Regular Meeting
Board of Regents
Minutes
Friday, November 4, 2022, 9:45 a.m.
Cashion Academic Center
Baylor University, Waco, Texas
Mark Rountree, Chair, Presiding
William “Bill” E. Mearse, Alicia D.H. Monroe, Dennis R. Wiles, Vice Chairs

Board Members Present: Jay Brown; Faith Beaty; Barbara Cargill; Tyler Cooper; D. Diane Dillard; Sara Dolan; Krissy Guidi; Jack F. Harper; Michael Heiskell; Ashley Hooper; Paula Hurd; Neal Jeffrey; Mark Lovvorn; Katie Jo Luningham; René Maciel; Jill Manning; JD McDonald; Michael McFarland; Bill Mearse; Melissa Mines; Alicia Monroe; Todd Patterson; Ally Perkins; Brian Raines; Todd Reppert; Mark Rountree; Manny Ruiz; Gail W. Stewart; Kim Stevens; Julie Turner; Dennis Wiles; Don Willett

Regents Absent: Sarah Gahm

Others Present: Linda Livingstone; Nancy Brickhouse; Jason Cook; Brett Dalton; Robyn Driskell; Malcolm Foley; Cheryl Gochis; Tiffany Hogue; Chris Holmes; Kevin Jackson; Kristy Orr; Mack Rhoades; David Iler; Staci Penn (recordkeeper)

Chair Mark Rountree called the meeting to order at 9:52 a.m. Chris Holmes certified that a quorum was present. Dr. Kevin Jackson introduced Ms. Rachel Hall, who gave the devotional and opening prayer.

Chair Rountree reminded the board of the goals set for 2022-23. He also reminded board members of their role as oversight of the university, not operations.

With no comments or corrections from board members, Chair Rountree declared the minutes of the Board of Regents meeting on July 29, 2022 to stand approved.

Dr. Livingstone gave her President’s Report, which included an update on the fall semester, homecoming events, and several of her presidential goals for the year. She shared information on fall enrollment and student profile data, noting that the Fall 2022 incoming class is the most academically qualified ever in Baylor’s history. The faculty class for 2022-23 was also the largest on record, as well as one of the most talented and accomplished, and most diverse ever. Dr. Livingstone highlighted the four endowed chairs who participated in a panel discussion at the Board of Regents and Regent Alumni dinner that was held on Thursday, November 3.
Dr. Livingstone noted that the Texas Baptists would be in Waco for their annual convention in the next couple of weeks, and emphasized Baylor’s longstanding relationship, and the importance of strengthening the University’s Christian mission while also maintaining its Baptist roots. She highlighted the Pastor Conversation Series, the Baptist World Alliance, Pastor Advisory Group, and a recent minority/woman-owned business dinner that was hosted by Baylor’s Procurement department.

An update on the Commission Report was given next; the statue installations are on track to be installed before the 2023 summer break as planned, and work continues on the Monument to the Unnamed Enslaved as well as the re-design of the Quadrangle.

Dr. Livingstone also gave an update on student and faculty health and wellness, referring regents to the update from Dr. Jim Marsh that took place in the morning’s Student Life Committee meeting as well as the recently formed Spiritual Wellbeing task force that will explore the need and opportunities for programming to nurture the faith of faculty and staff.

Dr. Livingstone also touched on the topic of affordability and strategic enrollment, noting the presentations that were given in both the Academic Affairs Committee and the Finance and Facilities Committee. She noted the formation of task forces that will be investigating ways for the institution to be less dependent upon undergraduate tuition.

Updates on the Give Light campaign, and the Bears in the Wild program, were also given by the President. Regents were given materials that they can share as they encounter “Bears in the Wild” on their travels.

Dr. Livingstone then called on Jason Cook, Vice President for Marketing and Communications and Chief Marketing Officer, for an update on “Marketing Baylor.” Mr. Cook shared the data that is informing Baylor’s marketing strategy, explaining the significance of Baylor being ranked in the Top 10 Most Trusted Universities list. The Baylor brand, which was re-centered in Fall 2017, is based on Matthew 5:14-16.

Mr. Cook shared Baylor’s distinctives in the competitive higher ed environment and noted that marketing is both an art and a science. Working with two research partners – Morning Consult and Simpson Scarborough – the marketing department works on positioning based on brand research. Several examples of marketing materials aimed at parents and students were shown, and the music video created for the Christian duo Apollo LTD song “Run”, which was written specifically for Baylor, was highlighted.

Dr. Livingstone and Mr. Cook then took questions from the board.

Chair Rountree next gave his report, thanking everyone who worked to put together the materials, and thanking the regents who reviewed the material ahead of time and submitted questions. Mr. Rountree highlighted recent accomplishments of several regents, including Regent Michael Heiskell (2022 Baylor Lawyer of the Year); Regent Michael McFarland (Lunch with Legends series at Texas Sports Hall of Fame); Regent Don Willett (dedication of Willett Elementary School in Forney ISD); and Regent Mark Lovvorn’s wife being named 2022 Woman of Distinction.
Mr. Rountree reported out from the Executive Committee, noting that there had been no meetings, calls or action since the July meeting.

Mr. Rountree next gave an update on BGCT matters and Baylor’s special agreement with the BGCT. He highlighted the upcoming event in Waco, and also the listening sessions with the BGCT Executive Director Search Committee. Chair Rountree plans to sit in one at least one of the listening sessions and offered to share the Zoom link with any board members who would be interested.

Next, Chair Rountree shared the positive feedback received from Ellen Chaffee, consultant with AGB, and the submission of the application for the AGB John W. Nason Award for Board Leadership for the Baylor Board of Regents.

Chair Rountree’s final update was in regard to the Regent Alumni Program; there was a dinner on Thursday evening that was already highlighted in the President’s report, and the next meeting will be a Zoom call after the February meeting. Chair Rountree also made note of tentative plans for a gathering in Austin before the football game with UT over the Thanksgiving holiday.

Regent Todd Reppert gave an update on the next agenda item, which was Approval of the Fudge Football Development Center, Phase II Construction. This item was discussed and approved in the Finance and Facilities Committee meeting on November 3, and Mr. Reppert noted that while the cost escalation is meaningful, it is not out of line given the current economic climate. Hearing no questions or comments from the board, and with a motion from the Finance and Facilities Committee, a vote was taken to approve.

The next item on the agenda was Approval of the Investment Policy changes Recommended by the BEIC Committee as follows: Item 1, The administration recommends approval of the changes to the Investment Policy allocation ranges, as reviewed and approved by the BEIC on October 21, 2022; and Item 2, the administration recommends approval of the changes to the Investment Policy allocation ranges, as reviewed and approved by the BEIC on October 21, 2022; and Item 3, Approval of Endowment Investment Policy as recommended by the BEIC for authorization to establish sub-committees. Regent Krissy Guidi recused herself from this vote. With a motion from the Finance and Facilities Committee, all voted to approve the recommended changes.

Regent Todd Patterson next gave an update from the Nominating, Governance and Regent Leadership Committee. The NGRL Committee is moving into a busy season with multiple new regent selection processes beginning, including: Alumni-Elected, B Association, at-large positions, faculty regent, and student regent. Mr. Patterson noted that the committee heard a report from Regent Jay Brown regarding the New Regent Selection Subcommittee (NRSS), which has been meeting regularly and has engaged a search firm to assist with the process. Former Chair Jerry Clements also gave a report from the Governance Review Task Force (GRTF) to the NGRL Committee, sharing the work of this task force in reviewing the 2017 GRTF report and recommendations. Once the task force report is finalized, it will be shared with both the committee and the board.
Mr. Patterson also noted that there have not been any attendance issues for the committees or for the board.

Regent Ruiz gave an update from the Advancement and Development Committee, which met via Zoom on October 31, 2022. Mr. David Rosselli, Vice President for Advancement, shared his report, which included annual campaign activity, an update on the Give Light campaign, and a review of each academic unit’s goals/progress. Mr. Toby Barnett, Associate Vice President and Campaign Director, gave an update on both the Give Light and Bears in the Wild campaigns.

Regent Melissa Mines gave an update from the Student Life Committee meeting which took place in the morning. The committee received an update from student government leaders, as well as hearing from Dr. Jim Marsh, who spoke regarding student mental health issues and other strategies to support Baylor’s students. Dr. Kevin Jackson shared with the committee the Division of Student Life’s 4 Planning Pillars, which will anchor future Student Life committee meetings.

Regent Michael McFarland gave a report from the Academic Affairs Committee meeting which met on November 3. He highlighted the report from Faculty Senate by Dr. Holly Collins and noted that the committee also heard a presentation on inflation from Dean of School of Business Sandeep Mazumder. Mr. McFarland also shared highlights of the Strategic Enrollment Management Plan which was presented to the committee by Provost Nancy Brickhouse.

Regent Bill Mearse provided a report from the Audit, Compliance, & Risk Management (ACRM) Committee, thanking Dr. Driskell and her team for putting together a good agenda. He noted that Dr. Brett Powell, Associate Vice President of Finance, brought forward a recommendation for an external auditor to the committee, and Zoe Nagle, Senior Director of Compliance, reviewed the scorecard with the committee, which had not changed significantly since the last Risk meeting. The committee also heard a presentation from Jon Allen, CIO, on cyber security risks. Amanda Wallace, Chief Audit Officer, gave the committee an update on internal audit; as well as current and completed projects.

Chair Rountree moved the meeting into Executive Session for an update from President Livingstone and Mack Rhoades, Athletic Director, regarding the Big 12 and other matters. The board was given the opportunity to make comments and ask questions, and then was asked to approve the following:

“The University is authorized to enter into a media rights agreement by and through the Big 12 Conference with ESPN, Inc. and Fox Sports Net, Inc., including a granting of Baylor’s telecast rights to athletic events through June 30, 2031. It is further moved that a committee consisting of President Livingstone, Vice President & Director of Intercollegiate Athletics Mack Rhoades, and General Counsel Chris Holmes are authorized to review, approve and execute the agreements, contracts, and instruments related to the media rights agreement and grant of telecast rights in the form(s) used by the Big 12 Conference.”
With a motion from Regent Mark Lovvorn and a second from Regent Bill Mearse, all voted to approve the agreement.

Mr. Chris Holmes, General Counsel and Chief Legal Officer, and Deputy General Counsel Mr. David Iler gave a legal update. The board was asked to consider approval to authorize a special litigation committee to give the Chair of the Board of Regents the authority to appoint members to the committee. With a motion from Regent Dennis Wiles and a second from Regent Jay Brown, the board voted to approve.

Regent Neal Jeffrey gave an update from the University Leadership and Compensation (UL&C) Committee, which met via Zoom on November 1, 2022. The committee received the annual report on nepotism, employment strategies, and succession planning. The board reviewed salary data for recent salary updates, and with a motion from the UL&C committee, all voted to approve the salary changes.

At 12:46 p.m., Chair Rountree adjourned the meeting.

Staci Penn, Recordkeeper