

**UNIVERSITY OF MINNESOTA  
BOARD OF REGENTS**

**Board of Regents  
March 8, 2024**

A meeting of the Board of Regents of the University of Minnesota was held on Friday, March 8, 2024, at 8:30 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; Executive Vice President and Provost Rachel Croson; Vice Presidents Bernard Gulachek, Kenneth Horstman, Calvin Phillips, Alice Roberts-Davis, Jakub Tolar, 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 Katharine Bonneson and Michael Volna.

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 – February 8, 2024  
Special Committee on Academic Health – February 8, 2024  
Mission Fulfillment Committee – February 8, 2024  
Finance & Operations Committee – February 8, 2024  
Governance & Policy Committee – February 9, 2024  
Special Committee on University Relations – February 9, 2024  
Board of Regents – February 9, 2024  
Litigation Review Committee – February 13, 2024  
Board of Regents – February 26, 2024

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](#).

## **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
- UMN Students for Climate Justice
- Reports to the State of Minnesota

Mayeron invited Maia Bowman, Twin Cities undergraduate student; and Gracelyn McClure, Twin Cities undergraduate student to present comments on behalf of UMN Students for Climate Justice.

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 Naming Committee
- C. Employment Agreement

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

Regent Gulley requested to separate out the employment agreement for PJ Fleck, Head Coach Football, Twin Cities campus.

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

Mayeron invited Interim President Ettinger and Mark Coyle, Director of Intercollegiate Athletics, Twin Cities campus to present the employment agreement for PJ Fleck, Head Coach Football, Twin Cities campus.

A motion was made and seconded, and the Board voted 10-2 to approve the employment agreement. Regents Gulley and Turner voted no.

## **REPORT OF THE STUDENT REPRESENTATIVES TO THE BOARD OF REGENTS**

Regent Mayeron invited Flora Yang, chair, and Hal Johnson, vice chair, to present the report of the Student Representatives to the Board of Regents, 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](#).

Mayeron recessed the meeting at 9:50 a.m.

## **PUBLIC SAFETY UPDATE: SPRING SEMESTER**

Regent Mayeron called the meeting back to order at 10:08 a.m. and invited Interim President Ettinger, Matt Clark, Chief of Police, Department of Public Safety, and Associate Vice President Bonneson to provide the public safety update for the spring semester, as detailed in the docket.

The docket materials for this item begin on page 82. The closed-captioned video of this item is [available here](#).

## **PRESIDENT-DESIGNATE CUNNINGHAM EMPLOYMENT AGREEMENT**

Regent Mayeron presented for review and action an employment agreement with President-Designate Rebecca Cunningham, as detailed in the docket.

The docket materials for this item begin on page 84. The closed-captioned video of this item is [available here](#).

A motion was made and seconded, and the Board voted unanimously to approve the employment agreement with President-Designate Cunningham.

## **PRESIDENTIAL CONFLICTS OF INTEREST**

Regent Mayeron invited Executive Director Steeves to present for action the proposed amendments to Board of Regents Policy: *Institutional Conflict of Interest* that address presidential conflicts of interest, as detailed in the docket.

The docket materials for this item begin on page 95. The closed-captioned video of this item is [available here](#).

A motion was made a seconded and the Board voted unanimously to adopt the proposed amendments to Board of Regents Policy: *Institutional Conflict of Interest* as follows:

### ***Institutional Conflict of Interest***

#### **SECTION I. SCOPE.**

This policy governs institutional conflict of interest at the University of Minnesota (University) and applies to members of the Board of Regents (Board), University officials,

department/unit heads, and other individuals as required by administrative policies and procedures.

## SECTION II. DEFINITIONS.

### Subd. 1. Institutional Conflict of Interest.

*Institutional conflict of interest* shall mean a situation in which the University's research, teaching, or outreach mission activities, or its institutional reputation may be compromised or appear to be compromised because of an external financial or business relationship held at the institutional level that may bring financial gain to the institution, any of its units, or the individuals covered by this policy.

### Subd. 2. University Official.

*University official* shall mean persons holding the following positions, including those holding these positions in a temporary capacity:

- (a) Associate Vice President
- (b) Chancellor
- (c) Chief Auditor
- (d) Chief Compliance Officer
- (e) Dean
- (f) Director of Intercollegiate Athletics, Twin Cities campus
- (g) Executive Director and Corporate Secretary
- (h) Executive Vice President and Provost
- (i) General Counsel
- (j) President
- (k) President's Chief of Staff
- (l) Senior Vice President for Finance and Operations
- (m) University Librarian and Dean of Libraries
- (n) Vice President

## SECTION III. GUIDING PRINCIPLES.

The following principles shall guide the University in addressing institutional conflict of interest:

- (a) Because it is critical to the mission and reputation of the University to maintain the public's trust, University research, teaching, outreach, and other activities must not be compromised or perceived as biased by financial and business considerations.
- (b) Because of its numerous and complex relationships with public and private entities, the University must be aware of any relationships involving financial gain that may compromise or appear to compromise its integrity.
- (c) The University shall establish and maintain an oversight process to manage, reduce, or eliminate institutional conflict of interest.

## SECTION IV. RESERVATION OF AUTHORITY.

The Board reserves to itself the authority to review and approve plans for managing, reducing, or eliminating institutional conflict of interest involving:

- (a) external relationships with an unusually significant financial impact that present a potential conflict;
- (b) potential conflicts involving the president;
- (c) potential conflicts that raise serious policy issues or have a significant public impact on the mission and reputation of the University; or

- (d) potential conflicts arising in matters that otherwise require Board review and action under Board of Regents Policy: *Reservation and Delegation of Authority*.

## SECTION V. PRESIDENTIAL CONFLICT REVIEW PANEL.

### Subd. 1. Role of the Presidential Conflict Review Panel.

If there is an institutional conflict of interest involving the president, the Presidential Conflict Review Panel shall review the institutional conflict of interest and develop an appropriate conflict management plan for approval by the Board. The panel shall be appointed by the Board chair and meet as needed.

### Subd. 2. Membership.

When there is need for the Presidential Conflict Review Panel to review an institutional conflict of interest involving the president, the Board chair shall convene the panel and appoint voting members comprised of one Regent serving as the chair, an additional Regent, the chief auditor, the chair of the Senate Consultative Committee, and a community member. The panel shall be advised by the Office of the General Counsel, in consultation with outside counsel as deemed appropriate, and the Office of Institutional Compliance. The panel shall be staffed by the University Conflict of Interest Program in coordination with the Office of the Board of Regents (OBR).

### Subd. 3. Procedure.

When reviewing the institutional conflict of interest, the Presidential Conflict Review Panel shall be guided by Section III of this policy. The Presidential Conflict Review Panel shall consider if the institutional conflict of interest can be managed, and if so, shall recommend a conflict management plan to the Board, taking into account fiduciary duties of loyalty and commitment, actual and perceived conflicts of interest, the mission and reputation of the University, and other public responsibilities of the Board and president.

Presidential Conflict Review Panel procedures shall be on file in the OBR.

## SECTION VI. ASSURANCE, DELEGATION OF AUTHORITY, AND REPORTING.

The president or delegate shall:

- (a) implement an oversight process and administrative policies and procedures to address institutional conflict of interest and to identify situations in which institutional conflict of interest may arise;
- (b) recommend and implement plans to manage, reduce, or eliminate institutional conflict of interest;
- (c) develop and present conflict of interest plans to the Board for review and action as required under Section IV, (a), (c), and (d);
- (d) ensure that individuals covered by this policy who act on behalf of the institution adhere to these policies and procedures, follow applicable conflict management plans, and do not engage in activities in which there is an actual conflict of interest; and
- (e) report to the Board annually all institutional conflict of interest matters that do not meet the thresholds identified in Section IV.

## SECTION VII. DISCLOSURES.

### Subd. 1. Regents.

Regents shall file a financial disclosure statement annually and report conflicts of interest as required by Board of Regents Policy: *Code of Conduct for Members of the Board of Regents*.

Subd. 2. University Officials.

University officials shall, upon appointment and annually, file a financial disclosure statement with the president or delegate, disclosing significant economic interests and how those interests may relate to their institutional responsibilities. Such disclosure shall be made in addition to any reporting requirement for individual conflicts of interest and shall be approved by the president or delegate. The following University officials shall file their financial disclosure statement with the Office of the Board of Regents for approval by the Board chair: president, general counsel, executive director and corporate secretary, and chief auditor.

Subd. 3. Department/Unit Heads.

Annually and under circumstances described in administrative policy, department/unit heads shall disclose relevant financial and business interests by filing a *Report of External Professional Activities*.

Subd. 4. Other Individuals.

The president or delegate may designate other individuals who shall file a financial disclosure statement.

**BOARD OF REGENTS POLICY: *RESERVATION AND DELEGATION OF AUTHORITY***

Regent Mayeron invited Executive Director Steeves to present for review the proposed amendments to Board of Regents Policy: *Reservation and Delegation of Authority*, as detailed in the docket.

The docket materials for this item begin on page 100. The closed-captioned video of this item is [available here](#).

Regent Davenport left the meeting.

Regent Huebsch requested that the policy amendments be considered for review and action. There was no objection so Mayeron stated that the proposed amendments would now be considered for review and action.

A motion was made and second and the Board voted unanimously to adopt the proposed amendments to Board of Regents Policy: *Reservation and Delegation of Authority* as follows:

***Reservation and Delegation of Authority***

***ARTICLE I***

***RESERVATION OF AUTHORITY***

**SECTION I. GENERAL RESERVATIONS OF AUTHORITY.**

Subd. 1.

The Board of Regents (Board) reserves to itself all authority necessary to carry out its legal and fiduciary responsibilities under the University Charter, the Constitution of the State of Minnesota, and the *Bylaws of the Board of Regents (Board Bylaws)*. This reservation specifically includes all authority to enact laws and policies for the governance of the

University of Minnesota (University) and to issue Board directives to executive officers and employees. The Board's reserved authority shall be exercised consistent with the University Charter, the Constitution of the State of Minnesota, *Board Bylaws*, and relevant Board policies.

Subd. 2.

The Board reserves to itself authority to ensure constitutional and institutional autonomy, to approve the University's mission and vision, to set the overall direction of the institution, including the adoption of fundamental planning documents for the educational, financial, and physical development of the University as defined by Board of Regents Policy: *Board Operations and Agenda Guidelines*, and to declare a fiscal emergency.

Subd. 3.

No authority that the Board reserves to itself in this policy shall be exercised by any other person or body unless expressly authorized by Board policy or directive.

Subd. 4.

The authority of the Board resides only with the Board as a whole and not in its individual members, except as the Board itself may have delegated specific authority to one of its members or one of its committees.

Subd. 5.

The Board reserves to itself authority to approve the use, and revocation of the use, of its corporate name or any abbreviated name, including *University of Minnesota*, by any non-University person or entity, consistent with Board policies. The Board also reserves authority over the removal of the corporate name or any abbreviated name from the name of any University campus, college, school, division, or unit, consistent with Board policies.

Subd. 6.

The Board reserves to itself authority to approve any matter delegated to the president in Article II, Section I of this policy if it raises unusual questions of public interest or public policy, has significant impact on the University's mission, or poses a significant financial risk to the University.

Subd. 7.

The Board reserves to itself authority to approve and submit any report to the State of Minnesota that impacts the University's autonomy or addresses the performance of the University and/or its major initiatives. All other reports to the State of Minnesota that fall outside these criteria and report on the University shall be provided to the Board upon submission to the state.

## SECTION II. CONDUCT OF BOARD BUSINESS.

The Board reserves to itself authority to establish procedures for the conduct of its business, create committees, set its agenda, require reports from executive officers and employees, hear appeals, and enforce its code of conduct.

## SECTION III. ELECTION OF BOARD OFFICERS.

The Board reserves to itself authority to elect and remove Board officers, including the president, chair, vice chair, secretary, and treasurer.

#### SECTION IV. APPOINTMENT AUTHORITY.

##### Subd. 1.

The Board reserves to itself, or to one of its committees, authority to appoint all individuals and approve any individually negotiated terms of employment, and significant amendments thereto, for those who serve in each of the following positions:

- (a) Chancellor
- (b) Chief Auditor
- (c) Dean
- (d) Division I Director of Intercollegiate Athletics
- (e) Division I Head Coaches of the following sports: Football, Men's and Women's Basketball, Men's and Women's Hockey, Volleyball
- (f) Executive Vice President and Provost
- (g) General Counsel
- (h) Senior Vice President for Finance and Operations
- (i) University Librarian and Dean of Libraries
- (j) Vice Chancellor for Academic Affairs
- (k) Vice President
- (l) Such other administrative positions as the Board may specify from time to time.

The president shall recommend individuals for appointment to these positions, consistent with Board policies and directives, except the chief auditor.

##### Subd. 2.

The Board reserves to itself authority to remove University officers as provided in the University Charter. The president (a) may remove the general counsel with Board approval and (b) may remove any other individuals appointed under subd. 1 of this section, except the chief auditor.

##### Subd. 3.

The Board reserves to itself, or to one of its committees, authority to appoint members of the boards of University-associated foundations, institutes, committees, and other bodies, consistent with Board policies.

#### SECTION V. ACADEMIC MATTERS.

##### Subd. 1.

The Board reserves to itself, or to one of its committees, authority to grant academic degrees, grant faculty indefinite tenure, grant continuous appointments to academic professionals, and award the title faculty emeritus, consistent with Board policies.

##### Subd. 2.

The Board reserves to itself, or to one of its committees, authority to establish, name, and abolish colleges, academic institutes, programs, and courses of study, consistent with Board policies.

##### Subd. 3.

The Board reserves to itself, or to one of its committees, authority to establish tuition and student fees and approve policies and reciprocity agreements related to such matters, consistent with Board policies.

##### Subd. 4.



The Board reserves to itself, or to one of its committees, authority to: (a) establish and review policies relating to the conduct of research and the receipt and accounting of sponsored research funds; (b) require timely reporting to the Board of sponsored research activity; and (c) establish limits for financial support to non-University entities for the commercialization of technology, as defined by Board of Regents Policy: *Commercialization of Intellectual Property Rights*.

Subd. 5.

The Board reserves to itself, or to one of its committees, authority to approve educational policies and procedures, in consultation with the president and the faculty governance process, consistent with Board policies. This policy is not intended to alter the relationship between the Board, the University Senate, and the faculties regarding educational policies.

Subd. 6.

The Board reserves to itself, or to one of its committees, authority to approve a systemwide enrollment plan and amendments thereto.

#### SECTION VI. AWARDS, HONORS, AND NAMINGS.

Subd. 1.

The Board reserves to itself authority to establish and bestow awards, honors, and recognition, consistent with Board policies.

Subd. 2.

The Board reserves to itself authority to name and revoke names of University buildings and other assets, consistent with Board policies.

#### SECTION VII. BUDGETARY, FINANCIAL, AND INVESTMENT MATTERS.

Subd. 1.

The Board reserves to itself, or to one of its committees, authority to approve the following: annual operating budgets; the central reserves budget and minimum reserve level; and adjustments and amendments, consistent with Board policies. The Board also reserves to itself authority to approve any modifications to the central reserves budget and any expenditures from the central reserves general contingency account, consistent with Board policies.

Subd. 2.

The Board reserves to itself, or to one of its committees, authority to approve all requests for operating and capital budget appropriations from the State of Minnesota and positive or negative adjustments to the budget caused by a 1% or more change in total appropriations within a fiscal year.

Subd. 3.

The Board reserves to itself, or to one of its committees, authority to establish investment objectives, approve asset allocation guidelines, and approve the payout rate for endowment distributions.

Subd. 4.

The Board reserves to itself, or to one of its committees, authority to authorize issuance and retirement of debt and to engage debt advisers and/or underwriters, consistent with Board policies.

Subd. 5.

The Board reserves to itself, or to one of its committees, authority to accept gifts for the benefit of the University, consistent with Board policies.

Subd. 6.

The Board reserves to itself, or to one of its committees, authority to approve individual purchases of goods and services with a value of \$5,000,000 or more or a value anticipated to be \$5,000,000 or more, consistent with Board policies. For purposes of this subdivision, value shall include both the base term and any optional contract extensions.

Subd. 7.

The Board reserves to itself, or to one of its committees, authority to (a) approve amendments to individual purchases of goods and services previously approved by the Board when the amendment will increase the value of the agreement by 30% or more; or (b) existing individual purchases of goods and services that were not previously approved by the Board when the value increases to \$5,000,000 or more. For purposes of this subdivision, value shall include both the base term and any optional contract extensions.

SECTION VIII. PROPERTY, FACILITIES, AND CAPITAL BUDGETS.

Subd. 1.

The Board reserves to itself, or to one of its committees, authority to approve the purchase or sale of real property (a) with a value of \$3,000,000 or more; (b) located on or within 2 miles of a University campus; or (c) larger than 10 acres.

Subd. 2.

The Board reserves to itself, or to one of its committees, authority to approve leases of real property, easements, and other interests in real property if the initial term amount to be paid by or to the University is (a) \$1,000,000 or more in rent in any year; (b) if the lease term exceeds 10 years; or (c) if the value is \$5,000,000 or more.

Subd. 3.

The Board reserves to itself, or to one of its committees, authority to exercise the power of eminent domain to acquire land for University purposes.

Subd. 4.

The Board reserves to itself, or to one of its committees, authority to (a) exercise property owner rights regarding the designation, decommissioning, or demolition of historic resources; and (b) take final action on all environmental reviews of historic resources initiated by the administration for which the University is the responsible governmental unit, consistent with Board policies and applicable state and federal laws.

Subd. 5.

The Board reserves to itself, or to one of its committees, authority to approve campus plans and amendments thereto.

Subd. 6.

The Board reserves to itself, or to one of its committees, authority to approve multi-year capital plans consisting of projects with a value of \$5,000,000 or more or a value anticipated to be \$5,000,000 or more if a cost estimate has not yet been established.

Subd. 7.

The Board reserves to itself, or to one of its committees, authority to approve annual capital budgets consisting of projects with a value of \$5,000,000 or more.

Subd. 8.

The Board reserves to itself, or to one of its committees, authority to approve capital budget amendments for (a) new projects with a value of \$5,000,000 or more; (b) existing projects that were not previously approved by the Board when the value increases to \$5,000,000 or more; (c) to Board approved projects when the total cost of the project increases by 30% or more.

SECTION IX. LEGAL MATTERS.

The Board reserves to itself, or to one of its committees, authority to direct the president or the general counsel to settle any legal claim or initiate or appeal a lawsuit or administrative proceeding, consistent with Board policies.

SECTION X. AUDIT FUNCTION.

The Board reserves to itself authority to adopt policies regulating the audit function; approve selection of independent auditors and the chief auditor; and evaluate the performance of the independent auditor and the chief auditor. Performance review process procedures shall be on file in the Office of the Board of Regents.

SECTION XI. EMPLOYMENT AND LABOR RELATIONS.

Subd. 1.

The Board reserves to itself, or to one of its committees, authority to approve all contracts and other agreements with the exclusive collective bargaining representatives of its employees.

Subd. 2.

The Board reserves to itself, or to one of its committees, authority to approve civil service rules and annual pay and benefit plans for University employees.

Subd. 3.

The Board reserves to itself, or to one of its committees, authority to establish or discontinue retirement plans for University faculty and staff. For those plans sponsored by the University and governed by formal plan documents, the Board reserves to itself authority to approve amendments to those plans. Amendments required by federal regulations do not require Board approval but shall be reported to the Board upon implementation by the president or delegate.

Subd. 4.

The Board reserves to itself, or to one of its committees, authority to approve individually negotiated employee agreements or severance agreements when they raise unusual questions of public interest or public policy or have a significant impact on the University's mission.

## SECTION XII. ASSOCIATED ORGANIZATIONS.

The Board reserves to itself authority to approve the legal structure and scope of any relationship between the University and any associated organization, non-profit corporation, foundation, institute, or similar entity that substantially relies upon University resources or personnel to carry out its mission.

## ARTICLE II

### DELEGATION OF AUTHORITY

#### SECTION I. DELEGATION OF AUTHORITY TO THE PRESIDENT.

The Board delegates to the president authority to act as chief executive officer of the University, with such general executive management and administrative authority over the University as is reasonable and necessary to carry out the policies and directives of the Board, subject to the limitations noted in Article II, Section II below.

#### SECTION II. LIMITATIONS UPON PRESIDENTIAL AUTHORITY.

The authority delegated to the president is limited by the following:

- (a) the provisions of the University Charter and the Constitution of the State of Minnesota;
- (b) the provisions of *Board Bylaws*;
- (c) the provisions of Board policies and directives, including specifically Article I of this policy; and
- (d) the directive that the president shall notify the Board of any matter not otherwise addressed in this section that significantly involves the authority and role of the Board, including its fiduciary, oversight, and public accountability responsibilities.

#### SECTION III. DELEGATION OF AUTHORITY BY THE PRESIDENT.

##### Subd. 1.

Unless otherwise restricted by specific Board policies or directives, the president shall be responsible for delegating general executive management and administrative authority to other executive officers and employees as necessary and prudent, including authority to execute contracts and other legal documents. The president may condition, limit, or revoke any presidential authority so delegated.

##### Subd. 2.

All delegations and revocations under this section shall be in writing, name the position to whom such authority is delegated, describe the scope and limitations of such authority, and prescribe the extent to which such authority may be further sub-delegated.

##### Subd. 3.

All delegations and revocations under this section shall be reviewed as to form, legality, and consistency by the general counsel.

##### Subd. 4.

Annually, the president shall report to the Board significant changes to the delegations.

#### SECTION IV. DELEGATION OF AUTHORITY TO THE CHAIR AND VICE CHAIR.

The chair and vice chair of the Board shall have such authority as is authorized by *Board Bylaws* and policies and is customarily exercised by such officers of a corporation. The chair

shall have authority to execute any and all instruments and documents on behalf of the Board.

**SECTION V. DELEGATION OF AUTHORITY TO THE BOARD SECRETARY, TREASURER, GENERAL COUNSEL, AND CHIEF AUDITOR.**

The secretary, treasurer, general counsel, and chief auditor shall have authority to perform such duties for the Board as provided by *Board Bylaws*, policies, and directives.

The secretary shall have authority to execute such instruments and documents that would customarily devolve upon a corporate officer and are usual to that office.

The secretary and the general counsel shall have authority to accept legal service on behalf of the University.

The chief auditor reports to the Board and may perform audits at the request of the president. By invitation, the chief auditor may participate on the president's cabinet.

The chief auditor and the general counsel shall notify the Board of any matter that significantly involves the authority and role of the Board, including its fiduciary, oversight, and public accountability responsibilities, or if it raises unusual questions of public interest or public policy, has significant impact on the University's mission, or poses a significant risk to the University.

**SECTION VI. CONFORMANCE WITH THIS POLICY.**

**Subd. 1.**

Any request or demand by a Board member for action must be consistent with the written policies, rules, and regulations of the Board and the University.

**Subd. 2.**

No executive officer or employee of the University shall have any authority to take any action or make any representation on behalf of the University beyond the scope of, or materially inconsistent with, the authority delegated to such executive officer or employee as provided in this policy.

**Subd. 3.**

The secretary and the general counsel each shall have the duty to inform the Board of any existing or proposed Board policy or directive that is inconsistent with or alters the delegations of authority as provided in this policy.

**REPORT OF THE LITIGATION REVIEW COMMITTEE**

Regent T. Johnson, chair of the committee, reported that the committee held a special meeting on February 13, 2024. At that meeting, the committee considered and adopted a resolution that authorized the closing of the meeting. In the closed meeting, discussion was held on matters subject to the attorney-client privilege.

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

**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, March 8, 2024, in the Boardroom, 600 McNamara Alumni Center, for the purpose of an attorney-client privileged discussion of litigation, including the following:

- I. *In re College Athlete NIL Litigation*, No. 4:20-cv-03919 (N.D. Cal.)
- II. *Carter v. NCAA*, No. 3:23-cv-06325 (N.D. Cal.)
- III. *Hubbard v. NCAA*, No. 4:23-cv-01593 (N.D. Cal.)

The Board voted unanimously to adopt the resolution and the public portion of the meeting ended at 11:45 a.m.

The docket materials for this item begin on page 125. The closed-captioned video of this item is [available here](#).

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

Staff present for the non-public portion: Interim President Jeffrey Ettinger; Executive Vice President and Provost Rachel Croson; Vice President Julie Tonneson; 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: Brent Benrud, Jeremiah Carter, Mark Coyle, Kevin Gomer, Maggie Marchesani, Brian Slovut, and Jon Steadland.

The meeting adjourned at 1:42 p.m.



**BRIAN R. STEEVES**  
**Executive Director and**  
**Corporate Secretary**

**UNIVERSITY OF MINNESOTA  
BOARD OF REGENTS**

**Litigation Review Committee  
March 18, 2024**

A special meeting of the Litigation Review Committee of the Board of Regents was held on Monday, March 18, 2024, at 2:00 p.m. in the West Committee Room, 600 McNamara Alumni Center.

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

Staff present: Interim President Jeffrey Ettinger; General Counsel Douglas Peterson; Executive Director Brian Steeves, and Chief Auditor Quinn Gaalswyk.

Others present: Joseph Coffey, Mark Coyle, Maggie Marchesani, Eric Olson, Frank Scherkenbach, Shannon Schooley, Brian Slovut, and Jon Steadland.

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 2:03 p.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 the Litigation Review Committee be held on Monday, March 18, 2024 at 2:00 p.m. in the West Committee Room, 600 McNamara Alumni Center, for the purpose of discussing attorney-client privileged matters including the following:

- I. *Randy Handel vs. The Board of Regents of the University of Minnesota*
- II. *Regents of the University of Minnesota v. AT&T, et al.*
- III. *In the Matter of GT Biopharma, Inc. (Subpoena)*

The committee voted unanimously to adopt the resolution and the public portion of the meeting ended at 2:04 p.m.

The meeting adjourned at 3:19 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".

**BRIAN R. STEEVES**  
**Executive Director and**  
**Corporate Secretary**