

**UNIVERSITY OF MINNESOTA
BOARD OF REGENTS**

**Audit & Compliance Committee
December 7, 2023**

A meeting of the Audit & Compliance Committee of the Board of Regents was held on Thursday, December 7, 2023, at 8:00 a.m. in the Boardroom, 600 McNamara Alumni Center.

Regents present: James Farnsworth, presiding; Mary Davenport, Robyn Gulley, Tadd Johnson, Mike Kenya, and Bo Thao-Urabe.

Staff present: Executive Vice President and Provost Rachel Croson; Vice President Ken Horstman; Executive Director Brian Steeves; Chief Auditor Quinn Gaalswyk; and Associate Vice President Michael Volna.

Student Representatives present: Lee El Cohen and Flora Yang.

The docket materials for this meeting are available [here](#).

EXTERNAL AUDITOR REPORT & 2023 ANNUAL FINANCIAL REPORT

Regent Farnsworth invited Mollie Viola, Controller, Judi Dockendorf, Managing Director, Deloitte & Touche LLP, and Nicole Hoiium, Audit Manager, Deloitte & Touche LLP to provide the committee with the External Auditor Report and the results of the 2023 Annual Financial Report, as detailed in the docket.

The docket materials for this item begin on page 3. The closed-captioned video of this item is [available here](#).

RECOMMENDATION FOR ENGAGEMENT OF EXTERNAL AUDITOR

Regent Farnsworth invited Mollie Viola, Controller, and Associate Vice President Volna to present for review and action the appointment of CliftonLarsonAllen LLP (CLA) as the University's external auditor, as detailed in the docket.

The docket materials for this item begin on page 103. The closed-captioned video of this item is [available here](#).

A motion was made and seconded, and the committee voted unanimously to recommend approval of the engagement of CLA as the University's external auditor.

INSTITUTIONAL COMPLIANCE AND CONFLICT OF INTEREST REPORTS

Regent Farnsworth invited Boyd Kumher, Chief Compliance Officer, to present the Institutional Compliance and Conflict of Interest annual reports, as detailed in the docket.

The docket materials for this item begin on page 105. The closed-captioned video of this item is [available here](#).

CONSENT REPORT

Regent Farnsworth invited Chief Auditor Gaalswyk to present for review and action the Consent Report, as detailed in the docket.

The docket materials for this item begin on page 115. The closed-captioned video of this item is [available here](#).

Engagements with External Audit Firms with a Value Greater than \$100,000

- CliftonLarsonAllen LLP (CLA) was engaged by the University of Minnesota Center for Farm Financial Management to complete a SOC2 examination by describing the entity's FINPACK system and evaluate the design of controls related to the system. The related statement of work was reviewed by the Controller's Office prior to its finalization, consistent with Board Policy. This engagement did not present an independence issue with regard to CLA. The fees for this engagement are \$135,000.

A motion was made and seconded, and the committee voted unanimously to recommend approval of the Consent Report.

The meeting adjourned at 9:06 a.m.



BRIAN R. STEEVES
Executive Director and
Corporate Secretary

**UNIVERSITY OF MINNESOTA
BOARD OF REGENTS**

**Special Committee on Academic Health
December 7, 2023**

A meeting of the Special Committee on Academic Health of the Board of Regents was held on Thursday, December 7, 2023, at 8:00 a.m. in the West Committee Room, 600 McNamara Alumni Center.

Regents present: Penny Wheeler, presiding; Doug Huebsch, Ruth Johnson, Janie Mayeron, Mary Turner, and Kodi Verhalen.

Staff present: Interim President Jeffrey Ettinger; Chancellor Lori Carrell; Vice Presidents Shashank Priya, Jakub Tolar, and Julie Tonneson; General Counsel Douglas Peterson; Executive Director Brian Steeves; and Chief Public Relations Officer Chuck Tombarge.

The docket materials for this meeting are [available here](#).

**INPUT TO THE GOVERNOR'S TASK FORCE ON ACADEMIC HEALTH
AT THE UNIVERSITY OF MINNESOTA**

Regent Wheeler invited Interim President Ettinger and Jan Malcolm, Chair of the Governor's Task Force on Academic Health at the University of Minnesota, to provide an update and invite input from the special committee on the Governor's Task Force on Academic Health at the University of Minnesota, as detailed in the docket.

The docket materials for this item begin on page 3. The closed-captioned video of this item is [available here](#).

M HEALTH FAIRVIEW UPDATE

Regent Wheeler invited Interim President Ettinger and Vice President Tolar to present for review and action the resolution related to the 1997 Academic Affiliation Agreement with Fairview Health Services, as detailed in the docket.

The docket materials for this item begin on page 32. The closed-captioned video of this item is [available here](#).

Regent Verhalen left the meeting.

A motion was made and seconded, and the special committee voted unanimously to recommend approval of the resolution related to the 1997 Academic Affiliation Agreement with Fairview Health Services.

The meeting adjourned at 9:12 a.m.

A handwritten signature in black ink that reads "Brian R. Steeves". The signature is written in a cursive, flowing style.

BRIAN R. STEEVES
Executive Director and
Corporate Secretary

**UNIVERSITY OF MINNESOTA
BOARD OF REGENTS**

**Mission Fulfillment Committee
December 7, 2023**

A meeting of the Mission Fulfillment Committee of the Board of Regents was held on Thursday, December 7, 2023, at 9:45 a.m. in the Boardroom, 600 McNamara Alumni Center.

Regents present: Ruth Johnson, presiding; Mary Davenport, James Farnsworth, Robyn Gulley, Doug Huebsch, Tadd Johnson, Mike Kenyanya, Janie Mayeron, Bo Thao-Urabe, Mary Turner, Kodi Verhalen, and Penny Wheeler.

Staff present: Interim President Jeffrey Ettinger; Chancellors Lori Carrell, Mary Holz-Clause, and Janet Schrunk Ericksen; Interim Chancellor David McMillan; Executive Vice President and Provost Rachel Croson; Vice Presidents Shashank Priya and Mercedes Ramírez Fernández; General Counsel Douglas Peterson; Executive Director Brian Steeves; Chief Auditor Quinn Gaalswyk; Chief Public Relations Officer Chuck Tombarge; Associate Vice President Tina Marisam; and Executive Director of Government and Community Relations Melisa López Franzen.

Student Representatives present: Alex Middendorf and Ebba Wako.

The docket materials for this meeting are available [here](#).

ANNUAL REPORT ON THE STATE OF THE UNIVERSITY RESEARCH ENTERPRISE

Regent R. Johnson invited Vice President Priya to discuss the Annual Report on the State of the University Research Enterprise, as detailed in the docket.

The docket materials for this item begin on page 3. The closed-captioned video of this item is [available here](#).

INTRODUCTION TO POSTDOCTORAL SCHOLARS

Regent R. Johnson invited Executive Vice President and Provost Croson, Vice President Priya, and Scott Lanyon, Vice Provost and Dean of Graduate Education, to provide an overview on the role of postdoctoral scholars, as detailed in the docket.

The docket materials for this item begin on page 63. The closed-captioned video of this item is [available here](#).

**BOARD OF REGENTS POLICY: EQUITY, DIVERSITY,
EQUAL OPPORTUNITY, AND AFFIRMATIVE ACTION**

Regent R. Johnson invited Associate Vice President Marisam to present for action the proposed amendments to the Board of Regents Policy: *Equity, Diversity, Equal Opportunity, and Affirmative Action*, as detailed in the docket.

The docket materials for this item begin on page 109. The closed-captioned video of this item is [available here](#).

A motion was made and seconded to adopt on behalf of the Board of Regents the proposed amendments to Board of Regents Policy: *Equity, Diversity, Equal Opportunity, and Affirmative Action*.

Regent Mayeron moved to amend the proposed Section II, (b) as follows:

diversity, equity, ~~and~~ inclusion, and equal opportunity,

There was a second.

The committee voted unanimously to adopt the Mayeron amendment.

The committee voted unanimously to adopt on behalf of the Board the proposed amendments to Board of Regents Policy: *Equity, Diversity, Equal Opportunity, and Affirmative Action* as amended.

CONSENT REPORT

Regent R. Johnson invited Executive Vice President and Provost Croson to present the Consent Report for review and action, as detailed in the docket.

The docket materials for this item begin on page 117. The closed-captioned video of this item is [available here](#).

Request for Approval of New Academic Programs

- College of Education and Human Development (Twin Cities campus)—requests approval to create a new Esports Management undergraduate minor, effective fall 2024.
- College of Science and Engineering (Twin Cities campus)—requests approval to create a Master of Science in Data Science in Operations Research (MSDSOR), effective fall 2024.
- Carlson School of Management (Twin Cities campus)—requests approval to create a Master of Global Management, effective summer 2024.
- Medical School (Twin Cities campus)—requests approval to create a Healthcare Administration, Leadership, and Management Fellowship program, effective summer 2024.

Request for Approval of Changed Academic Plans

- College of Education and Human Development (Twin Cities campus)—requests approval to change the name of the Emotional and Behavioral Disabilities Residency-Based Track (EBD RES BS) subplan in the Master of Education in Special Education Initial License to EBD, effective summer 2024.
- College of Food, Agricultural and Natural Resource Sciences (Twin Cities campus)—requests approval to merge two subplans in the Bachelor of Science in Sustainable Agricultural and Food Systems, effective fall 2024.
- College of Food, Agricultural and Natural Resource Sciences (Twin Cities campus)—requests approval to change the name of the Consumers and Markets subplan in the Bachelor of Science in Sustainable Agricultural and Food Systems to Food Marketing and Supply Chains, effective fall 2024.
- School of Public Health (Twin Cities campus)—requests approval to change the names of two subplans in the Master of Public Health in Public Health Nutrition, effective fall 2024.
- School of Public Health (Twin Cities campus)—requests approval to change the modality of the Public Health Preparedness, Response, and Recovery postbaccalaureate certificate, effective fall 2024.

Request for Approval of Discontinue Academic Plans

- College of Food, Agricultural and Natural Resource Sciences (Twin Cities campus)—requests approval to discontinue the Sustainable Agriculture Systems graduate minor, effective fall 2024.
- College of Science and Engineering (Twin Cities campus)—requests approval to discontinue the Master of Civil Engineering (MCE), effective spring 2024.
- College of Science and Engineering (Twin Cities campus)—requests approval to discontinue the Master of Geoengineering (MGeoE), effective spring 2024.
- College of Science and Engineering (Twin Cities campus)—requests approval to discontinue the Quaternary Paleoecology graduate minor, effective spring 2024.

Request for Conferral of Tenure for New Hires

- Susan McKernan, associate professor with tenure, Department of Primary Dental Care, School of Dentistry, Twin Cities campus
- Melinda Pettigrew, professor with tenure, Division of Environmental Health Sciences, School of Public Health, Twin Cities campus
- Francis Shen, professor with tenure, Law School, Twin Cities campus
- George Veletsianos, professor with tenure, Department of Curriculum & Instruction, College of Education and Human Development, Twin Cities campus

Request for Approval of Human Fetal Tissue Research Report to the Minnesota Legislature

Request for Approval of Amended Weisman Art Museum Collections Management Policy

A motion was made and seconded, and the committee voted unanimously to approve on behalf of the Board the Consent Report.

INFORMATION ITEMS

Regent R. Johnson invited Executive Vice President and Provost Croson to discuss the information items in the docket:

- University, Student, Faculty, and Staff Activities and Awards

The docket materials for this item begin on page 140. The closed-captioned video of this item is [available here](#).

The meeting adjourned at 11:37 a.m.



BRIAN R. STEEVES
Executive Director and
Corporate Secretary

**UNIVERSITY OF MINNESOTA
BOARD OF REGENTS**

**Finance & Operations Committee
December 7, 2023**

A meeting of the Finance & Operations Committee of the Board of Regents was held on Thursday, December 7, 2023, at 1:45 p.m. in the Boardroom, 600 McNamara Alumni Center.

Regents present: Douglas Huebsch, presiding; Mary Davenport, James Farnsworth, Robyn Gulley, Ruth Johnson, Tadd Johnson, Mike Kenyanya, Janie Mayeron, Bo Thao-Urabe, Mary Turner, Kodi Verhalen, and Penny Wheeler.

Staff present: Interim President Jeffrey Ettinger; Chancellors Lori Carrell, Mary Holz-Clause, and Janet Schrunk Ericksen; Interim Chancellor David McMillan; Executive Vice President and Provost Rachel Croson; Senior Vice President Myron Frans; Vice Presidents Bernard Gulachek, Kenneth Horstman, Shashank Priya, Mercedes Ramírez Fernández, Alice Roberts-Davis, and Julie Tonneson; General Counsel Douglas Peterson; Executive Director Brian Steeves; Chief Auditor Quinn Gaalswyk; Chief Public Relations Officer Chuck Tombarge; and Associate Vice Presidents Tina Marisam, Bill Paulus, and Michael Volna.

Student Representatives present: Cole Groshong and Hal Johnson.

The docket materials for this meeting are [available here](#).

ACADEMIC AFFILIATION WITH CENTRACARE: FINANCIAL PLAN

Regent Huebsch invited William Sibert, Senior Associate Dean of the Medical School and Chief Financial Officer, University of Minnesota Physicians, and Associate Vice President Volna to present for action the proposed financial plan for the Academic Affiliation Agreement between the University and CentraCare Health, as detailed in the docket.

The docket materials for this item begin on page 4. The closed-captioned video of this item is [available here](#).

A motion was made and seconded, and the committee voted unanimously to approve on behalf of the Board the financial plan for the Academic Affiliation Agreement with CentraCare Health.

AMENDMENT TO THE UNIVERSITY'S SUPPLEMENTAL FY 2025 STATE BUDGET REQUEST

Regent Huebsch invited Interim President Ettinger and Senior Vice President Frans to present for review an amendment to the University's FY 2025 Supplemental Budget Request to the State of Minnesota, as detailed in the docket.

The docket materials for this item begin on page 21. The closed-captioned video of this item is [available here](#).

PEAK IMPLEMENTATION UPDATE

Regent Huebsch invited Senior Vice President Frans and Vice President Horstman to provide an update on the progress of the Positioned for Excellence, Alignment, and Knowledge (PEAK) Initiative, as detailed in the docket.

The docket materials for this item begin on page 26. The closed-captioned video of this item is [available here](#).

Huebsch recessed the meeting at 2:32 p.m.

FY 2025 BUDGET VARIABLES & LEVERS

Regent Huebsch called the meeting back to order at 2:44 p.m. He invited Vice President Tonneson to discuss the primary variables impacting budget planning for FY 2025, as detailed in the docket.

The docket materials for this item begin on page 48. The closed-captioned video of this item is [available here](#).

ANNUAL REPORT ON TARGETED BUSINESS, COMMUNITY ECONOMIC DEVELOPMENT, AND SMALL BUSINESS PROGRAMS

Regent Huebsch invited Sharon Banks, Executive Director, Office for Supplier Diversity; Rebecca Eberdt, Assistant Director, Office for Supplier Diversity; and Associate Vice President Marisam to present the FY 2023 Annual Report on Targeted Business, Community Economic Development, and Small Business Programs, as detailed in the docket.

The docket materials for this item begin on page 77. The closed-captioned video of this item is [available here](#).

Regents Gulley and Farnsworth left the meeting.

CONSENT REPORT

Regent Huebsch invited Senior Vice President Frans to present for review and action the Consent Report, as detailed in the docket.

The docket materials for this item begin on page 97. The closed-captioned video of this item is [available here](#).

Purchase of Goods and Services \$1,000,000 and Over

- To CliftonLarsonAllen LLP for an estimated \$2,700,000 to provide external audit and related services to the University for the Controller's Office for fiscal years 2024 through 2027, with options for three one-year contract extensions through fiscal year 2030 for an additional estimated \$2,250,000. The total contract value, if all options are exercised, would

be an estimated \$4,950,000. This approval authorizes both the base term and the optional contract extensions. The cost of the contract is budgeted and funded out of the Controller's Office and other unit budgets. CliftonLarsonAllen LLP was selected as the result of a competitive Request for Proposal (RFP) conducted by Purchasing Services. Seven suppliers responded to the RFP and none were a targeted business. The approval of this contract is contingent upon approval by the Board of the recommendation of the Audit & Compliance Committee to engage CliftonLarsonAllen LLP as the University's external auditor.

- To Coca-Cola North America for an exclusive Beverage and Sponsorship Agreement valued at an estimated \$55,000,000 for the period of July 1, 2024 through June 30, 2039 for the Contract Administration office in Auxiliary Services. The value of the contract is the estimated sales through retail, concessions, catering, vending, residential dining, and departmental purchases by the University and contract food service providers. Coca-Cola North America was selected as the result of a competitive Request for Proposal (RFP) conducted by Purchasing Services. Three suppliers responded to the RFP and none were a targeted business.
- To Egan Company, Nasseff Mechanical Contractors, Metropolitan Mechanical Contractors, Corval Constructors Inc., Olympia Tech Electric and Hunt Electric for an estimated \$2,000,000 for contract mechanical and electrical maintenance support services and supplemental facilities management construction services as needed for Facilities Management (Twin Cities) for the period of January 1, 2024 through December 31, 2028. Contract mechanical and electrical maintenance support services and supplemental facilities management construction services are budgeted by a variety of organizations on the Twin Cities campus through their facilities budget. The chosen suppliers were selected as the result of a competitive Request for Proposal (RFP) conducted by Purchasing Services. Nine suppliers responded to the RFP and two were targeted businesses.
- To Elsevier for an estimated \$7,850,600 for the renewal of the current subscriptions to online journal content for all campuses for University Libraries for the period of January 1, 2024 through December 31, 2026. The estimated cost of this 3-year contract for Elsevier online journals are included in the FY24, FY25, and FY26 budgets of the campus libraries. Elsevier was selected by University Libraries under the authority granted by the Board of Regents Policy: *Libraries and Archives* and the Administrative Policy: *Purchasing Goods and Services*.
- To FEI Company for an estimated \$3,329,000 for an Arctis Plasma FIB-SEM (Focused Ion Beam Scanning Electron Microscope) Cryo-DualBeam System Instrument (the Arctis) for The Hormel Institute. This equipment will be purchased with a combination of funds provided from a sponsored project's budget, Research and Innovation Office capital equipment funds, and internal sales revenue earned by the Cryo Internal Sales Organization. See enclosed documentation for the basis of supplier selection.
- To PIER Group for an additional estimated \$1,071,000 for expansion of a high-performance storage system for Minnesota Supercomputing Institute (MSI) for the Twin Cities campus. The new storage purchase is budgeted for the current fiscal year using MSI operating funds. See enclosed documentation for basis of supplier selection.
- To Springer Nature for an estimated \$1,113,000 for a 1-year renewal for access to their online journals for all campuses for the period of January 1, 2024 through December 31, 2024. The estimated costs for this subscription to the Springer online journals are included

in the respective campus FY24 budgets. Springer Nature was selected by University Libraries under the authority granted by the Board of Regents Policy: *Libraries and Archives* and the Administrative Policy: *Purchasing Goods and Services*.

- To TeamDynamix for an estimated \$1,700,000 for an enterprise IT Service Management and IT Asset Management solution for all campuses for the Office of Information Technology (OIT) for the period from December 31, 2023 through November 29, 2029. This purchase is currently budgeted and will be funded utilizing OIT O&M funds. See enclosed documentation for basis of supplier selection.

Amendments to Retirement Plans

Off-Cycle Tuition Rate Changes

Real Estate Transactions

- Purchase of 156 acres in Mower County for FAARM

Schematic Designs

- Main Production Kitchen Renovation, Residence Dining Center, Duluth campus
- Middlebrook Dining Renovation, Twin Cities campus
- Territorial Hall HVAC System Replacement, Twin Cities campus
- Veterinary Diagnostic Lab Replacement Tissue Digester, Twin Cities campus

A motion was made and seconded, and the committee voted unanimously to approve on behalf of the Board the Consent Report.

INFORMATION ITEMS

Regent Huebsch invited Senior Vice President Frans to discuss the information items in the docket:

- A. Central Reserves General Contingency Allocations
- B. FY 2023 Annual Finance Report
- C. Annual Security and Fire Safety Reports
- D. Debt Management Advisory Committee Update
- E. Intent to Dispose of Property – 286 Acres at UMORE Park
- F. Investment Advisory Council Update
- G. MPact 2025 – Finance & Operations Implementation Updates

The docket materials for this item begin on page 131. The closed-captioned video of this item is [available here](#).

The meeting adjourned at 4:17 p.m.

A handwritten signature in black ink that reads "Brian R. Steeves". The signature is written in a cursive style with a large initial 'B' and 'S'.

BRIAN R. STEEVES
Executive Director and
Corporate Secretary

**UNIVERSITY OF MINNESOTA
BOARD OF REGENTS**

**Governance & Policy Committee
December 8, 2023**

A meeting of the Governance & Policy Committee of the Board of Regents was held on Friday, December 8, 2023, at 8:00 a.m. in the Boardroom, 600 McNamara Alumni Center.

Regents present: Kodi Verhalen, presiding; Douglas Huebsch, Ruth Johnson, Janie Mayeron, Mary Turner, and Penny Wheeler.

Staff present: Chancellor David McMillan; Executive Vice President and Provost Rachel Croson; Senior Vice President Myron Frans; Vice Presidents Kenneth Horstman, Calvin Phillips, and Alice Roberts-Davis; General Counsel Douglas Peterson; Executive Director Brian Steeves; and Chief Auditor Quinn Gaalswyk.

The docket materials for this meeting are [available here](#).

DISCUSSION OF APPROVAL THRESHOLDS

Regent Verhalen invited Executive Director & Corporate Secretary Steeves and Associate Secretary Jason Langworthy to engage the committee in a discussion of the Board's approval thresholds, as detailed in the docket.

The docket materials for this item begin on page 3. The closed-captioned video of this item is [available here](#).

**BOARD COMMITTEE STRUCTURE:
ROLE OF STANDING COMMITTEES AND SPECIAL COMMITTEES**

Regent Verhalen invited Executive Director & Corporate Secretary Steeves and Associate Secretary Jason Langworthy to continue discussions on the Board's committee structure centered on the role standing and special committees, as detailed in the docket.

The docket materials for this item begin on page 28. The closed-captioned video of this item is [available here](#).

PRESIDENTIAL CONFLICTS OF INTEREST

Regent Verhalen invited Associate Secretary Jason Langworthy to discuss the process for handling potential institutional conflicts of interest involving the president, as detailed in the docket.

The docket materials for this item begin on page 45. The closed-captioned video of this item is [available here](#).

The meeting adjourned at 9:37 a.m.

A handwritten signature in black ink that reads "Brian R. Steeves". The signature is written in a cursive style with a large, stylized initial "B".

BRIAN R. STEEVES
Executive Director and
Corporate Secretary

**UNIVERSITY OF MINNESOTA
BOARD OF REGENTS**

**Special Committee on University Relations
December 8, 2023**

A meeting of the Special Committee on University Relations of the Board of Regents was held on Friday, December 8, 2023, at 8:00 a.m. in the West Committee Room, 600 McNamara Alumni Center.

Regents present: Bo Thao-Urabe, presiding; Mary Davenport, Robyn Gulley, James Farnsworth, Tadd Johnson, and Mike Kenyanya.

Staff present: Interim President Jeffrey Ettinger; Chancellors Lori Carrell, Mary Holz-Clause, and Janet Schrunk Ericksen; Interim Chancellor David McMillan; Executive Vice President and Provost Rachel Croson; Executive Director Brian Steeves; Chief Public Relations Officer Chuck Tombarge; and Executive Director of Government and Community Relations Melisa López Franzen.

The docket materials for this meeting are available [here](#).

FALL LEGISLATIVE HIGHER EDUCATION HEARINGS

Regent Thao-Urabe invited Executive Director of Government and Community Relations López Franzen to provide an update on state legislative hearings and other events regarding the University that have occurred during fall 2023, as detailed in the docket.

The docket materials for this item begin on page 3. The closed-captioned video of this item is [available here](#).

BOARD ENGAGEMENT DURING THE 2024 LEGISLATIVE SESSION

Regent Thao-Urabe invited Executive Director of Government and Community Relations López Franzen to discuss Board engagement during the 2024 legislative session, as detailed in the docket.

The docket materials for this item begin on page 11. The closed-captioned video of this item is [available here](#).

MARKETING EFFORTS: RECRUITMENT AND ENROLLMENT

Regent Thao-Urabe invited Amy Hietapelto, Interim Executive Vice Chancellor for Academic Affairs, Duluth campus; Ann Aronson, University Relations Chief Marketing Officer; Keri Risic, Executive Director, Office of Admissions, Twin Cities campus; Trevor Eagle, Associate Vice Chancellor for Enrollment Management, Duluth campus; and Melissa Bert, Vice Chancellor for Enrollment Management and Institutional Effectiveness, Morris campus to provide an overview of the multi-

layered approach to recruitment and enrollment marketing and communications across the University, as detailed in the docket.

The docket materials for this item begin on page 18. The closed-captioned video of this item is [available here](#).

The meeting adjourned at 9:33 a.m.

A handwritten signature in black ink that reads "Brian R. Steeves". The signature is written in a cursive style with a large, sweeping initial "B".

BRIAN R. STEEVES
Executive Director and
Corporate Secretary

**UNIVERSITY OF MINNESOTA
BOARD OF REGENTS**

**Board of Regents
December 8, 2023**

A meeting of the Board of Regents of the University of Minnesota was held on Friday, December 8, 2023, at 9:55 a.m. in the Boardroom, 600 McNamara Alumni Center.

Regents present: Janie Mayeron, presiding; Mary Davenport, James Farnsworth, Robyn Gulley, Douglas Huebsch, Ruth Johnson, Tadd Johnson, Mike Kenyanya, Bo Thao-Urabe, Mary Turner, Kodi Verhalen, and Penny Wheeler.

Staff present: Interim President Jeffrey Ettinger; Chancellors Lori Carrell, Mary Holz-Clause, and Janet Schrunk Ericksen; Interim Chancellor David McMillan; Executive Vice President and Provost Rachel Croson; Senior Vice President Myron Frans; Vice Presidents Bernard Gulachek, Kenneth Horstman, Calvin Phillips, Mercedes Ramírez Fernández, Alice Roberts-Davis, and Jakub Tolar; General Counsel Douglas Peterson; Executive Director Brian Steeves; Chief Auditor Quinn Gaalswyk; and Chief Public Relations Officer Chuck Tombarge.

The docket materials for this meeting are available [here](#).

APPROVAL OF MINUTES

The Board voted unanimously to approve the following minutes as presented in the docket materials:

Audit & Compliance Committee – October 12, 2023
Special Committee on Academic Health – October 12, 2023
Mission Fulfillment Committee – October 12, 2023
Finance & Operations Committee – October 12, 2023
Governance & Policy Committee – October 13, 2023
Special Committee on University Relations – October 13, 2023
Board of Regents – October 13, 2023
Board of Regents – November 2, 2023
Special Committee on Academic Health – November 21, 2023

The docket materials for this item begin on page 4. The closed-captioned video of this item is [available here](#).

REPORT OF THE INTERIM PRESIDENT

Interim President Ettinger delivered the report of the President.

The docket materials for this item begin on page 31. The closed-captioned video of this item is [available here](#).

Regent Mayeron recessed the meeting at 10:00 a.m. due to disruption.

Mayeron called the meeting back to order at 10:04 a.m.

REPORT OF THE CHAIR

Regent Mayeron delivered the report of the Chair.

The docket materials for this item begin on page 32. The closed-captioned video of this item is [available here](#).

RECEIVE AND FILE REPORTS

Regent Mayeron noted the following reports to receive and file this month:

- Virtual Forum Comments
- Eastcliff Annual Report

The docket materials for this item begin on page 33. The closed-captioned video of this item is [available here](#).

CONSENT REPORT

Regent Mayeron presented for review and action the Consent Report as described in the docket materials, including:

- A. Gifts
- B. Report of the All-University Honors Committee
- C. Report of the Naming Committee

The docket materials for this item begin on page 40. The closed-captioned video of this item is [available here](#).

A motion was made and seconded, and the Board voted unanimously to approve the Consent Report.

UNIVERSITY PERFORMANCE AND ACCOUNTABILITY REPORT & UPDATE ON MPACT 2025 SYSTEMWIDE STRATEGIC PLAN

Regent Mayeron invited Interim President Ettinger and Executive Vice President and Provost Croson to present for review the University Performance and Accountability Report as well as provide an update on the MPact 2025 Systemwide Strategic Plan, as detailed in the docket.

The docket materials for this item begin on page 55. The closed-captioned video of this item is [available here](#).

REPORT OF THE SENATE CONSULTATIVE COMMITTEE/FACULTY CONSULTATIVE COMMITTEE/CIVIL SERVICE CONSULTATIVE COMMITTEE/P & A CONSULTATIVE COMMITTEE

Regent Mayeron invited Mark Bee, Chair, Faculty Consultative Committee and Senate Consultative Committee, Whitney Taha Frakes, Chair, P & A Consultative Committee, and Matthew Verkuilen, Chair, Civil Service Consultative Committee to update the Board on the goals and accomplishments of the consultative committees, as detailed in the docket.

The docket materials for this item begin on page 89. The closed-captioned video of this item is [available here](#).

Mayeron recessed the meeting at 11:19 a.m.

PUBLIC SAFETY UPDATE: FALL SEMESTER REVIEW

Regent Mayeron called the meeting back to order at 11:30 a.m. and invited Interim President Ettinger and Senior Vice President Frans to discuss ongoing public safety efforts, as detailed in the docket.

The docket materials for this item begin on page 110. The closed-captioned video of this item is [available here](#).

UPDATE ON THE BOARD'S VIRTUAL FORUM PILOT PROGRAM

Regent Mayeron invited Executive Director Steeves and Krista Overby, Communications & Engagement Manager, to provide an update on the Board's Virtual Forum Pilot Program, as detailed in the docket.

The docket materials for this item begin on page 111. The closed-captioned video of this item is [available here](#).

REPORT OF THE AUDIT & COMPLIANCE COMMITTEE

Regent Farnsworth, chair of the committee, reported that the committee voted unanimously to recommend the following items:

- 1) The appointment of CliftonLarsonAllen LLP as external auditor for the University
- 2) The Consent Report for the Audit & Compliance Committee as presented to the committee and described in the December 7, 2023 committee minutes

The committee docket materials can be found [here](#). The closed-captioned video of this item is [available here](#).

A motion was made, and the Board voted unanimously to approve the recommendations included in the report of the Audit & Compliance Committee.

REPORT OF THE MISSION FULFILLMENT COMMITTEE

Regent R. Johnson, chair of the committee, reported that the committee voted unanimously to approve on behalf of the Board the following items.

The committee docket materials can be found [here](#). The closed-captioned video of this item is [available here](#).

- 1) Adoption of amendments to Board of Regents Policy: *Equity, Diversity, Equal Opportunity, and Affirmative Action*, as amended:

Diversity Equity, Inclusion, and Equal Opportunity

SECTION I. GUIDING PRICIPLES.

The following principles shall guide the commitment of the University of Minnesota (University) to diversity, equity, inclusion, and equal opportunity:

- (a) Consistent with its academic mission and standards, the University is committed to achieving excellence through diversity, equity, inclusion, and equal opportunity in research, scholarship, teaching, and learning, and all of its other programs and activities.
- (b) Diverse students, staff, and faculty enhance the academic and social environment for all members of the University community and prepare students to thrive in an increasingly diverse workforce and society.
- (c) Equal educational access is critical to preparing students for the responsibilities of citizenship and civic leadership in a heterogeneous society.
- (d) The University strives to foster an environment that is diverse, humane, and hospitable, and that promotes a sense of belonging for all members of the University community.
- (e) The University aims to provide accessibility in all of its programs and activities so that members of the University community have an equal opportunity to fully participate.
- (f) Diversity, equity, inclusion, and equal opportunity are fundamental to the University's mission, and the University's faculty, staff, and students share responsibility for the collective achievement of these goals.
- (g) In partnership with community groups, the University is committed to serving the state, the nation, and the world through its outreach and public service.

SECTION II. IMPLEMENTATION.

The University shall:

- (a) provide equal access to and opportunity in its programs, facilities, and employment without regard to race, color, creed, religion, national origin, sex, gender, age, marital status, familial status, disability, public assistance status, membership or activity in a local commission created for the purpose of dealing with discrimination, veteran status, sexual orientation, gender identity, or gender expression;
- (b) establish and nurture an environment for faculty, staff, students, and visitors that actively acknowledges and values diversity, equity, and inclusion, and equal opportunity, and is free from identity-based prejudice, intolerance, or harassment; and
- (c) promote and support diversity, equity, inclusion, and equal opportunity through hiring and admissions processes, academic programs, employment policies and

practices, the delivery of services, the purchase of goods, materials, and services from businesses of the diverse communities it serves, and all of its other programs and activities.

SECTION III. MONITORING.

The president or delegate shall set performance goals consistent with this policy and law, and remedy any discriminatory practice that deviates from this policy.

- 2) Approval of the Consent Report for the Mission Fulfillment Committee as presented to the committee and described in the December 7, 2023 committee minutes.

REPORT OF THE FINANCE & OPERATIONS COMMITTEE

Regent Huebsch, chair of the committee, reported that the committee voted unanimously to approve on behalf of the Board the following items.

The committee docket materials can be found [here](#). The closed-captioned video of this item is [available here](#).

- 1) The Academic Affiliation with CentraCare: Financial Plan
- 2) Approval of the Consent Report for the Finance & Operations Committee as presented to the committee and described in the December 7, 2023 committee minutes.

REPORT OF THE GOVERNANCE & POLICY COMMITTEE

Regent Verhalen, chair of the committee, reported that the committee did not act on any items this month.

The committee docket materials can be found [here](#). The closed-captioned video of this item is [available here](#).

REPORT OF THE SPECIAL COMMITTEE ON ACADEMIC HEALTH

Regent Wheeler, chair of the special committee, reported that the special committee voted unanimously to recommend the following item.

The committee docket materials can be found [here](#). The closed-captioned video of this item is [available here](#).

- 1) The resolution related to the 1997 Academic Affiliation Agreement with Fairview Health Services. The resolution is as follows:

Resolution Related to the 1997 Academic Affiliation Agreement with Fairview Health Services

WHEREAS, the University of Minnesota (University) is devoted to the public health of Minnesota through its land grant mission of research, teaching, and public service; and

WHEREAS, in 1997, the University entered into a 30-year academic affiliation agreement (1997 Academic Affiliation Agreement) with Fairview Health Services (Fairview), combining the University's teaching hospital on the East Bank of the University's Twin Cities campus and Fairview's community hospitals adjacent to the West Bank of the University's Twin Cities campus into an academic medical center dedicated to providing world-class care and advancing the University's health related academic mission; and

WHEREAS, since 1997, the academic medical center facilities have expanded to now encompass the East Bank Hospital, the West Bank Hospital, Masonic Children's Hospital, and the Clinics and Surgery Center (collectively, the University of Minnesota Medical Center, or UMMC); and

WHEREAS, in 2018, the University, Fairview, and the University's faculty practice group, University of Minnesota Physicians (UMPhysicians), entered into a Master Academic Health System Agreement and a Branding and Marketing Agreement (together, the 2018 Agreements) that built onto the 1997 Academic Affiliation Agreement, creating a joint clinical enterprise that, among other things, creates patient care clinical service lines that are co-led by University Medical School faculty and Fairview executives, and otherwise places Medical School faculty in positions of shared leadership over the joint clinical enterprise referred to as "M Health Fairview"; and

WHEREAS, under the 2018 Agreements, and under the leadership of University Medical School faculty, quality and patient safety scores of UMMC have risen, with UMMC recently being recognized by U.S. News & World Report as the only nationally ranked hospital for specialty care in the Twin Cities, with two specialties - Cancer Care and Ear, Nose, and Throat (Otolaryngology) - receiving national rankings; and

WHEREAS, the Medical School has continued to improve its national ranking, being named by Blue Ridge Institute for Medical Research as #21 among all medical schools with funding from the Page 34 of 35 National Institutes of Health and #8 among all public medical schools, and being identified by U.S. News and World Report as the #2 best medical school for primary care; and

WHEREAS, with the mission of the University and the public health interests of the state of Minnesota aligned, the University is committed to ensuring that it is positioned to provide health sciences training, research, and patient care that are needed today and for generations to come; and

WHEREAS, the University announced its vision for a world-class academic health system which includes a University governed destination academic medical center and partnerships and relationships with health systems, including Fairview, essential to the University's role as a state land-grant university; and

WHEREAS, the University continues to explore with Fairview how the current relationship between the two organizations may be redesigned, in light of changes in the health care environment since 1997, to best serve the needs of the state of Minnesota and advance the health related mission of the University; and

WHEREAS, the 1997 Academic Affiliation Agreement provides that if a party intends not to renew the 1997 Academic Affiliation Agreement at the end of the initial term, which is December 31, 2026, the party must provide the other party with three years advance

written notice, with the consequence of such decision being that the 1997 Academic Affiliation Agreement, the 2018 Agreements, and other agreements whose terms are tied to the those agreements all end as of December 31, 2026; and

WHEREAS, on November 20, 2023, Fairview gave notice to the University, under the terms of the 1997 Academic Affiliation Agreement, that it does not intend to renew the 1997 Academic Affiliation Agreement after 2026, but also acknowledged that Fairview seeks to continue to discuss a redesigned relationship between the University and Fairview following 2026; and

WHEREAS, the Board of Regents desires that University leadership continue to engage in discussions with Fairview around a continuing relationship after 2026 that best advances the University's commitments to its academic health related mission, but recognizes that the rights of the University must be preserved through the University's own decision around the 1997 Academic Affiliation Agreement.

NOW, THEREFORE, BE IT RESOLVED that the Board of Regents delegates authority to the Interim President to issue the University's notice of intent not to renew the 1997 Academic Affiliation Agreement to Fairview by December 31, 2023, viewing the notice as an affirmation of a commitment to work with Fairview to redesign the joint public health mission for the years beyond 2026, recognizing that any such notice, while a contractually required formality carrying legal consequences for both parties, also serves as a challenge to all concerned to work together to build a better future for Minnesota's public health.

A motion was made, and the Board voted unanimously to approve the recommendation included in the report of the Special Committee on Academic Health.

REPORT OF THE SPECIAL COMMITTEE ON UNIVERSITY RELATIONS

Regent Thao-Urabe, chair of the committee, reported that the committee did not act on any items this month.

The committee docket materials can be found [here](#). The closed-captioned video of this item is [available here](#).

NEW BUSINESS

Regent Farnsworth made the following motion:

To direct the Office of the Board of Regents, in consultation with members of the Board and other relevant stakeholders, to develop a framework and implementation plan for in-person public comment to be scheduled in alignment with the regularly scheduled board meeting weeks, beginning February 2024.

There was a second.

The closed-captioned video of this item is [available here](#).

Regent T. Johnson moved to refer the Farnsworth motion to the Governance & Policy Committee for consideration after the Board's Virtual Forum Pilot Program is completed. There was a second.

Farnsworth requested that a roll call vote be taken. The vote was as follows:

Regent Davenport	Yes
Regent Farnsworth	No
Regent Gulley	No
Regent Huebsch	Yes
Regent R. Johnson	Yes
Regent T. Johnson	Yes
Regent Kenya	Yes
Regent Thao-Urabe	Yes
Regent Turner	No
Regent Verhalen	Yes
Regent Wheeler	Yes
Regent Mayeron	Yes

On a vote of 9 to 3, the T. Johnson motion to refer was approved.

RESOLUTION TO CONDUCT NON-PUBLIC MEETING OF THE BOARD OF REGENTS TO DISCUSS ATTORNEY-CLIENT PRIVILEGED MATTERS

A motion was made and seconded that the following resolution be adopted:

WHEREAS, based on advice of the General Counsel, the Board of Regents have balanced the purposes served by the Open Meeting Law and by the attorney-client privilege, and determined that there is a need for absolute confidentiality to discuss litigation strategy in particular matters involving the University of Minnesota.

NOW, THEREFORE, BE IT RESOLVED, that in accordance with Minn. Stat. § 13D.01, Subd. 3 and 13D.05 Subd. 3(b), a non-public meeting of the Board of Regents be held on Friday, December 8, 2023 in the Boardroom, 600 McNamara Alumni Center, for the purpose of an attorney-client privileged discussion of litigation relating to a data security incident, including the following: *Linzy v University of Minnesota*; *Eckl v University of Minnesota*; *Shackelford v University of Minnesota*; *Dittberner v University of Minnesota*; *Martin v University of Minnesota*; *Seberson v University of Minnesota*; *Foster v University of Minnesota*; *Chatelain v University of Minnesota*.

The Board voted unanimously to adopt the resolution and the public portion of the meeting ended at 12:52 p.m.

The docket materials for this item begin on page 121. The closed-captioned video of this item is [available here](#).

Regents present for the non-public portion: Janie Mayeron, presiding; Douglas Huebsch, Mike Kenya, Mary Davenport, James Farnsworth, Robyn Gulley, Ruth Johnson, Tadd Johnson, Bo Thao-Urabe, Mary Turner, Kodi Verhalen, and Penny Wheeler.

Staff present for the non-public portion: Interim President Jeffrey Ettinger; Senior Vice President Myron Frans; Vice President Bernard Gulachek; General Counsel Douglas Peterson; Executive Director Brian Steeves; Chief Auditor Quinn Gaalswyk; and Chief Public Relations Officer Chuck Tombarge.

Others present for the non-public portion: Mike Benton, Laurie Beyer-Kropuenske, Brian Dahlin, Rachel Goeller, Jonathan Harper, Dan Herber, Lincoln Kallsen, Jason Langworthy, Brian Slovit, Jon Steadland, and Aravind Swaminathan.

The meeting adjourned at 1:29 p.m.

A handwritten signature in black ink that reads "Brian R. Steeves". The signature is written in a cursive, flowing style.

BRIAN R. STEEVES
Executive Director and
Corporate Secretary

**UNIVERSITY OF MINNESOTA
BOARD OF REGENTS**

**Litigation Review Committee
December 14, 2023**

A special meeting of the Litigation Review Committee of the Board of Regents was held on Thursday, December 14, 2023, at 8:00 a.m. in the West Committee Room, 600 McNamara Alumni Center.

Regents present: Tadd Johnson, presiding; Doug Huebsch, Ruth Johnson, Mike Kenya, Janie Mayeron, and Mary Turner.

Staff present: Senior Vice President Myron Frans; General Counsel Douglas Peterson; and Executive Director Brian Steeves.

Others present: Lisa Beane, Rick Hubler, Rick Huebsch, Leslie Krueger, Jason Langworthy, Maggie Marchesani, Patrick McElhinny, Eric Olsen, Krista Overby, Brian Slovut, Jon Steadland, and Christopher Verdnie.

The docket materials for this meeting are [available here](#).

**RESOLUTION TO CONDUCT NON-PUBLIC SPECIAL MEETING
OF THE LITIGATION REVIEW COMMITTEE**

The meeting convened in public session at 8:03 a.m. A motion was made and seconded that the following resolution be adopted:

WHEREAS, based on advice of the General Counsel, the Board of Regents Litigation Review Committee has balanced the purposes served by the Open Meeting Law and by the attorney-client privilege, and determined that there is a need for absolute confidentiality to discuss litigation strategy in particular matters involving the University of Minnesota.

NOW, THEREFORE, BE IT RESOLVED, that in accordance with Minn. Stat. § 13D.01, Subd. 3 and 13D.05 Subd. 3(b), a non-public special meeting of Litigation Review Committee be held on Thursday, December 14, 2023 at 8:00 a.m. in the West Committee Room, 600 McNamara Alumni Center, for the purpose of discussing attorney-client privileged matters including the following:

- I. *Regents of the University of Minnesota v. LSI Corporation and Avago Technologies U.S., Inc.*
- II. *Regents of the University of Minnesota v. United States of America and E.I. du Pont de Nemours, Inc.*
- III. *Laura Kasey v. The University of Minnesota*

The committee voted unanimously to adopt the resolution and the public portion of the meeting ended at 8:05 a.m.

The meeting adjourned at 9:45 a.m.

A handwritten signature in black ink that reads "Brian R. Steeves". The signature is written in a cursive style with a large initial "B" and "S".

BRIAN R. STEEVES
Executive Director and
Corporate Secretary