

Meeting No. 1,237

THE MINUTES OF THE BOARD OF REGENTS
OF
THE UNIVERSITY OF TEXAS SYSTEM

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July 27, 2023

Austin, Texas

MEETING NO. 1,237

THURSDAY, JULY 27, 2023.--The members of the Board of Regents of The University of Texas System convened a special called meeting in Open Session on Thursday, July 27, 2023 at 9:00 a.m. via telephone conference call, in the Board Room, Second Floor, The University of Texas System Building, 210 West Seventh Street, Austin, Texas, with the following participation:

ATTENDANCE.--

Present

Chairman Eltife
Vice Chairman Longoria
Regent Crain
Regent Gauntt
Regent Jiles
Regent Perez
Regent Stedman
Regent Warren
Regent Austin, Student Regent, nonvoting

Absent

Vice Chairman Weaver

CONVENE THE BOARD IN OPEN SESSION TO RECESS TO EXECUTIVE SESSION.--

At 9:01 a.m., in accordance with a notice being duly posted with the Secretary of State and there being a quorum present, Chairman Eltife called the meeting to order in Open Session, then recessed the Board to Executive Session, pursuant to *Texas Government Code* Sections 551.071, 551.072, 551.073, 551.074, 551.076, and 551.089. to consider the matters listed on the Executive Session agenda.

RECONVENE THE BOARD IN OPEN SESSION TO CONSIDER ACTION ON EXECUTIVE SESSION ITEMS AND AGENDA ITEMS.--Chairman Eltife reconvened the Board in Open Session at 9:17 a.m. to consider action on the following items.

- 1a. U. T. System: Discussion and appropriate action regarding individual personnel matters relating to appointment, employment, evaluation, compensation, assignment, and duties of presidents (academic and health institutions including interim presidents); U. T. System Administration officers (Executive Vice Chancellors and Vice Chancellors); other officers reporting directly to the Board (Chancellor, General Counsel to the Board, and Chief Audit Executive); Board members; and U. T. System and institutional employees

No action was taken on this item.

2a. U. T. System Academic Institutions: Discussion and appropriate action regarding proposed negotiated gifts, including potential naming features

Regent Jiles made the following motion:

I move that the U. T. System Board of Regents authorize Chancellor Milliken, Vice Chancellor Safady, and the President of U. T. Austin to conclude negotiations necessary to finalize, approve, and accept gifts and to finalize and execute any agreements related to gift-associated namings consistent with the terms and conditions outlined and recommended in Executive Session.

The motion was seconded by Regent Crain and carried unanimously.

2b. U. T. System Health Institutions: Discussion and appropriate action regarding proposed negotiated gifts, including potential naming features

No action was taken on this item.

3. U. T. System Board of Regents: Discussion with Counsel on pending legal issues

No action was taken on this item.

4. U. T. System Board of Regents: Discussion and appropriate action regarding safety and security issues, including security audits and the deployment of security personnel and devices

No action was taken on this item.

5. Deliberations Regarding the Purchase, Exchange, Lease, Sale, or Value of Real Property – Section 551.072

No action was taken on this item.

AGENDA ITEMS

1. U. T. System Board of Regents: Discussion and appropriate action regarding the management and control of Stephen F. Austin State University

Remarks by Chancellor Milliken

Just briefly, as you recall, the Stephen F. Austin Board on April 25th approved the transfer, pending Board of Regents approval. As the Chairman said, we're required to assume management control no later than tomorrow. Then on September 1, they'll become part of the U. T. System. I just want to say that the progress is terrific on working with our new colleagues at Stephen F. Austin and I want to advise the Board that the leadership at Stephen F. Austin and Senator Nichols are listening to this call, and I want to thank them for their great work and particularly Senator Nichols for all that they've done to make this possible. I'll be happy to answer any questions about this.

Remarks by Chairman Eltife

Absolutely, I want to echo what you said. It's been a pleasure to work with the SFA Board. They are a class act, as are the entire staff and faculty at SFA. And Senator Nichols, we could not have done this without his leadership. This is a great merger for all of us. It's great for SFA, it's great for our system and we are proud that they chose us.

Chairman Eltife then called for a motion to approve the below recommendation, which was made by Regent Perez, seconded by Vice Chairman Longoria, and carried unanimously.

RECOMMENDATION

The Chancellor, the Executive Vice Chancellors for Academic Affairs and Business Affairs, the Vice Chancellor and General Counsel, and the General Counsel to the Board recommend that The University of Texas System Board of Regents, acting in response to the request from the Board of Regents of Stephen F. Austin State University, assume management and control responsibilities for Stephen F. Austin State University, including but not limited to its operations, real property, and other assets, effective July 28, 2023.

BACKGROUND INFORMATION

On November 29, 2022, the Stephen F. Austin State University Board of Regents approved an affiliation with The University of Texas System, and on May 10, 2023, the Governor signed legislation authorizing the transition of Stephen F. Austin State University (SFA) into The University of Texas System.

SFA is accredited by the Southern Association of Colleges and Schools Commission on Colleges (SACSCOC), which recently approved SFA's request for a change in

governance from the SFA Board of Regents to the U. T. System Board of Regents. As a condition of continuous accreditation, SACSCOC has required that the U. T. System assume management and control of SFA no later than July 28, 2023. To comply with that requirement and timeline, the legislation filed to enable SFA's affiliation with the U. T. System permits the SFA Board of Regents to transfer management and control of the university to the U. T. System Board of Regents prior to the establishment of Stephen F. Austin State University, a member of The University of Texas System. On April 25, 2023, the SFA Board of Regents approved the transfer pending approval by the U. T. System Board of Regents.

Regent Perez moved approval of Item 1, which was seconded by Vice Chairman Longoria and carried unanimously.

2. U. T. System Board of Regents: Approval of Consent Agenda items

Chairman Eltife noted the following related to the Consent Agenda:

- Consent Item b requests approval of a contract with Timely Telehealth to provide students with access to free mental health telecounseling services 24 hours/day, 7 days/week, 365 days/year.

Regent Crain moved approval of the Consent Agenda, which was seconded by Regent Warren. The Board then approved the Consent Agenda, which is set forth on Pages 5 - 8.

In approving the Consent Agenda, the Board expressly authorized that any contracts or other documents or instruments approved therein may be executed by officials of The University of Texas System or respective U. T. institution involved, as appropriate.

ADJOURNMENT.--There being no further business, the meeting was adjourned at 9:21 a.m.

/s/
Jasmina Hasanovic
Assistant Secretary to the Board of Regents
July 27, 2023



**THE UNIVERSITY OF TEXAS SYSTEM
BOARD OF REGENTS
CONSENT AGENDA**

Special Called Board Meeting:

July 27, 2023
Austin, Texas

- a. Resolution - U. T. System Board of Regents: Adoption of resolution regarding the list of Key Management Personnel authorized to negotiate, execute, and administer classified government contracts (Managerial Group)

To comply with the Department of Defense National Industrial Security Program Operating Manual (NISPOM) requirements, it is recommended that the Board of Regents approve the revised resolution set forth below regarding exclusion of individuals from the list of Key Management Personnel (KMP) authorized to negotiate, execute, and administer classified government contracts. The revisions reflect the appointment of a new Regent and a new Student Regent.

A Resolution amending the Managerial Group list was last adopted by the Board of Regents on August 24, 2022.

NISPOM defines KMP as "all entity officials who either hold majority interest or stock in, or have direct or indirect authority to influence or decide issues affecting the management or operations of, the entity or classified contract performance." The Manual requires that the Senior Management Official (SMO), Facility Security Officer (FSO), and the Insider Threat Program Senior Official (ITPSO) must always be designated as part of the Managerial Group and be cleared at the level of the Facility Clearance. Other officials or KMPs, as determined by the Defense Counterintelligence and Security Agency (DCSA), must be granted Personal Security Clearances or be formally excluded by name from access to classified material.

RESOLUTION

BE IT RESOLVED:

- a. That those persons occupying the following positions at The University of Texas System and The University of Texas at Austin shall be known as the Managerial Group, having the authority and responsibility for the negotiation, execution, and administration of Department of Defense (DoD) or User Agency contracts, as described in 32 CFR Part 117, "National Industrial Security Program Operating Manual" (NISPOM):

James B. Milliken, J.D., Chancellor, The University of Texas System
Jay Hartzell, Ph.D., President, The University of Texas at Austin

Sharon L. Wood, Ph.D., Provost, The University of Texas at Austin
Daniel T. Jaffe, Ph.D., Vice President for Research, The University of Texas at Austin
Seth J. Wilk, Army Futures Command Director, The University of Texas at Austin
Francis J. Landry III, Facility Security Officer (FSO), The University of Texas System/Security Manager, Applied Research Labs, The University of Texas at Austin
Patrick H. Vetter, Insider Threat Program Senior Official (ITPSO), The University of Texas System/Assistant Security Director, Applied Research Labs, The University of Texas at Austin
Brandon H. Norwat, Associate Director, Science and Security, The University of Texas at Austin
James R. (Trey) Atchley III, Chief Inquiry Officer and Chief Research Security Officer, The University of Texas System
Helen T. Mohrmann, Chief Information Security Officer, The University of Texas System
Michael J. Heidingsfield, Director of Police, The University of Texas System

The Chief Executive Officer (i.e., the Chancellor) is the highest ranking member of the Managerial Group. The Chancellor and the members of the Managerial Group have been processed, or will be processed, for a personnel security clearance for access to classified information to the level of the facility security clearance granted to this institution, as provided for in the NISPOM.

The Managerial Group is hereby delegated all of the Board's duties and responsibilities pertaining to the protection of classified information under classified contracts of the DoD or User Agencies of the NISPOM awarded to U. T. System, including U. T. Austin.

- b. That the following named members of the U. T. System Board of Regents shall not require, shall not have, and can be effectively excluded from access to all classified information in the possession of U. T. System, including U. T. Austin, and do not occupy positions that would enable them to affect adversely the policies and practices of the U. T. System, including U. T. Austin, in the performance of classified contracts for the Department of Defense or User Agencies of the NISPOM awarded to the U. T. System, including U. T. Austin, and need not be processed for a personnel security clearance:

Members of the U. T. System Board of Regents:

Kevin P. Eltife, Chairman
Janiece Longoria, Vice Chairman
James C. "Rad" Weaver, Vice Chairman
Christina Melton Crain
Robert Paul Gauntt
~~R. Steven Hicks~~
Jodie Lee Jiles

Nolan E. Perez, M.D.
Stuart W. Stedman
Kelcy L. Warren

John Michael Austin, Student Regent from June 1, 2023 to May 31, 2024 (nonvoting)
Neelesh C. Mutyala, Student Regent from June 1, 2022 to May 31, 2023 (nonvoting)

b. Contract (funds going out) - U. T. System: Timely Telehealth, LLC, to provide participating U. T. institutions therapeutic telecounseling services

Agency: Timely Telehealth, LLC

Funds: Anticipated total cost is approximately \$15,000,000 over the life of the contract

Period: June 1, 2023 through August 31, 2028

Description: Timely Telehealth will provide access to its proprietary HIPAA compliant telehealth platform via web, phone, and/or mobile device to participating U. T. institutions, providing students with access to free mental health telecounseling services 24 hours/day, 7 days/week, and 365 days/year. The agreement was competitively bid.

c. Contract (funds going out) - U. T. System: Steppingblocks, Inc., to provide U. T. academic institutions nonexclusive, nonconcurrent, and nontransferable rights to access Graduate Insights within their Data Portal

Agency: Steppingblocks, Inc.

Funds: \$1,425,000

Period: August 1, 2023 through August 1, 2026

Description: Steppingblocks, Inc., will provide a detailed view of the career outcomes of U. T. academic institutions' graduates utilizing proprietary technology. This tool will provide analytics on the employers, jobs, and career trajectories of U. T. academic institutions' alumni to better understand the career journeys of students' post-graduation. The agreement was not competitively bid and was instead procured through an Exclusive Acquisition Justification.

- d. Contract (funds going out) - U. T. System: Amendment to agreement for Coursera, Inc., to provide U. T. academic institutions, including Stephen F. Austin State University, unlimited access to industry-recognized micro-credentials

Agency: Coursera, Inc.

Funds: \$2,060,000

Period: August 1, 2023 through July 31, 2025

Description: Amendment to an existing contract with Coursera to provide students enrolled at U. T. academic institutions unlimited access to top industry-recognized credentials. This amended contract is in support of the Texas Credentials for the Future initiative, focused on workforce development and providing learners with more opportunities to obtain industry-recognized micro-credentials (e. g., Google Professional Certificates, Salesforce Sales Operations Professional Certificate, etc.) in high-demand fields. This amended agreement extends services to Stephen F. Austin State University and expands access to all enrolled students, staff, faculty, and alumni.

The initial agreement effective August 1, 2022, did not require Board approval as the total contract amount was below U. T. System's delegated approval threshold. The agreement was not competitively bid and was instead procured through an Exclusive Acquisition Justification.