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**AGENDA FOR PUBLIC SESSION**

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|---|-----------------|
| Call to Order   | Chair Leggett   |
| 1. <a href="#">Approval of Meeting Minutes from January 27, 2026, Public and Closed Sessions</a> (action) | Chair Leggett   |
| 2. <a href="#">Review of USM Board of Regents Policy Workgroup Phase 1 Progress</a> (information)         | Regent Stebbins |
| 3. <a href="#">Convening Closed Session</a> (action)  | Chair Leggett   |

**TOPIC:** Approval of Meeting Minutes (action)

**COMMITTEE:** Committee of Governance & Compensation

**DATE OF MEETING:** April 9, 2026

**SUMMARY:** The Committee will take action to approve meeting minutes from the January 27, 2026 public and closed sessions.

**ALTERNATIVE(S):** No alternative is suggested

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

**CHANCELLOR'S RECOMMENDATION:**

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COMMITTEE ACTION:

DATE:

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BOARD ACTION:

DATE:

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SUBMITTED BY: Denise Wilkerson, [dwilkerson@usmd.edu](mailto:dwilkerson@usmd.edu), 410-576-5734

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UNIVERSITY SYSTEM  
of MARYLAND

BOARD OF REGENTS  
COMMITTEE ON GOVERNANCE AND COMPENSATION

January 27, 2026  
Meeting via Video and Conference Call

Minutes of the Public Session

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Regent Leggett called the meeting of the Governance and Compensation Committee of the University System of Maryland Board of Regents to order in public session at 8:31 a.m. on Tuesday, January 27, 2026 via Zoom.

Those in attendance included Regents Leggett, Gooden, Hur, Lewis, Smarick, and Wood; Chancellor Perman; Senior Vice Chancellors Herbst and Wrynn; Vice Chancellors Lawrence, Masucci, Minor, and Sandler; AAGs Boyle and Langrill; and Ms. Wilkerson and Ms. Perry.

**1. Approval of Meeting Minutes from December 3, 2025, Public and Closed Sessions (action)**

The Regents reviewed and approved the meeting minutes from the previous meeting.  
(Regent Leggett moved recommendation, seconded by Regent Lewis; approved)  
Vote Count = Yeas: 5                      Nays: 0                      Abstentions: 0

**2. Review of USM Board of Regents Policy Workgroup Charge (information)**

The Regents reviewed the charge document for the Board’s policy workgroup.

**3. Review of USM BOR Expectations of Conduct (action)**

The Regents reviewed and approved Expectations of Conduct.  
(Regent Leggett moved recommendation, seconded by Chair Gooden; approved)  
Vote Count = Yeas: 6                      Nays: 0                      Abstentions: 0

**4. Convening Closed Session (action)**\_Regent Leggett read the closing statement on matters

exempted from the Open Meetings Act, under the General Provisions Article, §3-305(b).  
(Regent Leggett moved recommendation, seconded by Regent Hur; approved)  
Vote Count = Yeas: 6                      Nays: 0                      Abstentions: 0

The public meeting was adjourned at 8:57 a.m.

Respectfully submitted,

Ike Leggett  
Chair, Committee on Governance and Compensation



UNIVERSITY SYSTEM  
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BOARD OF REGENTS  
COMMITTEE ON GOVERNANCE & COMPENSATION

January 27, 2026  
Meeting via Video Conference

Minutes of the Closed Session

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Regent Leggett called the meeting of the Governance and Compensation Committee of the University System of Maryland Board of Regents to order in closed session at 8:58 a.m. on Tuesday, January 27, 2026 via Zoom.

Those in attendance included Regents Leggett, Gooden, Hur, Lewis, Smarick, and Wood; Chancellor Perman; Senior Vice Chancellors Herbst and Wrynn; Vice Chancellors Lawrence, Masucci, Minor, and Sandler; AAGs Boyle and Langrill; Ms. Wilkerson and Ms. Perry; Mr. Chanen and Ms. Roxas; and Ms. Lambert-Jones, Ms. Richmond, and Ms. Williams.

- 1. Collective Bargaining Update (information) (§3-305(b)(9)).**  
The Regents were provided with the status of collective bargaining negotiations at each USM institution. This item was presented for information purposes; there were no votes on this item.
- 2. University of Maryland, College Park Ratification of MOU with FOP (action) (§3-305(b)(9)).**  
The Regents reviewed and endorsed UMCP's proposals as presented.  
(Regent Leggett moved the recommendation, seconded by Chair Gooden; approved)  
Vote Count = Yeas: 5                      Nays: 0                      Abstentions: 0
- 3. Review of Certain Contracts and Employment (information) (§3-305(b)(1)).**  
The Regents reviewed personnel contracts, subject to review under Policy VII-10.0. This item was presented for information purposes; there were no votes on this item.

The session was adjourned at 9:20 a.m.

Respectfully submitted,

Ike Leggett  
Chair, Committee on Governance & Compensation

**TOPIC:** Review of USM Board of Regents Policy Workgroup Phase 1 Progress (information)

**COMMITTEE:** Governance & Compensation Committee

**DATE OF COMMITTEE MEETING:** April 9, 2026

**SUMMARY:** The Workgroup Chair will report the activities, deliverables, and progress during Phase 1 of the USM Policy Workgroup. The USM Policy Workgroup is charged with conducting a comprehensive review of Board of Regents policies. The members of the Governance & Compensation Committee will discuss this report.

**ALTERNATIVE(S):** Language in deliverables could be amended based on the discussion.

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

**CHANCELLOR'S RECOMMENDATION:** That the Governance & Compensation Committee discuss the workgroup's progress.

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COMMITTEE RECOMMENDATION:

DATE:

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BOARD ACTION:

DATE:

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SUBMITTED BY: Denise Wilkerson

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**Phase 1: Initial Review and Workplan Development**

**Timeline:** February – April 2026

**Purpose:** To establish a structured process for reviewing all Board of Regents policies and to develop a roadmap to guide the workgroup’s efforts through Phase 2.

**Activities:**

Workgroup:

- Define how policies will be evaluated.
- Establish the structure and priorities for Phase 2.
- Determine the scope of work for the AGB consultant.
- Move recommendations through the governance review and approval process.

Staff:

- Begin to compile all relevant policies, statutes, and accreditation standards.
- Investigate options for a policy tracking tool.

Deliverables:

- Phase 2 workplan
- Policy review cover sheet
- AGB Consultant scope of work

## Phase 2: Policy Review and Recommendations

**Timeline:** May – November 2026

**Purpose:** To conduct a comprehensive, methodical review of all BOR policies and produce actionable recommendations supported by statutory, accreditation, and governance analysis.

**Activities:**

Workgroup:

- Conduct focused reviews on identified priority policies.
- Draft and benchmark policy recommendations.
- Move recommendations through the governance review and approval process.
- Identify policy gaps for Phase 3.

Staff:

- Using the priorities identified, develop a shortlist of policies for the workgroup to prioritize in its review (Note: this should be completed as soon as possible and no later than June 1, 2026).
  - Policies should be prioritized if they contain a combination of the following considerations:
    - **Risk:** Exposes the system to substantial risk
    - **Compliance:** Incompliant with or contradicts state or federal standards
    - **Friction:** Recently tested and produces recurring friction
    - **Relevance:** Related to an emerging, sensitive, or high-visibility topic
    - **Scope:** Large-scale or system-level implications
    - **Governance:** Needs clarity on governance and authority
    - **Recommended:** Otherwise recommended for review by committee chair or staff
    - **Timeliness:** Overdue for review
  - Policies added to the shortlist must include a package of the following materials:
    - Policy review cover sheet
    - Brief description of the policy and rationale for prioritization
    - All relevant legal and contextual documents
    - Set of contacts for subject matter experts
- Begin review of low-priority BOR policies using the approved framework.
- Select and begin to populate a policy tracking tool with relevant policies, statutes, and accreditation standards.
- Identify policy gaps for Phase 3.

Deliverables:

- Short list of priority policies for urgent review of workgroup (Note: this should be completed as soon as possible and no later than June 1, 2026)
- Completed policy review for priority policies
- Progress on policy review for low-priority policies
- Centralized policy tracking tool
- Final recommendation package and board materials

### **Phase 3: New Policy Recommendations**

**Timeline:** *Timeline to be determined*

**Purpose:** To develop new Board of Regents policies to address gaps identified in Phase 2.

*This phase builds directly on the findings and Board direction from Phase 2.*

**Activities:**

Workgroup:

- Identify priority policy gaps.
- Develop high-level concepts with each new policy.
- Refine and benchmark proposals.
- Governance review and board action.

Staff:

- Continued review of low-priority BOR policies using the approved framework.
- Continued population of the policy tracking tool with relevant policies, statutes, and accreditation standards.

Deliverables:

- Completed review of policy gaps
- Final recommendation package and board materials
- Progress on policy review for low-priority policies



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University System of Maryland Board of Regents Policy Review Coversheet

**Policy**

Policy Title: \_\_\_\_\_

Policy Number: \_\_\_\_\_

Policy Section: \_\_\_\_\_

Committee(s): \_\_\_\_\_

Link: \_\_\_\_\_

Last Reviewed/Revised: \_\_\_\_\_

Next Scheduled Review: \_\_\_\_\_

Review Period:  Annual  Bi-annual  Every 5 years  Triggered by change in law/strategy

**Policy Workgroup Review**

Policy is recommended for workgroup review by:

Staff  Workgroup  Advisors  Consultant  Committee Chair  Other: \_\_\_\_\_

Staff support for this policy review provided by: \_\_\_\_\_

Policy is recommended for review based on these considerations:

**Risk:** Exposes the system to substantial risk  Low  Medium  High

**Compliance:** Incompliant with or contradicts state or federal standards

**Friction:** Recently tested and produces recurring friction

**Relevance:** Related to an emerging, sensitive, or high-visibility topic

**Scope:** Large-scale or system-level implications

**Governance:** Needs clarity on governance or authority

**Recommended:** Otherwise recommended for review by committee chair or staff

**Timeliness:** Overdue for review

**Summary of Rationale for Recommendation**

*Provide a brief description of the policy and rationale for prioritization*

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_



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**Continued Need & Scope**

- Policy addresses a systemwide function.
  - Policy purpose is clearly stated and still relevant.
  - Policy is aligned with current best practices.
  - Policy objectives are being met in practice.
- Recommendation:  Retain  Amend  Rescind  Consolidate

Notes: \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

**Clarity & Consistency**

- Written in clear, policy-level language.
- Definitions are provided where needed.
- Cross-references to other USM policies are accurate and current.
- Formatting is consistent.

Notes: \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

**Statutory & Regulatory Compliance**

*Provide all relevant documents for this recommendation*

- Consistent with Maryland Codes
  - Education Article  Personnel & Pensions  Finance  Other: \_\_\_\_\_
- Reflects current federal law.
- Aligned with current accreditation standards.
- All relevant documents are attached to the policy tracking database.

Notes: \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_



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**Risk Analysis**

- Addresses material risks (legal, financial, reputational, operational).
- Clear accountability and oversight mechanisms are defined.
- Reporting requirements to the Board or Chancellor are specified where appropriate.

Notes: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**Strategic & Mission Alignment**

- Aligned with the university system’s mission, vision, and strategic priorities.

Notes: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**Shared Governance**

- Consultation occurred with relevant shared governance councils.
- Institutional impact has been assessed.
- Procedures exist to support implementation systemwide.
- Communication plan identified for significant changes.

Notes: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_



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**Reporting**

This policy contains a reporting requirement

N/A - This policy does not contain a reporting requirement

Reporting Frequency:  Annual  Specific Date: \_\_\_\_\_  Other: \_\_\_\_\_

Reporting Recipient:  USM Office: \_\_\_\_\_

State Agency or Department: \_\_\_\_\_

Other: \_\_\_\_\_

Notes: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**Additional Support**

**Contacts:** *List contacts for subject matter experts who may be valuable in the review process (Name, Title, Organization, Email)*

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**Exemplars & Other Contextual Documents:** *As needed, list and provide policy exemplars from peers and other relevant contextual documents to aid in the review process*

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\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**TOPIC:** Convene to Close (action)

**COMMITTEE:** Governance & Compensation Committee

**DATE OF COMMITTEE MEETING:** April 9, 2026

**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 alternatives.

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

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

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COMMITTEE RECOMMENDATION:

DATE:

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BOARD ACTION:

DATE:

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SUBMITTED BY: Denise Wilkerson

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

Date: April 9, 2026  
Time: Approximately 8:30 a.m.  
Location: Zoom

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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.

- (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. Update on status of collective bargaining at USM institutions;

2. Information update regarding specific personnel contracts subject to review under BOR VII-10.0 Policy on Board of Regents Review of Certain Contracts and Employment Agreements;
3. Two personnel matters regarding USM employees.

REASON FOR CLOSING:

1. To maintain confidentiality regarding collective bargaining negotiations (§3-305(b)(9)) and;
2. To maintain confidentiality of discussion regarding specific employment agreements and compensation (§3-305(b)(1)).