



**BOARD OF REGENTS**  
**Special Board Meeting – Via Conference Call**  
**Multipurpose Room**  
**Columbus Center, Baltimore, MD**  
**March 5, 2019**

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**AGENDA FOR PUBLIC SESSION**

**5:30 P.M.**

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| Call to Order  | Chair Gooden |
| 1. <a href="#">USM - UMCP Foundation MOU (information)</a> | Chair Gooden |
| 2. <a href="#">Reconvene to Closed Session</a>             | Chair Gooden |



**BOARD OF REGENTS**

SUMMARY OF ITEM FOR ACTION,  
INFORMATION OR DISCUSSION

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**TOPIC:** USM - UMCP Foundation MOU

**COMMITTEE:** Committee of the Whole

**DATE OF MEETING:** March 5, 2019

**SUMMARY:** The Board will review the attached Memorandum of Understanding between the University of College Park Foundation, Inc. and the University System of Maryland Board of Regents.

**ALTERNATIVE(S):** Information item.

**FISCAL IMPACT:** There is no fiscal impact

**CHANCELLOR'S RECOMMENDATION:** Information item.

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COMMITTEE ACTION: DATE: March 5, 2019

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BOARD ACTION: DATE:

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SUBMITTED BY: Denise Wilkerson, [dwilkerson@usmd.edu](mailto:dwilkerson@usmd.edu), 301-445-1906

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**Memorandum of Understanding  
Between  
The University of Maryland College Park Foundation, Inc.  
And  
The University System of Maryland Board of Regents**

This Memorandum of Understanding is entered into on \_\_\_\_\_, 2019 by and between the University of Maryland College Park Foundation, Inc. (“UMCP Foundation”) and The University System of Maryland Board of Regents (“Regents”). It is intended to integrate the activities of both parties to the mutual benefit of each.

The following activities have been discussed by the undersigned parties and there is agreement that they represent meaningful opportunities for collaboration and cooperation:

**I. Annual Report or Presentation**

Annual report or presentation by the Chair or Vice Chair of the Regents to the UMCP Foundation Board of Trustees, and a reciprocal report/presentation by the UMCP Foundation Chair or Vice Chair to the Regents.

**II. Annual Meeting – Foundations**

Annual meeting between the President of the UMCP Foundation, the UMCP Foundation Board Chair, the President of the University System of Maryland Foundation, and the University System of Maryland Foundation Board Chair.

**III. Annual Meeting – Systems**

Annual meeting between the Chancellor of the University System of Maryland, the Chair or Vice Chair of the Regents, the President of the University of Maryland College Park, and the UMCP Foundation Board Chair.

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**Jacqueline Lewis, President, UMCP Foundation**

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**Geoff Gonella, Board Chair, UMCP Foundation**

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**Robert Caret, Chancellor, University System of Maryland**

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**Linda Gooden, Chair, University System of Maryland Board of Regents**



**BOARD OF REGENTS**

SUMMARY OF ITEM FOR ACTION,  
INFORMATION OR DISCUSSION

**TOPIC:** Convening Closed Session

**COMMITTEE:** Committee of the Whole

**DATE OF MEETING:** March 5, 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 BOR vote to reconvene in closed session.

COMMITTEE ACTION:

DATE:

BOARD ACTION:

DATE:

SUBMITTED BY: Denise Wilkerson, [dwilkerson@usmd.edu](mailto:dwilkerson@usmd.edu), 301-445-1906



STATEMENT REGARDING CLOSING A MEETING  
OF THE USM BOARD OF REGENTS

Date: March 5, 2019  
Time: Approximately 5:40pm  
Location: Multipurpose Room, Columbus Center, Baltimore, MD

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STATUTORY AUTHORITY TO CLOSE A SESSION

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

- (1) To discuss:
  - [ ] (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) [ ] 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 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. Discussion of a personnel matter involving a former USM employee.
2. Discussion of communication strategies for responding to inquiries about system office matters.

REASON FOR CLOSING:

1. To maintain confidentiality with regard to a personnel matter involving a former employee (§3-305(b)(1)(ii)); and
2. To discuss administrative matters concerning communication strategies (§3-103(a)(1)).