

INDEX REGULAR BOARD MEETING
SEPTEMBER 11, 2020

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MINUTES
LSU BOARD OF SUPERVISORS MEETING
South Stadium Club, Tiger Stadium
Louisiana State University
N. Stadium Dr., Baton Rouge, LA 70803
Friday, September 11, 2020 | Time: 9:00 a.m. CT

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 South Stadium Club of Tiger Stadium at Louisiana State University in Baton Rouge on September 11, 2020.

Present

Ms. Mary Werner, Chair
Mr. Robert S. Dampf, Chair-elect
Mr. James Williams, Past Chair
Mr. Glenn Armentor
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

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 Everett Craddock, a junior engineering student at LSU. The Pledge of Allegiance was led by Mary Katherine Loos, a third year Paul M. Hebert Law Center student.

III. Public Comment

There were no individuals registered for public comment.

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

IV. Committee Meetings

4.A. Academic & Research Committee

Academic Vice Chair, Mr. Glenn Armentor, presided in the absence of Mr. Ronnie Anderson.

4.A.1. Request from LSUHSC- Shreveport for Initial Designation of the Patient-Centered Rehabilitation Center of Academic Excellence

Upon motion by Mr. Morris, 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 Center - Shreveport for initial designation of the Patient-Centered Rehabilitation Center of Academic Excellence, subject to approval by the Louisiana Board of Regents.

4.B. Finance Committee

4.B.1. Recommendation to Approve the Fiscal Year 2020-21 Operating Budget

Upon motion by Mr. Brown, and seconded by Mr. Dampf, 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 & Mechanical College does hereby approve the operating budget for the fiscal year ending June 30, 2021, providing:

- (a) Final approval and commitment authorization of funds for unrestricted educational and general, medical, and related expenses in the amount of \$1,061,703,600 for the campuses shown below

- LSU A&M
- LSU Agricultural Center
- LSU Alexandria
- LSU Eunice
- LSU Shreveport
- LSU Health Sciences Center, New Orleans
- LSU Health Sciences Center, Shreveport
- LSU Pennington Biomedical Research Center
- The Hospital and Central Office of the LSU Health Care Services Division

- (b) Commitment authorizations for auxiliary enterprises, grants and contracts, and other restricted funds estimated to be \$1,777,167,941.
- (c) Transactions included or referred to in the operating budget that otherwise require Board approval are not approved by mere inclusion in the operating budget.

BE IT FURTHER RESOLVED that each campus shall prepare a semi-annual financial report. The format of the report will include the following:

1. Budget and actual for unrestricted revenues by source of funds

2. Actual for unrestricted expenditures by object and by function
3. Beginning account balances and actual revenues and expenditures/transfers for restricted operations
4. Any significant changes in the budget that should be brought to the attention of the President and Board
5. An explanation of any significant reduction in anticipated revenues or significant increase in expenditures

Any subsequent modification to the reporting format will be approved by the President with notification to the Board.

4.B.2. Update on IT Governance Audit Action Plan

A brief report was given by Craig Woolley, LSU chief information officer.

No action was needed by the Board for this item.

4.C. Property & Facilities Committee

4.C.1. Request for Approval of the FY 2021-22 Five-Year Capital Outlay Budget Request and First Year Prioritized Categories for Louisiana State University.

Upon motion by Ms. Jones, seconded by Mr. Brown, the Committee recommended the following resolution for Board approval.

NOW, THEREFORE, BE IT RESOLVED by the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College that the following list of projects to be submitted to the Division of Administration in accordance with the provisions of La. R.S. 39:101 et seq. and first year prioritized project categories are approved and;

BE IT FURTHER RESOLVED, that the President of Louisiana State University, or his or her designee, be and he is hereby authorized to make adjustments as necessary in this request as circumstances dictate, including technical corrections, increasing or decreasing the amount requested for individual projects by not more than twenty percent (20%) of the amount approved in this resolution, combining or renaming projects and/or changing sources of funds and to add self-generated projects with individual project costs of less than \$1 million without further approval by the Board, provided, however, that such project additions be reported to the Board.

BE IT FURTHER RESOLVED that transactions included or referred to in the capital outlay request that otherwise require Board approval are not approved by inclusion in the capital outlay request per Article VII, Section 2, A of the Bylaws.

4.C.2. Request from LSU Health Care Services Division to Approve a Request to Sell the Former Earl K. Long Hospital Property

Upon motion by Mr. Temple, seconded by Mr. Williams, 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 hereby authorizes Thomas C. Galligan, Jr., Interim President of Louisiana State University, or his designee to:

1. Request the Division of Administration to approve the sale of the LSU Health Care Services Division property located at 5825 Airline Highway, Baton Rouge, and to handle the process of selling the property in accordance with all applicable laws; and
2. Request the Division of Administration to deliver the net sales proceeds to the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College for the benefit of the LSU Health Care Services Division be used for deferred maintenance issues.

BE IT FURTHER RESOLVED that Interim President Galligan be authorized to sell the former Earl K. Long site thereof, and that Interim President Galligan be authorized to execute an act of cash sale and any and all other documents necessary to accomplish the transaction and to include in such act of cash sale or other documents any terms and conditions as he deems to be in the best interest of LSU.

- 4.C.3. Request from LSU Health Sciences Center-New Orleans to Approve an Intent to Lease Agreement between the LSU Health Foundation and the LSU Board of Supervisors for the Lease of the Clinical Education, Dibert, and L&M Buildings

Upon motion by Mr. Williams, seconded by Ms. Jones, 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 his or her designee, to approve the proposed Intent to Lease Agreement (Agreement) with the LSU Health Foundation, New Orleans (Foundation) for the Clinical Education, Dibert, Butterworth, Hutchinson and L&M buildings and land.

BE IT FURTHER RESOLVED that the President of Louisiana State University, or his or her designee, is hereby authorized by and empowered for and on behalf of and in the name of the Board of Supervisors, in consultation with General Counsel, to include in the Agreement any and all provisions and stipulations that he deems in the best interest of the Board of Supervisors.

- 4.C.4. Request from LSU Health Sciences Center-Shreveport to Approve the Schematic Designs of the Center for Medical Education and Wellness

Upon motion by Ms. Jones, 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 approve the exterior elevations for the LSU Health Sciences Center-Shreveport's Center for Medical Education and Wellness.

- 4.C.5. Request to Authorize an Intent to Lease Agreement with the LSU Real Estate and Facilities Foundation for the Utilities Modernization Initiative

Mr. Woods recused himself from deliberation and voting of this item.

Original resolution as follows:

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College authorizes the President of LSU, or his or her designee, to execute an Intent to Lease agreement between LSU and the LSU Real Estate and Facilities Foundation (REFF), which agreement shall provide for, in addition to such other terms and conditions as the President or designee deems to be in the best interests of LSU, the following:

1. That REFF, through a competitive process consistent with the description provided above, and with the participation of appropriate LSU representatives, outside counsel, and the LSU Office of General Counsel, will select a private partner for leasing and/or operating the LSU central utilities plants and related utilities infrastructure, and negotiate the terms and conditions of one or more agreements with the selected private partner;
2. That any proposed agreements resulting from this process shall be subject to approval by this Board as provided in the Bylaws and the Uniform Affiliation Agreement;

AND, BE IT FURTHER RESOLVED that the various review, selection, recommendation, and negotiation processes conducted in accordance with the Intent to Lease Agreement shall be consistent with following principles:

1. The process shall be conducted with as much transparency as is practical, consistent with the statutorily-required private character of the REFF and the need to protect sensitive proprietary or competitive information submitted by private developers during the selection process;
2. The process shall align with the goals of LSU's Supplier Diversity Program;
3. The process shall be guided by the LSU Energy System Modernization Goals as set forth in Appendix IV attached hereto;
4. The location and construction of any improvements ultimately constructed by the private partner shall be consistent with the Comprehensive and Strategic Master Plan for the Flagship Campus;
5. LSU's primary goal is to obtain substantial improvements for its utilities infrastructure, and not necessarily to obtain any "monetization" or other up-front payments in consideration for the lease; and
6. LSU shall maintain full control over capital expenditures and similar investments made through the life of this initiative.

Motion by Mr. Williams, second by Mr. Mallett to amend resolution.

As amended, motion by Mr. Temple, second by Mr. Cox,

Adopted by roll call vote.

BE IT RESOLVED that the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College begin negotiations with the existing Cooperative Endeavor Agreement partners and set a deadline of ninety (90) days to reach a deal that is in the best interest of LSU on utilities modernization. If the University does not reach an agreement with either of those partners within the ninety (90) days, the University will initiate a competitive process.

Motion by Mr. Williams, second by Ms. Jones

BE IT RESOLVED the Board of Supervisors of Louisiana State University and Agricultural and Mechanical College authorizes the President of LSU, or his or her designee, to execute an Intent to Lease agreement between LSU and the LSU Real Estate and Facilities Foundation (REFF) for the purpose of utilities modernization, and which agreement shall provide for such terms and conditions as the President, or designee, deems to be in the best interests of LSU, and subject to the additional parameters of the amended motion offered by Mr. Williams.

4.D. Affiliation Organization Oversight Committee

4.D.1. The following items were conducted as one item with one vote:

1. Recommendation to Approve an Affiliation Agreement with the LSU Foundation
2. Recommendation to Approve an Affiliation Agreement with the LSU Alumni Association
3. Recommendation to Approve an Affiliation Agreement with the Tiger Athletic Foundation
4. Recommendation to Approve an Affiliation Agreement with the LSU Research Foundation
4. Recommendation to Approve an Affiliation Agreement with the LSU Real Estate and Facilities Foundation
5. Recommendation to Approve an Affiliation Agreement with the LSU Property Foundation

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

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors authorizes the President to execute the affiliation agreement with the LSU Foundation, as presented, including the Development Services Agreement (Exhibit E to the Affiliation Agreement).

BE IT FURTHER RESOLVED, the President, in consultation with the General Counsel, may make refinements to the Development Services Agreement with the LSU Foundation as needed that are in the best interests of LSU prior to execution.

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors authorizes the President to execute the affiliation agreement with the LSU Alumni Association, as presented.

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors authorizes the President to execute the affiliation agreement with the Tiger Athletic Foundation, as presented.

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors authorizes the President to execute the affiliation agreement with the LSU Research Foundation, as presented.

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors authorizes the President to execute the affiliation agreement with the LSU Real Estate and Facilities Foundation, as presented.

NOW, THEREFORE, BE IT RESOLVED that the Board of Supervisors authorizes the President to execute the affiliation agreement with the LSU Property Foundation, as presented.

V. Reconvene Board Meeting

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

VI. Approval of Meeting Minutes

Upon motion by Mr. Zuschlag, seconded by Mr. Williams, the Board voted unanimously to approve the minutes of the Board meeting held on August 14, 2020.

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

Professor Jim Robinson provided a report on behalf of the Faculty Advisors. He reported on the following: faculty cost of living raises; LSU censure list removal; COVID related losses; maternity coverage to dependents; problems with lecture video usage; and multiple representatives attending Board of Supervisors meetings.

Due to our format for this meeting the Council of Staff Advisors provided their report in writing.

VIII. Personnel Actions Requiring Board Approval

There were no personnel actions requiring Board approval.

Mr. DeCuir introduced Mr. Carranza Pryor as the new chief counsel for the LSU Health Sciences Center in Shreveport.

IX. Reports to the Board

There were two reports to the Board: 4th Quarter Informational Report and Semi-Annual Report Ending June 30, 2020.

Upon motion by Ms. Jones, seconded by Mr. Armentor, the Board voted unanimously to approve the reports.

X. Approval of Committee Reports

Mr. Woods and Mr. Blossman both stated they abstained from Item 5 of the Property and Facilities Committee: *“Request to Authorize an Intent to Lease Agreement with the LSU Real Estate and Facilities Foundation for the Utilities Modernization Initiative.”*

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

XI. President's Report

President Galligan gave an informative report on the following: impact of Hurricane Laura to the state and LSU campuses; recap of presidential term; COVID-19 testing and statistics; enrollment reports; program rankings and awards/acknowledgments; diversity and inclusion efforts; and a thank you to outgoing madam chair.

XII. Chair's Report

Ms. Werner expressed her sincerest appreciation to the LSU community and loved ones, and also shared her legacy as Chair.

XIII. Oath of Office for Chair

Mr. Ben Dampf administered the Oath of Office to Mr. Robert Dampf.

Mr. Dampf and Ms. Jones presented a resolution to Ms. Werner for her service as the 2019-2020 Chair. The Board voted unanimously to approve the following resolution.

WHEREAS, Mary L. Werner was appointed to the LSU Board of Supervisors on June 5, 2018, representing the Third Congressional District encompassing southwest Louisiana; and

WHEREAS, Werner was chosen among her peers as Chair-elect and assumed the role of Chair on September 13, 2019; and

WHEREAS, Werner began her year as Chair expending significant effort building relationships on behalf of LSU and demonstrating her diplomatic acumen in holistically advocating the policy goals of the University; and,

WHEREAS, the departure of a sitting president can be a tumultuous time of disarray for a university community, and, Werner acted deftly in identifying an interim University president; and,

WHEREAS, as the Chairwoman of an eight-campus university family, a multitude of priorities must be evaluated and executed, Werner did an excellent job of prioritizing university challenges;

WHEREAS, Werner was a stalwart supporter of athletics and was among the loudest boosters backing the LSU Tiger Football team for the National Championship victory; and,

WHEREAS, Werner has been a tireless backer of the LSU Eunice touting the success of the system's junior college and its exceptionally successful athletic programs; and

WHEREAS, Werner was a leader in decision-making for LSU when the world and the United States was confronted with the SARS-COVID-19 pandemic leading to the cancellation of in-person instruction, research, and service at the University in March 2020; and,

WHEREAS, Werner proposed and received the support of her colleagues to establish the first Diversity & Inclusion Committee as a permanent committee of the Board; and,

WHEREAS, Werner has been a tireless advocate for women and their personal and professional success; and had continued that advocacy to include advocacy across the LSU family;

WHEREAS, Werner worked fervently in support of veterans, the Reserve Officer Training Corps, and the Cadets of the Ole War Skule to ensure LSU's military tradition is perpetually honored; and,

WHEREAS, Werner has driven thousands of miles traversing Louisiana to attend graduations, meetings, briefings, and other events to demonstrate her support of the University; and

WHEREAS, Werner has spent innumerable hours traversing, sometimes more slowly than others, the Atchafalaya Basin and conducting business uninterrupted the entire time; and,

WHEREAS, Werner has continued to be a loving and attentive mother to her three children, a caring daughter to her parents, a confidant to her siblings, and an incomparable friend to those seeking help and understanding;

THEREFORE, BE IT RESOLVED, the Board of Supervisors of Louisiana State University and Agricultural & Mechanical College wish to express its deepest gratitude and appreciation to Mary L. Werner for her sacrifice in support of the University and fulfilling her role as Chair with extraordinary gracefulness and professionalism.

XIV. Election for Chair-elect

The Chairman called for nominations for Chair-Elect. Ms. Jones nominated Mr. Starns for the position. His nomination was seconded by Mr. Temple. There were no other nominations. Motion by Mr. Temple to close nomination and seconded by Mr. Armentor. With no objection, Mr. Starns was pronounced as the 2020-21 Chair-elect. Mr. Starns was administered the Oath of Office by Mr. Winston DeCuir.

XV. Adjournment

The Chairman announced the next meeting will be a special meeting held for September 16, 2020.

Upon motion by Mr. Temple, seconded by Mr. Armentor, the meeting was adjourned.

The special meeting scheduled for September 16, 2020 was moved to September 29, 2020.