

A RESOLUTION AUTHORIZING THE AMENDMENT OF BOARD BYLAWS TO ADD APPENDIX A – CODE OF ETHICS

WHEREAS, under the provisions of the Texas Education Code, Chapter 106 (Sections 106.01 and 106.11 "Authorizing Law"), the Legislature of the State of Texas designates Texas Southern University as a coeducational institution of higher education and gives the Board of Regents ("Board") the power and authority to govern the University;

WHEREAS, the Board has the statutory authority to enact bylaws, rules, and regulations deemed necessary for the successful management and government of the institution;

WHEREAS, the Board has adopted Bylaws which are binding on the Board and all others in the governance of the University;

WHEREAS, Section 9.1 of the Bylaws authorizes the Board— on the affirmative vote of six members of the Board at a duly convened meeting—to amend, add, repeal or revise the Bylaws, provided the proposal to amend, add to, repeal or revise any portion of the Bylaws was filed with the Chair of the Board in writing and a copy thereof sent via mail or electronic mail to each member of the Board at least thirty (30) days in advance of the meeting at which such amendment, addition, repeal or revision is to be considered for approval; and

WHEREAS, the Board finds it necessary to amend its Bylaws to add a proposed Code of Ethics which consolidates the Board's ethical obligations in a single location within the Bylaws and establishes expectations and procedures for Board member interactions with University staff and one another. The Code of Ethics also provides informal and formal processes for addressing concerns, resolving differences, and promoting accountability among Board members.

NOW THEREFORE BE IT RESOLVED by the Board of Regents of Texas Southern University that:

Section 1. The prerequisites for amending the Board's Bylaws contained in Section 9.1 have been satisfied. Appendix A – Code of Ethics to the Bylaws was electronically provided to each member of the Board of Regents on July 17, 2026, and was filed with the Chair in writing on July 20, 2026, each more than thirty (30) days in advance of the September 10, 2026 meeting at which the amendment is to be considered. Prior drafts were also circulated to Board members on January 22, 2026 and March 17, 2026, for review and comment.

Section 2. Appendix A – Code of Ethics to the Bylaws attached hereto as Exhibit A, and any related conforming amendments to the Board's Bylaws and/or Policies necessary to give effect to these changes, are authorized, ratified, and approved, including those amendments to Sections 4.1, 6.11, and 8.1 of the Bylaws specifically referenced in Exhibit A.

Section 3. The Board Chair and the Chair of the Bylaws and Policy Committee are hereby authorized to take all actions necessary to implement Appendix A – Code of Ethics to the

Bylaws, including updates to Board operations, documentation, and committee work plans.

Section 4. All actions consistent with the provisions of this Resolution heretofore taken by the Board of Regents, the University, its officers, employees, agents, or consultants directed toward Sections 1 through 3 above are hereby ratified, approved, and confirmed.

Section 5. This Resolution was adopted at a meeting open to the public, and public notice of the time, place, and purpose of said meeting was given, all as required by Chapter 551, Texas Government Code.

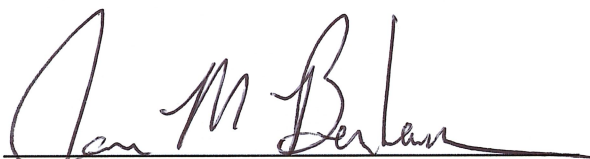
Section 6. This Resolution is effective immediately upon passage.

ADOPTED by the affirmative vote of at least six members of the Board of Regents of Texas Southern University present and voting on this 10th day of September 2026.

I hereby certify that the above resolution is accurate in describing the action herein of the Board of Regents on the date shown herein.



Faith Ruiz
Executive Director of Board Relations



Honorable James M. Benham
Chairman
TSU Board of Regents

Attested:



Honorable Marilyn A. Rose
Secretary
TSU Board of Regents