

AGENDA

**TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS
Virtual Special Called Board Meeting**

Date: Friday, December 5, 2025
Time: 1:00 PM
Place: Texas Southern University - Library Learning Center, 5th Floor, 3100 Cleburne Street, Houston, TX 77004

Chair: James M. Benham
Vice Chair: Lauren A. Gore
Second Vice Chair: Richard A. Johnson
Secretary: Marilyn A. Rose

I. Call to Order

II. Roll Call

III. Conflict of Interest

IV. Board Business

IV.A. Request Approval for Board of Regents Virtual Standing Committee Meetings Dates
Action Requested: Approval

V. Administration and Finance Committee
Presenters: Regent Lauren A. Gore & Mr. John Pittman, Interim Chief Financial Officer/Vice President of Business & Administration

V.A. Request Ratification and Approval of Contracts with Higher Education Compliance Partners, LLC, including Approval to Extend Contract with Higher Education Partners, LLC
Action Requested: Approval

V.B. Request Approval to Negotiate and Execute a Professional Services Agreement for Strategic Advisory Services for Human Resources
Action Requested: Approval

VI. Audit & Compliance Committee
Presenters: Regent Lauren A. Gore, Ms. Darlene Brown, Acting Chief Audit Executive, & Ms. Annette Linders, Compliance Partner

VI.A. Request Approval to Negotiate and Execute a Professional Services Agreement for Strategic Advisory Services for Internal Audit
Action Requested: Approval

VII. Bylaws and Policies (Ad Hoc) Committee

Presenters: Regent Alithea Z. Sullivan & Mr. Charlie T. Nhan, General Counsel

VII.A. Request Approval of Resolution to Amend Bylaws Section 5.11 (Physical Facilities Committee Renaming & Scope Expansion)
Action Requested: Approval

VIII. Executive Session

VIII.A. Texas Government Code - Section 551.071 - Consultation with University Attorneys on any matter in which the duty of the attorneys to the governmental body under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas clearly conflicts with the Texas Open Meeting Act, including any matter listed on this notice/agenda, pending or contemplated litigation, and proposed settlement agreements.

VIII.B. Texas Government Code - Section 551.072 - Deliberations concerning Purchase, Lease or Value of Real Property.

VIII.C. Texas Government Code - Section 551.073 - Deliberations about Negotiated Contracts for Prospective Gifts or Donations.

VIII.D. Texas Government Code - Section 551.074 - Personnel Matters: Deliberations Concerning the Appointments, Duties, Responsibilities, Evaluations or Dismissal of Personnel (including but not limited to the Regents, President, General Officers, and Executive Management Employees).

IX. Reconvene in Open Session to Consider Actions on Executive Session Items as Necessary

X. Adjourn

**TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA**

COMMITTEE: Board Business

ITEM: Request Approval for Board of Regents Virtual Standing Committee Meetings Dates

DATE PREVIOUSLY SUBMITTED: N/A

SUMMARY:

Pursuant to Section 5.4 in the Board of Regents' Bylaws, the Texas Southern University Board of Regents must ratify the Board Standing Committee Meetings.

Administration and Finance: January 23, March 27, May 22, July 24 at 9:30 a.m.

Academic Affairs, Research and Student Life: January 21, March 25, May 20, July 22 at 11:00 a.m.

Development and Legislative Affairs: January 21, March 25, May 20, July 22 at 2:00 p.m.

Personnel and Litigation: January 20, March 23, May 18, July 20 at 1:00 p.m.

Physical Facilities: January 23 at 8:00 a.m. & March 23, May 18, and July 20 at 1:30 p.m.

Audit and Compliance: January 23, March 27, May 22, July 24 at 10:30 a.m.

Athletics: January 21, April 1, May 20, and July 22 at 8:30 a.m.

Bylaws and Policies: January 22, March 26, May 21, and July 23 at 10:00 a.m.

SUPPORTING

DOCUMENTATION: Standing Committee Meetings

FISCAL NOTE: No Fiscal Impact

ACTION REQUESTED: Approval



BOARD CHAIR

James M. Benham

11/17/25

DATE

**TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA**

COMMITTEE: Administration and Finance
ITEM: Request Ratification and Approval of Contracts with Higher Education Compliance Partners, LLC, including Approval to Extend Contract with Higher Education Partners, LLC

DATE PREVIOUSLY SUBMITTED: 1.) Request for the Board of Regents to ratify previous amendments with Higher Education Compliance Partners, LLC; and
2) Request for Approval to Extend the Contract with Higher Education Compliance Partners, LLC

SUMMARY:
The Administration requests the Board of Regents to ratify existing amendments to the original contract with Higher Education Compliance Partners, LLC (HEC). Specifically, the first, second, and third amendments to the original contract for HEC to provide continued consultant services in support of the University's comprehensive compliance operations.

The Administration requests approval to extend the existing contract with Higher Education Compliance Partners, LLC (HEC) from February 2026 through February 2027 to provide continued consultant services in support of the University's comprehensive compliance operations.

This extension will ensure the sustained delivery of comprehensive compliance program services that reinforce the University's adherence to federal, state, and accreditation standards. Through this engagement, HEC will continue to develop, implement, and strengthen a unified compliance framework that advances institutional integrity, promotes accountability, and mitigates organizational risk across all operational areas. The scope of services will be provided under separate cover.

HEC was originally selected through a competitive solicitation process (RFP No. 717-24-708), which was publicly advertised on the Electronic State Business Daily (ESBD) and the Texas Southern University website, in accordance with Texas Government Code §2155.083.

Contract Term: February 2026 to February 2027

SUPPORTING DOCUMENTATION: Amendments (Under Separate Cover) & Renewal Proposal (Under Separate Cover)
Amendments: First \$55,000; Second \$856,200; Third \$95,000

FISCAL IMPACT: Renewal Proposal: Cost Not to Exceed \$876,200
University FOAP: 1000 11400 7253 70

ACTION REQUESTED: Administration recommends approval of this item

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.




GENERAL COUNSEL

12/01/2025

DATE

Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.



Joliri Pittman (Dec 1, 2025 16:36:50 CST)

12/01/2025

DATE

INTERIM CHIEF FINANCIAL OFFICER


12/03/2025

DATE

PRESIDENT

**TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA**

COMMITTEE: Administration and Finance

ITEM: Request Approval to Negotiate and Execute a Professional Services Agreement for Strategic Advisory Services for Human Resources

DATE PREVIOUSLY SUBMITTED: N/A

SUMMARY:

Approval is requested to negotiate and execute a professional services agreement for Strategic Advisory Services to strengthen the University's Human Resources function. As we modernize operations and elevate service delivery across the institution, it is essential that Human Resources is equipped to support a growing and high-performing workforce. This engagement will provide the strategic insight and operational expertise needed to enhance HR processes, reinforce compliance, streamline services, and align our people-centered functions with the University's priorities.

The University awards contracts to a respondent whose proposal provides the best value to the State of Texas and Texas Southern University, as defined by Texas Government Code, §2155.074.

SUPPORTING DOCUMENTATION: N/A

FISCAL IMPACT: Under Separate Cover

ACTION REQUESTED: Administration recommends approval of this item

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.




GENERAL COUNSEL

11/21/2025

DATE


Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.



John Pittman (Nov 21, 2025 16:28:50 CST)
INTERIM CHIEF FINANCIAL OFFICER

11/21/2025

DATE



PRESIDENT

11/21/2025

DATE

**TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA**

COMMITTEE: Audit & Compliance

ITEM: Request Approval to Negotiate and Execute a Professional Services Agreement for Strategic Advisory Services for Internal Audit

DATE PREVIOUSLY SUBMITTED: N/A

SUMMARY:

Approval is requested to negotiate and execute a professional services agreement for Strategic Advisory Services that will fortify the University's Internal Audit function. This engagement is essential to strengthening our audit operations, elevating our compliance posture, and ensuring that risk-based auditing is consistently applied across every division of the University.

The University awards contracts to a respondent whose proposal provides the best value to the State of Texas and Texas Southern University, as defined by Texas Government Code, §2155.074.

SUPPORTING DOCUMENTATION: Under Separate Cover

FISCAL IMPACT: Under Separate Cover

ACTION REQUESTED: Administration recommends approval of this item

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.

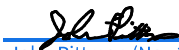


11/21/2025

GENERAL COUNSEL

DATE

Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.



11/21/2025

John Pittman (Nov 21, 2025 16:29:09 CST)

INTERIM CHIEF FINANCIAL OFFICER

DATE



11/21/2025

PRESIDENT

DATE

**TEXAS SOUTHERN UNIVERSITY
BOARD OF REGENTS AGENDA**

COMMITTEE: Bylaws and Policy (Ad Hoc)

ITEM: Resolution to Amend Bylaws Section 5.11 (Physical Facilities Committee Renaming & Scope Expansion)

DATE PREVIOUSLY SUBMITTED: N/A

SUMMARY:

Resolution of the Board of Regents to Amend Section 5.11 of the Bylaws to Expand the Duties of the Physical Facilities Committee and Rename It the Physical Facilities and Real Estate Committee

This Resolution amends Section 5.11 of the Board’s Bylaws to expand the charge of the Physical Facilities Committee to include full oversight of all University real estate matters. To reflect this expanded scope, the Committee shall be renamed the Physical Facilities and Real Estate Committee.

The Resolution ratifies, approves, and confirms the amended Bylaws language attached as Exhibit A, and authorizes any related conforming amendments necessary to give effect to this change.

The Resolution further authorizes the Board Chair to take all actions necessary to implement the revised Committee structure, including updates to Board operations, documentation, and committee work plans.


SUPPORTING

DOCUMENTATION: Bylaws Section 5.11 (Redline)

FISCAL IMPACT: N/A

ACTION REQUESTED: Administration recommends approval of this item

Legal Certification: Based on available information to date, this action item and its implementation will not be in violation of any applicable federal, state, or local law, or regulation.




GENERAL COUNSEL

11/17/2025

DATE


Fiscal Certification: This fiscal note shown above details the true and actual positive or negative fiscal effect that implementation of this proposal will achieve.



John Pittman (Nov 17, 2025 14:50:02 CST)
INTERIM CHIEF FINANCIAL OFFICER

11/17/2025

DATE



PRESIDENT

11/19/2025

DATE

PROPOSED AMENDMENT TO DUTIES OF PHYSICAL FACILITIES COMMITTEE
(REDLINE)

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, - or 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, ~~and other~~ physical facilities, grounds and open spaces of the University;
- (c) ~~security of humans and 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, ~~and~~ 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 \$100,000;
- (e) approval of construction, renovation, rehabilitation and repair contracts, extensions, modifications and renewals in excess of \$100,000 related to University buildings and physical facilities, including grounds and open space, ~~and~~ including Change Orders for approved projects in any case where a Change Order increases the cost of the project in excess of \$100,000 or extends the completion date of a project by more than thirty (30) days; ~~and;~~
- (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 award(s) could be in excess of \$100,000; ~~and;~~
- (~~f~~)(g) Approval of building and facility architectural designs, design documents, renderings and building exterior signage on projects in excess of \$100,000.

**A RESOLUTION AUTHORIZING THE AMENDMENT OF BOARD BYLAWS
SECTION 5.11 (Physical Facilities Committee Renaming & Scope Expansion)**

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 expand the charge of the Physical Facilities Committee to include oversight of all University real estate matters, and to reflect this expanded scope, rename the committee the Physical Facilities and Real Estate Committee.

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, 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 revised Committee scope, 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 December 2025.

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

Attested:

Honorable James M. Benham
Chairman
TSU Board of Regents

Honorable Marilyn A. Rose
Secretary
TSU Board of Regents