

- b) numbers and qualifications of necessary officers, faculty, professional and other employees of the University and their compensation and terms and conditions of employment;
- c) complaints against University officers or employees; and
- d) potential threatened or actual litigation involving the University or any of its officers' faculty or other employees.

**5.11 Duties of the Physical Facilities and Real Estate Committee.**

This Committee shall review and make recommendations to the Board on matters relating to:

- a) the acquisition, purchase, sale, exchange, lease, gift, value, use, or other disposition of real property or the conveyance of any rights in real property, including any campus and/or campus-related buildings/property of the University
- b) long range planning and master planning for buildings, physical facilities, grounds and open spaces of the University;
- c) maintenance, security and safety of physical facilities, grounds and open spaces on property owned or controlled by the University;
- d) approval of appointment of architects, engineers, and general contractors to design and supervise construction of University buildings and physical facilities, including improvement of grounds and open space on projects in excess of ~~\$250+00,000~~;
- e) approval of construction, renovation, rehabilitation and repair contracts, extensions, modifications, and renewals in excess of ~~\$250+00,000~~ related to University buildings and physical facilities, including grounds and open space, including Change Orders for approved projects in any case where a Change Order increases the cost of the project in excess of ~~\$250+00,000~~ or extends the completion date of a project by more than thirty (30) days;
- f) approval of contractors under any program which would qualify contractors in advance for award of contracts without further competitive bidding, where the total aggregate amount awarded in any one year under a single or multiple awards could be in excess of ~~\$250+00,000~~; and
- g) approval of building and facility architectural designs, design documents, renderings and building exterior signage on projects in excess of ~~\$250+00,000~~.

**Amended December 5, 2025**

**5.12 Duties of the Audit and Compliance Committee.**

This Committee shall, in consultation with the University's Internal Auditor, review and make recommendations to the Board on matters relating to:

- a) policies and procedures for audits to be conducted by the University's Internal Auditor;
- b) compliance with results of internal and external audits;
- c) approval of an annual audit plan for audits by the University's Internal Auditor;
- d) proposals for, or notices of, audits to be conducted by the State Auditor or other public or private audit organizations;

**A RESOLUTION AUTHORIZING THE AMENDMENT OF BOARD BYLAWS  
SECTION 5.11 (Contract Approval Threshold)**

**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 Section 5.11 of the Board's Bylaws to increase the contract approval threshold referenced therein from \$100,000 to \$250,000 to be consistent with the recent amendment to Board Policy 51.01, increasing the contract approval threshold from \$100,000 to \$250,000.

**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 - the proposal to amend the Bylaws was filed with the Chair on November 4, 2025 as part of the request to enlarge the scope of the Facilities Committee to the Facilities and Real Estate Committee, and electronically provided to each member of the Board of Regents on November 5, 2025.

Section 2. The amendments 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.

Section 3. The Board Chair and the Chair of the Physical Facilities and Real Estate Committee are hereby authorized to take all actions necessary to implement the increased contract approval threshold, 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 \_\_\_\_\_ day of April 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.

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Faith Ruiz  
Executive Director of Board Relations

Attested:

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Honorable James M. Benham  
Chairman  
TSU Board of Regents

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Honorable Marilyn A. Rose  
Secretary  
TSU Board of Regents