the chair and vice-chair thereof. The Chair may also appoint ad hoc committees for special assignments for specified periods of existence not to exceed the completion of the assigned task.

Section 8. Representative on Standing Committees of the Louisiana Board of Regents

In accordance with the provisions of R.S. 17:3399.5, the Chair shall appoint a member of the Board to represent the University on select standing committees of the Louisiana Board of Regents.

VIII. Approval of Meeting Minutes

Upon motion by Mr. Blossman, seconded by Mr. Dampf, the Board voted unanimously to approve the minutes of the Board meeting held on June 19, 2020.

IX. Personnel Actions Requiring Board Approval

Ms. Werner asked to recess into executive session to discuss the annual presidential evaluation. Motion by Mr. Woods to enter executive session, seconded by Mr. Dampf.

Upon their return, the Board voted unanimously to end executive session.

X. Reports from Council of Staff Advisors and Council of Faculty Advisors

Due to our format for this meeting the Council of Staff Advisors provided their report in writing, which included: constitution amendments update; remote working updates; LSU AgCenter events; and return to campus plans for various campuses.

Professor Jim Robinson provided a report on behalf of the Faculty Advisors. He reported on the following: faculty raises; graduate student tax; lack of COVID-19 testing centers; logistics of symptom checkers; lecture recordings; internal communications; correlation of smoking and COVID-19; and faculty representation on the Board of Supervisors.

XI. President's Report

President Galligan reported on the following topics: summer commencement statistics; return to campus plans; continuation of diversity and inclusion; building name committee; and faculty, staff and student recognition from the various campuses.

XII. Reports to the Board

There were three reports provided to the Board for approval: Approve 2021 Board Meeting Dates, FY20 4th Quarter Consolidated Investment Report, and 2020 Internal Audit Report.

Upon motion by Mr. Williams, seconded by Mr. Starns, the reports were unanimously approved.

XIII. Committee Reports

Ms. Werner stated she would entertain one motion from the full Board to approve all committee recommendations. Upon motion by Mr. Dampf, seconded by Mr. Blossman, the committee recommendations were unanimously approved.

XIV. Chair's Report

Ms. Werner reported on the following: thanked faculty and staff for their work thus far and in preparation for the new school year; welcome new Board members; and mission to serve 4-H students.

XV. Adjournment

Ms. Werner announced the next meeting would be September 11, 2020.

Upon motion by Mr. Williams, seconded by Mr. Starns, the meeting was adjourned.