



USM Board of Regents  
Committee on Organization and Compensation  
Minutes from Public Session  
September 12, 2019  
University of Maryland Global Campus

**Minutes of the Public Session**

Regent Rauch called the meeting of the Organization and Compensation Committee of the University System of Maryland Board of Regents to order in public session at 8:33 a.m. on Thursday September 12, 2019 in Rooms 2100/2101/2102, University of Maryland Global Campus, Adelphi, MD.

Those in attendance: Regents Rauch, Gossett, Attman, Johnson, Neall, Wood, and Gooden; Chancellor Caret; Vice Chancellors Boughman and Herbst; Ms. Wilkerson, AAG Bainbridge, AAG Langrill, Ms. Skolnik, and Ms. Beckett.

- 1. Proposed Merging of Policy on Affirmative Action and Equal Opportunity / Policy on Non-Discrimination on the Basis of Sexual Orientation / Policy on Acts of Violence and Extremism.** Regent Rauch proposed that protection from discrimination due to political ideologies should be included somewhere in the merged policy. The Committee discussed potential changes to the proposal with USM staff. Regent Johnson moved to refer the policies to USM staff to make changes based on the Committee discussion and bring them back to the Committee for review. Regent Wood seconded the motion. Regents Rauch, Attman, Johnson, Neall, Wood, and Gooden approved the motion; Regent Gossett opposed the motion. The motion was approved.
- 2. Committee on Governance and Compensation Charter.** The Committee discussed the Committee on Governance and Compensation charter, which merges governance responsibilities with the Committee on Organization and Compensation and renames the Committee. Regent Neall moved that the Committee recommend that the Board of Regents approve the charter. Regent Gooden seconded. The motion was unanimously approved.
- 3. Revisions to Board of Regents Bylaws.** The Committee discussed proposed changes to the Board of Regents Bylaws to align with legislative action through Senate Bill 719/House Bill 533, as well as recommendations from the Association of Governing Boards' governance review. The Committee requested amendments to clarify several points as it moves to the full Board of Regents for consideration. Regent Gooden moved that the Committee recommend that the Board of Regents approve the revisions to the Board of Regents Bylaws, with the discussed amendments. Regent Wood seconded. The motion was unanimously approved.
- 4. Orientation and Development Program.** The Committee discussed the proposed changes to the Board Orientation and Development Program. The revamped program was developed in response to legislative actions and the AGB report.

5. **Board Agenda Guidelines: Consideration of Matters as Individual Items.** The Committee discussed guidelines that outline criteria for items that should be handled as individual business matters in lieu of inclusion on the consent agenda. These guidelines were developed in response to the AGB report. The Committee requested that the procurement contract limit be set at \$5 million instead of \$10 million and that language be changed to say “Changes that affect the whole system”, not just financial.
6. **Guidelines for Public Comment During Board Meetings.** The Committee discussed guidelines for implementation of time for public comment at Board meetings. The guidelines were developed in response to legislative action and the AGB report.
7. **Chancellor and Presidents Appointment Letters.** The Committee discussed the appointment letter process and standard provisions included in these letters.
8. **Board Self-Assessment.** The Committee discussed the Board and committee self-assessment surveys. These surveys will be administered and the results will be shared at the Board Retreat in October.
9. **Governance and Compensation Work Plan.** The Committee reviewed the work plan.
10. **Frostburg State University Faculty Salary Equity Plan.** Leon Wyden, Vice President for Administration and Finance at Frostburg State University, presented a faculty salary equity plan to the Committee.
11. **Convene to Closed Session.** Regent Gooden moved to convene in closed session to discuss the topics set forth in the closing statement, matters exempted from the Open Meetings Act, under the General Provisions Article, §3-305(b) (1) (i): the appointment, employment, assignment, promotion, discipline, demotion, compensation, removal, resignation or performance evaluation of appointees, employees or officials over whom it has jurisdiction; (1) (ii) any other personnel matter that affects one or more specific individuals; (7) to consult with counsel to obtain legal advice on a legal matter; and (9) to conduct collective bargaining negotiations or consider matters that relate to the negotiations. Regent Neall seconded. The motion was unanimously approved.

The public session meeting adjourned at 10:16 a.m.