



**AGENDA
FOR MEETING
OF
THE UNIVERSITY OF TEXAS SYSTEM
BOARD OF REGENTS**

November 20-21, 2024
Austin, Texas

Wednesday, November 20, 2024

PUBLIC HEARING OPPORTUNITY, PURSUANT TO *TEXAS EDUCATION CODE* SECTION 54.0513, REGARDING PROPOSED CHANGE IN TUITION AND FEE RATES FOR THE DOCTOR OF NURSE PRACTICE IN CERTIFIED REGISTERED NURSE ANESTHESIA DEGREE PROGRAM AT U. T. TYLER

1:00 p.m.

COMMITTEE MEETINGS

1:15 p.m. - 3:30 p.m.

CONVENE THE BOARD IN OPEN SESSION TO RECESS TO EXECUTIVE SESSION PURSUANT TO *TEXAS GOVERNMENT CODE*, CHAPTER 551

3:30 p.m.

1. Individual Personnel Matters Relating to Officers or Employees – Section 551.074

- a. **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**
- b. **U. T. Southwestern Medical Center: Discussion with president regarding assignment and duties, including individual responsibilities associated with the institution's planned expansion of clinical services**

2. Negotiated Contracts for Prospective Gifts or Donations – Section 551.073

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

3. Consultation with Attorney Regarding Legal Matters or Pending and/or Contemplated Litigation or Settlement Offers – Section 551.071

- a. **U. T. System Board of Regents: Discussion with Counsel on pending legal issues**
- b. **U. T. Southwestern Medical Center: Discussion regarding legal issues concerning the institution's planned expansion of clinical services**

Wednesday, November 20, 2024 (cont.)

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RECONVENE THE BOARD IN OPEN SESSION FOR POSSIBLE ACTION ON EXECUTIVE SESSION ITEMS 4:45 p.m.

RECESS 5:00 p.m.

Thursday, November 21, 2024

RECONVENE THE BOARD IN OPEN SESSION TO CONSIDER AGENDA ITEMS 9:00 a.m.

STANDING COMMITTEE RECOMMENDATIONS AND REPORTS TO THE BOARD 9:05 a.m.

- 1. **U. T. System Board of Regents: Approval of Consent Agenda and consideration of any item referred to the full Board** 6
- 2. **U. T. System Board of Regents: Discussion and appropriate action regarding proposed revisions to Regents' *Rules and Regulations*, Series 10000: Board Governance** 7
- 3. **U. T. System Board of Regents: Recognition of recipients of the 2024 Regents' Outstanding Teaching Awards** 52

RECESS TO EXECUTIVE SESSION PURSUANT TO *TEXAS GOVERNMENT CODE*, CHAPTER 551 10:00 a.m.

- 1. Individual Personnel Matters Relating to Officers or Employees – Section 551.074
 - 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**
- 2. Negotiated Contracts for Prospective Gifts or Donations – Section 551.073
 - a. **U. T. System Academic Institutions: Discussion and appropriate action regarding proposed negotiated gifts, including potential naming features**
 - b. **U. T. System Health Institutions: Discussion and appropriate action regarding proposed negotiated gifts, including potential naming features**
- 3. Consultation with Attorney Regarding Legal Matters or Pending and/or Contemplated Litigation or Settlement Offers – Section 551.071
 - a. **U. T. System Board of Regents: Discussion with Counsel on pending legal issues**

Thursday, November 21, 2024 (cont.)

- b. U. T. System Board of Regents: Discussion and appropriate action regarding legal issues concerning pending legal claims by and against U. T. System**
 - c. U. T. M. D. Anderson Cancer Center: Discussion and appropriate action regarding entering into an attorney retention services agreement with McKool Smith, a professional corporation, on a contingency fee basis related to potential patent infringement litigation**
 - d. U. T. Austin: Discussion and appropriate action regarding legal issues related to proposed delegation of authority to lease vacant office space and ground floor commercial space in Innovation Tower located at 1300 Red River Street, Austin, Travis County, Texas, to to-be-determined tenants and to The 2033 Higher Education Development Foundation for sublease to to-be-determined subtenants, for office and retail use; and finding of public purpose**
 - e. U. T. Austin: Discussion and appropriate action regarding legal issues associated with acquisition of approximately one acre of improved land located at 2900 Medical Arts Street, Austin, Travis County, Texas from University of Texas Law School Foundation, and a proposed ground lease of said land with The 2033 Higher Education Development Foundation or a subsidiary thereof, who will enter into a development agreement with a developer for development of a student housing complex to primarily serve students of the University of Texas School of Law; resolution regarding parity debt; and related finding of public purpose**
4. Deliberations Regarding the Purchase, Exchange, Lease, Sale, or Value of Real Property – Section 551.072
- a. U. T. Austin: Discussion and appropriate action regarding proposed delegation of authority to lease vacant office space and ground floor commercial space in Innovation Tower located at 1300 Red River Street, Austin, Travis County, Texas, to to-be-determined tenants and to The 2033 Higher Education Development Foundation for sublease to to-be-determined subtenants, for office and retail use; and finding of public purpose**
 - b. U. T. Austin: Discussion and appropriate action regarding acquisition of approximately one acre of land improved with an approximately 12,000 square-foot building located at 2900 Medical Arts Street, Austin, Travis County, Texas from University of Texas Law School Foundation, and a proposed ground lease of said land with The 2033 Higher Education Development Foundation or a subsidiary thereof, who will enter into a development agreement with a developer for development of ad student housing complex to primarily serve students of the University of Texas School of Law; resolution regarding parity debt; and related finding of public purpose**

Thursday, November 21, 2024 (cont.)

5. Deliberation Regarding Security Devices or Security Audits – Sections 551.076 and 551.089

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

RECONVENE THE BOARD IN OPEN SESSION TO CONSIDER ACTION,
IF ANY, ON EXECUTIVE SESSION ITEMS

ADJOURN

*11:45 a.m.
approximately*

*12:00 p.m.
approximately*

1. **U. T. System Board of Regents: Approval of Consent Agenda and consideration of any item referred to the full Board**

RECOMMENDATION

The Board will be asked to approve the Consent Agenda beginning on [Page 171](#).

2. **U. T. System Board of Regents: Discussion and appropriate action regarding proposed revisions to Regents' Rules and Regulations, Series 10000: Board Governance**

RECOMMENDATION

The Chancellor and the General Counsel to the Board recommend that the U. T. System Board of Regents approve revised Regents' *Rules and Regulations*, Series 10000: Board Governance, as they appear on the following pages.

BACKGROUND INFORMATION

The U. T. System Board of Regents' Office is charged with review, revisions, and recommending changes to Regents' *Rules and Regulations*. To that end, the Board Office is undertaking a comprehensive review of the Regents' Rules to identify potential revisions that would ensure the Rules' continued efficacy and usability, beginning with the 10000 series.

The proposed revised Regents' Rules were developed in collaboration with stakeholders throughout the U. T. System. They are designed to clarify and update policies and simplify and modernize language.

Significant revisions to the Rules include:

- All Rules
 - Board delegations to System Administration personnel have been standardized so that authority is formally delegated to the Chancellor to then further delegate as appropriate and desired
- Rule 10100: Rule on Rules and Regulations
 - Deleted complicated and outdated administrative process to propose Regents' Rules amendments
- Rule 10102: Chairman and Vice Chairmen
 - Deleted Rule and incorporated materials into Regents' Rule 10100
- Rule 10402: Committees and Other Appointments
 - Revised description of Academic and Health Affairs Committee responsibilities to reflect increasing amount of health operations and health-related educational programs and initiatives at general academic institution
 - Simplified selection process for UTIMCO Board members

- Rule 10501: Delegation to Act on Behalf of the Board
 - Added delegation of authority to settle claims related to intellectual property
These settlements are typically delegated based on settlement amount. This categorical delegation would provide assurances of the institution's authority and is a logical extension of the current delegated authority to execute transactional documents related to intellectual property.
 - Clarified language delegating authority for institutions to enter into agreements with one another or System Administration

- Rule 10801: Policy on Transparency, Accountability, and Access to Information
 - Removed unnecessary background information and policy detail while retaining language outlining current policy and general process

The revisions are not expected to directly impact the U. T. System full-time equivalent (FTE) employee counts and budgets, but could contribute to an overall increased efficiency in operations. The proposed Rules were reviewed by the institutional presidents and representatives of the Student Advisory Council, the Faculty Advisory Council, and the Employee Advisory Council.

**The University of Texas System
Rules and Regulations of the Board of Regents**

Rule: 10100

1. Title

Rule on *Rules and Regulations*

2. Rule and Regulation

Sec. 1 The Regents' *Rules and Regulations* are the official repository of policies and procedures established for The University of Texas System by the Board of Regents.

Sec. 2 The Rules are intended to be written such that they do not add administrative burden to compliance and that they provide the proper degree of autonomy to institutions of the U.T. System.

Sec. 3 Each Rule will include the following paragraphs:

Number 1.	Title
Number 2.	Rule and Regulation
Number 3.	Definitions
Number 4.	Relevant Federal and State Statutes
Number 5.	Relevant System Policies, Procedures, and Forms
Number 6.	System Administration Office(s) Responsible for Rule
Number 7.	Dates Approved or Amended

The Rules will be organized as follows:

Series 10000:	Board Governance
Series 20000:	Administration
Series 30000:	Personnel
Series 40000:	Academic Issues
Series 50000:	Student Issues
Series 60000:	Development
Series 70000:	Investments
Series 80000:	Facilities
Series 90000:	Research and Intellectual Property

Sec. 4 To ensure that the Regents' *Rules and Regulations* provide the proper degree of autonomy to the U.T. System and its institutions, the following guidelines should be considered when drafting or amending the rules:

4.1 The rule should help ensure compliance with applicable laws and regulations, promote operational efficiencies, enhance the mission, or reduce institutional risks of the U.T. System.

4.2 The rule should establish a governing principle that has Systemwide application rather than specifying operational detail.

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Rules and Regulations of the Board of Regents**

Rule: 10100

- 4.3 The rule should avoid dictating policy or procedure that could be better determined by an institution.
- 4.4 The rule should avoid restating a law or regulation.
- Sec. 5 The Rules may be amended by a majority vote of the full Board.
 - 5.1 The General Counsel to the Board is authorized to make minor and non-substantive editorial changes to the Rules as necessary to keep the Rules current and correct.
 - 5.2 Every employee has the right to propose changes in the Rules and to present arguments in support thereof.

3. Definitions

The following definitions shall apply throughout the Regents' *Rules and Regulations*:

Board of Regents or Board – the Board of Regents of The University of Texas System

Regents' Rules or Rules – Board of Regents' *Rules and Regulations* of The University of Texas System

U.T. System – The University of Texas System, including U.T. System Administration and the U.T. institutions

U.T. System Administration – the system central administration that provides oversight and coordination of the activities of the U.T. System and each institution within the U.T. System

**The University of Texas System
Rules and Regulations of the Board of Regents**

Rule: 10101

1. Title

Board Authority and Duties

2. Rule and Regulation

Sec. 1 Authority of the Board. The Legislature, which is given the duty and authority to provide for the maintenance, support, and direction of The University of Texas by [Article VII, Section 10](#) of the Texas Constitution, has delegated the power and authority to govern, operate, support, and maintain The University of Texas System to the Board of Regents. *Texas Education Code Section 65.11 et seq.* and [Section 51.352](#). Texas court cases construing these statutes have held that the Board has wide discretion in exercising its power and authority and that the rules adopted by the Board have the same force as statutes. The System's lands and buildings are State of Texas property subject to the control of the Board as the State's agent.

Sec. 2 Composition. Pursuant to *Texas Education Code Section 65.11*, the Board of Regents is composed of nine members appointed by the Governor, with the advice and consent of the Senate, for staggered terms of six years each, the terms of three members expiring on February 1 of odd-numbered years.

Sec. 3 Chairman and Vice Chairmen.

3.1 Election of the Chairman and Vice Chairmen. The Chairman and Vice Chairmen of the Board of Regents shall be elected by the Board from its number, shall serve at the pleasure of the Board, and shall report to and be responsible to the Board. Election of the Chairman and Vice Chairmen shall take place in odd-numbered years after new members of the Board have been appointed and received the consent of the Senate. At the election, the Board shall designate which Vice Chairman shall assume the duties of Chairman in case the Chairman is unable to serve.

3.2 Inability to Serve. In case of the absence, death, resignation, disability, removal, or disqualification of the Chairman, the Chairman's duties shall be assumed by the designated Vice Chairman until the Chairman resumes office or the Board elects a successor Chairman. Upon the death, resignation, disability, or removal of a Vice

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Rule: 10101

Chairman, the Board shall elect a successor Vice Chairman as soon as practicable.

3.3 Duties and Responsibilities of the Chairman. The duties and responsibilities of the Chairman shall include the following:

3.3.1 The Chairman shall preside over the meetings of the Board.

3.3.2 The Chairman shall be authorized to call special meetings of the Board.

3.3.3 The Chairman shall appoint the standing committees of the Board and such special committees as the Board may authorize.

3.3.4 The Chairman shall appoint ad hoc committees as necessary to address special issues.

3.3.5 The Chairman shall be a nonvoting ex officio member of all standing and special committees of the Board.

3.3.6 The Chairman, as the Board's elected leader, directs the day-to-day activities of the Board.

Sec. 4 Duties and Responsibilities of Each Regent.

4.1 In carrying out the Board's duties and responsibilities, it is the responsibility of each Regent to be generally knowledgeable regarding the operations, management, finances, and effectiveness of the academic, research, and public service programs of the U.T. System and the duties, responsibilities, and obligations of the member. Members of the Board are to be provided access to such information as will enable them to fulfill their duties and responsibilities as Regents of the U.T. System.

4.2 A Regent may not publicly disclose information that is confidential by law, unless disclosure is required by law or made pursuant to a vote of the Board to waive an applicable privilege.

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Rule: 10101

In addition, the use or disclosure of information that has not been made public may implicate the provisions of *Texas Penal Code* [Section 39.06](#) (Misuse of Official Information).

- 4.3 Members of the Board shall bring concerns about operations, accountability, compliance, or the need for an investigation to the Chancellor, Chairman, Board, or an appropriate Committee of the Board.
- 4.4 Members of the Board will at all times respect the role of the Chancellor as the chief executive officer of the U.T. System and will at all times respect management and reporting lines for U.T. System and institutional employees.
- 4.5 Each member of the Board must complete statutorily required trainings and may be legally restricted in what official actions they may take until such training is completed.

Sec. 5 Board Self-Evaluation. To assess the effectiveness of the Board of Regents as a whole, the Board will continue to regularly define and evaluate its responsibilities and expectations as follows:

- 5.1 The Board will conduct a self-evaluation of its responsibilities and expectations at least every two years. The Board may also choose to engage in an additional self-evaluation upon the election of a new Chairman.
- 5.2 The self-evaluation will include assessments regarding:
 - (a) Board organization, leadership, and committee responsibilities and structure;
 - (b) Board orientation and ongoing education;
 - (c) Board fiduciary oversight of the U.T. System;
 - (d) Board's role in establishing policy;
 - (e) Board's oversight of the Chancellor as chief executive officer of the U.T. System; and
 - (f) Board's method for identifying and addressing potential Regental conflicts of interest.

Sec. 6 Communication with Faculty, Staff, and Administration. Members of the Board of Regents are to be provided access to

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Rule: 10101

such personnel as in their individual judgments will enable them to fulfill their duties and responsibilities as Regents of the U.T. System.

6.1 The regular channel of communication from members of the Board to the faculty, staff, and administration is through the Chancellor, the appropriate Executive Vice Chancellor, and the president of the institution involved, and a copy of any communication sent by a Regent directly to any member of the faculty, staff, or administration should be furnished to the Chancellor, the appropriate Executive Vice Chancellor, and the president of the institution involved; however, individual Board members are not precluded from direct participation and communication with the presidents, faculty, staff, and students of the U.T. System.

6.2 Official materials for members of the Board of Regents shall be sent to the Office of the Board of Regents for distribution to the Board.

Sec. 7 Public Statements on Controversial Matters. The Board of Regents acts to determine the official position of the U.T. System or the Board of Regents on matters of an obviously controversial nature.

7.1 Statements on such matters on behalf of the Board or the U.T. System shall be made by the Chairman of the Board or the Chancellor. Accordingly, except as allowed in this Rule, no Regent, officer, or employee shall make or issue any public statement on an obviously controversial subject which might reasonably be construed as a statement of the official position of the U.T. System or the Board of Regents without the advance approval of the Board.

7.2 It is not the intent of this policy statement to stifle the right of freedom of speech of anyone speaking in a personal capacity where that person makes it clear by an express statement that he or she is not speaking for the U.T. System or the Board of Regents.

7.3 Except in unusual circumstances, Regents are expected to coordinate media contacts with and to provide advance notice to the U.T. System Office of External

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Relations, Communications and Advancement Services regarding any media contacts and press statements.

Sec. 8 Records and Information Management. Members of the Board of Regents shall comply with the Systemwide policies regarding records retention and information management, including policies on encryption, retention, destruction, and release of documents.

8.1 In addition to required training under state law, each member of the Board will be provided training on records and document management, including compliance with U.T. System records and retention policies.

8.2 U.T. System Administration will provide a U.T. System email address and account to each Regent at the beginning of service as a member of the Board of Regents. Members of the Board are expected to use U.T. System email addresses for all communications related to public business or public policy over which the Board of Regents has supervision or control.

3. Definitions

None

**The University of Texas System
Rules and Regulations of the Board of Regents**

Rule: 10201

1. Title

General Counsel to the Board of Regents

2. Rule and Regulation

Sec. 1 General Counsel to the Board of Regents. The General Counsel to the Board of Regents is the principal officer to the Board in the administration of the responsibilities of the Office of the Board of Regents and the principal staff officer to each member of the Board of Regents in the discharge of his or her responsibilities. In addition to the specific duties and responsibilities set forth below, the General Counsel to the Board shall advise the Board regarding the design and implementation of policies and procedures by which the Board of Regents may more effectively fulfill its responsibilities regarding the governance and management of The University of Texas System and shall provide legal counsel on issues such as open meetings, public information, and standards of conduct.

Sec. 2 Appointment. The General Counsel to the Board shall be elected by the affirmative vote of a majority of the Board and shall hold office without fixed term, subject to the pleasure of the Board. The General Counsel to the Board shall report to and be responsible to the Board.

Sec. 3 The duties and responsibilities of the General Counsel to the Board shall include the following:

3.1 Supervise. The General Counsel to the Board shall supervise the Office of the Board of Regents and the U.T. System Audit Office.

3.2 Meetings. The General Counsel to the Board shall organize and make arrangements for all meetings of the Board and its committees.

3.3 The Agenda. Under the direction of the Chairman of the Board or the Chairman of a standing committee, the General Counsel to the Board shall prepare and distribute the Agenda and necessary supporting documentation for all meetings of the Board and its committees.

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- 3.4 Open Meetings Act. Under the direction of the Chairman of the Board or the Chairman of a standing committee, the General Counsel to the Board shall post notices of all meetings and the subject matter thereof as may be required under law.
- 3.5 Minutes. The General Counsel to the Board shall oversee preparation of and sign the official Minutes of the Board and its committees.
- 3.6 Official Documents. The General Counsel to the Board shall oversee the archiving of all official documents, correspondence, and proceedings of the Board and its committees.
- 3.7 Seal. The custody of the official seal of the System shall be with the General Counsel to the Board.
- 3.8 Rules and Regulations. The General Counsel to the Board shall be charged with the responsibility of keeping the Official Copy of the Regents' *Rules and Regulations* current and accessible on the Board's website. Administrative officers will be notified of any changes or additions to the Rules as soon as possible after the meeting at which they were adopted.
- 3.9 Reports. As directed by the Board of Regents, the General Counsel to the Board shall:
 - (a) Define and establish routine reporting mechanisms, including determining the Board's information requirements; structuring reporting procedures; gathering and summarizing reports and data for presentation to the Board on a routine basis; and
 - (b) Prepare special reports, including requesting and gathering data from the U.T. System Administration and any of the institutions; conducting necessary analyses of data; and summarizing facts and presenting reports for the Board's consideration.
- 3.10 Other Duties. In addition, the General Counsel to the Board shall perform such other duties as may be assigned by the Board of Regents or as are usual and

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Rule: 10201

customary and which assist the members of the Board in the discharge of their official duties.

Sec. 4 Associate General Counsels to the Board and the Secretary to the Board shall be appointed by the General Counsel to the Board after consultation with the Chairman of the Board, and shall have such duties and responsibilities as shall be delegated by the General Counsel to the Board.

Sec. 5 The Secretary to the Board shall have such duties and responsibilities as shall be delegated by the General Counsel to the Board including the following:

5.1 Minutes. The Secretary to the Board shall record and prepare the official Minutes and certified agendas of closed sessions of the Board and its committees. The official copy of the Minutes of the Board and its committees shall be kept in the Office of the Board of Regents, and certified excerpts from these Minutes shall be prepared by the Secretary to the Board as requested.

5.2 Official Documents. The Secretary to the Board shall maintain, archive, and preserve all official documents, correspondence, and proceedings of the Board and its committees and task forces.

5.3 Seal. The Secretary to the Board shall affix the official seal to, and attest, all documents executed in the name of the Board that require attestation.

3. Definitions

None

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Rule: 10401

1. Title

Policies and Procedures for Board and Standing Committee Meetings

2. Rule and Regulation

Sec. 1 Regular Meetings of the Board. Regular meetings of the Board of Regents shall be held at such times and places as the Chairman of the Board shall designate.

Sec. 2 Special Meetings of the Board. Special meetings of the Board of Regents shall be held upon the call of the Chairman, or upon the written request of not less than five members of the Board. Written notification of the time, place, and purpose of a special meeting will be provided by the General Counsel to the Board to each member of the Board at least three days before the time of the meeting.

Sec. 3 Regular Meetings of Standing Committees. Regular meetings of standing committees of the Board of Regents shall be held in conjunction with regular meetings of the Board.

Sec. 4 Special Meetings of Standing Committees. Special meetings of standing committees shall be held upon the call of the Chairman of the Committee, upon the call of the Chairman of the Board of Regents, or upon the written request of a majority of the membership of the Committee. Written notification of the time, place, and purpose of a special meeting will be provided to each member of the Board at least three days before the time of the meeting.

Sec. 5 Importance of Attendance. Recognizing the broad authority and responsibility vested in the Board of Regents for the governance and operation of The University of Texas System, there is a specific expectation that members of the Board understand and recognize the importance of attendance at Board and committee meetings and will make a sincere commitment to attend as many of these as possible.

Sec. 6 Rules of Order. *Robert's Rules of Order*, when not in conflict with the provisions of these *Rules and Regulations*, shall be the rules of parliamentary procedure when the Board or any of its committees is in session.

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Sec. 7 Confidentiality of Executive Session. The Board recognizes the importance of the confidentiality of executive session discussions as authorized by the Texas Open Meetings Act. In compliance with State law, the Board has determined that the only recording or notes that document executive session discussions may be a certified agenda or a recording prepared by Board Office staff. Other recordings, notes, or third party communications that document executive session discussions are not authorized.

Sec. 8 Agenda. Each matter to be considered at a meeting of the Board or a committee of the Board as an Agenda Item shall be accompanied by a summary of the facts pertaining thereto, the need for action thereon, and the recommendation of the Chancellor, and, where appropriate, the president of the institution involved.

8.1 Except in the case of an emergency, all matters that are to be considered by the Board or a committee of the Board shall be presented to U.T. System Administration in sufficient time to allow review prior to transmittal to the General Counsel to the Board of Regents.

8.2 The Agenda Book for a Board meeting shall be provided to each member of the Board approximately two weeks in advance of the meeting, to the extent possible.

8.3 Consent Agenda. A compilation of matters required to be approved by or reported to the Board via a Consent Agenda format shall be prepared as directed and approved by the Chancellor.

Sec. 9 Matters Referred to Committees. To the extent practicable, all subjects and matters requiring Board action shall be referred to the appropriate standing committee for consideration and recommendation before action is taken by the Board. If the matter could be considered by more than one committee, the Chairman of the Board will determine the appropriate referral.

3. Definitions

None

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Rule: 10402

1. Title

Committees and Other Appointments

2. Rule and Regulation

- Sec. 1 Standing Committees. The following committees shall be standing committees of the Board of Regents to consider matters related to major areas of Board governance:
- (a) Finance and Planning Committee; (b) Audit, Compliance, and Risk Management Committee; (c) Academic Affairs Committee; (d) Health Affairs Committee; and (e) Facilities Planning and Construction Committee.
- 1.1 Composition and Quorum of Standing Committees. Each standing committee is composed of not less than four members of the Board of Regents appointed by the Chairman. In the unanticipated absence of a quorum, the Chairman or Committee Chairman may appoint another member of the Board to serve in a temporary capacity on the Committee.
- 1.2 Appointment of Committee Chairman. The Chairman of each standing committee shall be appointed by the Chairman of the Board of Regents shortly after his or her election, by and with the consent of the Board, and shall remain as Chairman of the standing committee until the succeeding Board Chairman shall reconstitute the committees.
- 1.3 Inability to Serve. If a Committee Chairman is unable to serve because of absence, death, resignation, disability, removal, disqualification, or other reason, the Chairman of the Board of Regents shall appoint another member of the Board to serve as Chairman of the standing committee, by and with the consent of the Board.
- 1.4 Authority of Standing Committees. The authority of standing committees of the Board of Regents is subject to action of the whole Board. The committees' recommendations must be approved by the Board before they shall become effective.
- 1.5 Duties of the Finance and Planning Committee. The Finance and Planning Committee shall:

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Rule: 10402

- (a) Continue long-range planning activities, including institutionalization of the planning process, development of related plan implementation policies and procedures for the U.T. System and any of the institutions, and providing coordination of related legislative issues.
 - (b) Review and make recommendations to the Board as appropriate on matters related to business affairs such as: operating budget; debt financing transactions and issues concerning the Permanent University Fund, including administering standards for resource allocation; the University Lands Office; Systemwide and self-insured insurance programs; and special task forces, initiatives, and commissions for the U.T. System and any of the institutions.
 - (c) Review and recommend to the Board as appropriate on issues and activities related to The University of Texas/Texas A&M Investment Management Company (UTIMCO).
- 1.6 Duties of the Audit, Compliance, and Risk Management Committee. The Audit, Compliance, and Risk Management Committee (ACRMC) shall:
- (a) Provide strategic oversight and direction to Systemwide internal audit activities, a primary source of independent and objective risk information.
 - (b) Conduct appointment, evaluation, and dismissal duties, specifically:
 - i. Approve the appointment of System Administration and institutional audit committee chairs. By extension, this recognizes the role of the System Administration and institutional audit committees as risk advisors to the ACRMC and their authority derived from the Board of Regents.
 - ii. Take personnel actions regarding appointment and dismissal of the U.T. System Chief Audit Executive following recommendations by the General Counsel to the Board of Regents and the Chancellor. The

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- U.T. System Chief Audit Executive shall hold office subject to the pleasure of the ACRMC.
- iii. Perform the annual evaluation of the U.T. System Chief Audit Executive.
 - iv. Provide concurrence with any president's appointment and dismissal of institutional chief audit executives with advice and recommendation from the U.T. System Chief Audit Executive.
- (c) Consider, review, and when appropriate refer to the full Board of Regents matters regarding the activities of the Office of Systemwide Compliance, as an integral component of Systemwide risk oversight.
- (d) Be primarily responsible for the Systemwide risk oversight function of the Board of Regents. Provide relevant information from risk management activities, risk assessments and reviews, and reports both internal and external to the Board of Regents.
- (e) Consider, review, and when appropriate refer to the full Board of Regents matters regarding the activities of the Office of Risk Management, Office of Information Security, and any other management function with a significant Systemwide risk oversight role.
- (f) Consider, review, and recommend to the full Board of Regents factors to be considered in establishing Board and Board Committee risk tolerance and risk mitigation strategies.
- 1.7 Duties of the Academic Affairs Committee. The Academic Affairs Committee shall generally consider and make recommendations to the Board on matters pertaining to the general academic institutions, including:
- (a) instructional, research, and professional service programs and activities;
 - (b) policies relating to soliciting and securing gifts;
 - (c) matters affecting the libraries of the institutions;

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- (d) substantive changes in the doctoral degree program inventory and the academic administrative structure;
 - (e) matters related to educational philosophy and objectives;
 - (f) recommendations by the Chancellor related to the appointment, promotion, and dismissal of such institutional officers as may be appropriate;
 - (g) matters relating to the research, training, and community service activities;
 - (h) capital improvement priorities related to the approved missions of the general academic institutions; and
 - (i) changes to academic institution mission statements.
- 1.8 The Duties of the Health Affairs Committee. The Health Affairs Committee shall consider and make recommendations to the Board on matters pertaining to health institutions, and all clinical operations, medical or health-related educational programs, or health-related initiatives at any institution, including:
- (a) matters concerning substantive aspects of policies and programs related to the academic philosophy and objectives of the U.T. System's health operations; University relations; and health academic planning, instruction, and research;
 - (b) matters relating to educational philosophy and objectives;
 - (c) recommendations by the Chancellor related to the appointment, promotion, and dismissal of such institutional officers as may be appropriate;
 - (d) matters relating to the research, training, and community service activities;
 - (e) matters affecting the libraries of the health institutions;
 - (f) policies relating to soliciting and securing gifts;

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- (g) capital improvement priorities related to the approved missions of the health institutions;
- (h) changes to health institution mission statements; and
- (i) with respect to each hospital, clinic, and patient-care facility owned by The University of Texas System, counsel with the Executive Vice Chancellor for Health Affairs regarding the bylaws and rules and regulations of the medical staff; and make recommendations to the Board concerning mechanisms and controls for the achievement and maintenance of high standards of professional practices in and at the hospital, clinic, or patient-care facility.

1.9 Duties of the Facilities Planning and Construction Committee. The Facilities Planning and Construction Committee shall:

- (a) Consider matters relating to the acquisition and use of the grounds and buildings on campus and campus-related real property of The University of Texas System.
- (b) Review proposed construction projects and make decisions on the selection of architects for projects determined by the Board to be of special interest; approve plans and accept bids for construction projects.
- (c) Make recommendations to the Board on the award and execution of construction and equipment contracts.
- (d) Make recommendations to the Board with respect to the naming of University buildings and other major facilities.

Sec. 2 Board for Lease of University Lands. At the first available opportunity following February 1 of each odd-numbered year and the confirmation of incoming members of the Board of Regents, two qualified members of the Board, as specified in *Texas Education Code* [Section 66.62](#), shall be selected by the

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Board, upon recommendation of the Chairman of the Board of Regents, to serve on the Board for Lease of University Lands (Board for Lease). In the event a Board member appointed to the Board for Lease is unable to attend a regular meeting of the Board for Lease, the Chairman may appoint, as a substitute, a qualified member of the Board of Regents to attend the meeting. The Office of Business Affairs, on behalf of the Board of Regents, will assign employees of The University of Texas System to assist the Board for Lease in the performance of its duties and responsibilities and will consult with the Chancellor and the Office of General Counsel as necessary and appropriate. The Executive Vice Chancellor for Business Affairs shall report significant activities of the Board for Lease to the Board of Regents, as appropriate.

- Sec. 3 University Lands Advisory Board. The University Lands Advisory Board (ULAB) shall be composed of the following individuals:
- (a) five members appointed by The University of Texas System Board of Regents;
 - (b) three members appointed by The Texas A&M University System Board of Regents; and
 - (c) the Commissioner of the General Land Office.
- 3.1 At least two of the members appointed by the U.T. Board and at least one of the members appointed by the A&M Board must be current Regents, with the ULAB Chairman to be named by the U.T. Board.
- 3.2 At least three of the members appointed by the U.T. Board and at least two of the members appointed by the A&M Board must have industry experience.
- 3.3 The ULAB will meet at least four times per year and will advise the Board of Regents on operations and management of the University Lands Office, including reviewing and recommending budgets to the Board and providing strategic direction. University Lands will continue to be managed by U.T. System.
- 3.4 ULAB's duties include advising on the strategic direction and operations of University Lands and on oil and gas development terms and conditions to the Board for Lease.

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- 3.5 The Board of Regents will retain its statutory responsibility and authority to:
- (a) Approve budgets;
 - (b) Appoint members of ULAB;
 - (c) Purchase and sell any property;
 - (d) Approve policy recommendations and set policy for University Lands;
 - (e) Approve decisions critical to the mission of University Lands, including compensation parameters;
 - (f) Modify delegations to ULAB; and
 - (g) Approve the hiring and compensation of the University Lands Chief Executive Officer.

Sec. 4 The University of Texas/Texas A&M Investment Management Company (UTIMCO). Pursuant to *Texas Education Code Section 66.08*, the U.T. System Board of Regents shall appoint seven members of the Board of Directors of UTIMCO and two members will be appointed by The Texas A&M University System Board of Regents. Appointments made by U.T. System shall include three members of the Board of Regents, three individuals with a substantial background and expertise in investments, and one qualified individual, as determined by the Board. Such individual may be the Chancellor of the U.T. System. Of the two members appointed by The Texas A&M University System Board of Regents, at least one must have substantial background and expertise in investments.

- 4.1 External members of the UTIMCO Board of Directors shall be appointed following a process designed to ensure a candidate's qualifications and expertise. Such process shall include a review of potential candidates, verification of credentials and criminal background check, and a review of potential conflicts of interests or disqualifications from service.

3. Definitions

None

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Rule: 10403

1. Title

Board Meeting Accessibility and Public Participation

2. Rule and Regulation

- Sec. 1 Compliance with the Texas Open Meetings Act. Meetings of the Board shall be open to the public, unless otherwise determined by the Board, in accordance with law. Closed executive sessions may be convened as authorized by State law.
- Sec. 2 Accessibility to Board Meetings. People with disabilities interested in observing committee and/or Board meetings and requiring communication or other special accommodations should contact the Office of the Board of Regents.
- Sec. 3 Request to Provide Public Testimony on an Agenda Item. Members of the public are allowed to present written and oral testimony, for a reasonable amount of time as determined by the Chairman of the Board, on any topic listed on the agenda for a Committee or Board meeting. Testimony on topics not listed on the agenda will not be allowed. Members of the public seeking to present testimony shall provide their name and agenda topic they seek to address to the General Counsel to the Board of Regents at least 24 hours in advance of the meeting. If possible, any person who provides oral testimony before the Board shall provide their testimony in writing to the General Counsel to the Board in sufficient time for copies to be distributed to the Regents prior to the meeting. The Board shall consider the public testimony presented to the Board on an issue before taking a vote.
- Sec. 4 Disruption of Meetings Prohibited. The disruption of a meeting of the Board of Regents or its committees or any other meeting, procession or gathering sponsored by the Board is prohibited. A person is in violation of this provision if, with intent to prevent or disrupt a lawful meeting of the Board, its committees or any other meeting, procession, or gathering sponsored by the Board, he obstructs or interferes with the meeting, procession, or gathering by physical action or verbal utterance. If possible, the individual chairing the meeting, the General Counsel to the Board, or other authorized University official or a law enforcement officer should clearly identify the disruptive conduct or verbal utterance and request that the person responsible for the disruption desist. If the person responsible for the disruptive

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physical or verbal conduct fails to cease such conduct, the person shall be removed from the Board meeting or any meeting, procession, or gathering sponsored by the Board.

Sec. 5 Signs and Banners. Persons may display a sign or banner at a Board or committee meeting by holding or carrying it by hand or otherwise attaching it to their person. No advance permission is required.

5.1 Any person holding or carrying a sign or banner shall exercise due care to avoid bumping, hitting, or injuring any other person.

5.2 Any person holding or carrying a sign or banner shall exercise due care to avoid blocking the view of any other person observing the Board or Committee meeting. This may mean that signs may be displayed only around the perimeter of a room or an audience.

Sec. 6 Report to Press on Actions of Board. Reports on actions of the Board on matters of public interest will be given to the press as promptly as possible. These press reports shall be under the direction of the Chairman of the Board of Regents, the Chancellor, or their designated representatives.

3. Definitions

None

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Rule: 10501

1. Title

Delegation to Act on Behalf of the Board

2. Rule and Regulation

Sec. 1 Operation of Rule

- 1.1 Generally. This Rule contains a non-exhaustive list of matters delegated by the Board of Regents. Matters specifically identified as not delegated in Section 3, Matters Not Delegated, require Board approval even if described in Section 2, Matters Delegated.
- 1.2 Scope and Conditions. The following matters are not subject to Sections 2 and 3 of this Rule.
 - 1.2.1 Significant Contracts or Documents. Institutional presidents and executive officers at U.T. System Administration are responsible for identifying contracts, agreements, and other documents of such significance to warrant the prior approval of the Board of Regents, regardless of whether such approval would be required under this Rule. Each such matter so identified shall be presented to the Board by the Chancellor as an Agenda or Consent Agenda item at a meeting of the Board.
 - 1.2.2 Statutory. Any power, duty, or responsibility that the Board has no legal authority to delegate, including any action that the Texas Constitution requires be taken by the Board of Regents.
 - 1.2.3 UTIMCO. Management of assets by The University of Texas/Texas A&M Investment Management Company (UTIMCO), which is governed by contract and the provisions of [Rules 70101](#), [70201](#), [70202](#), and [70401](#) of these *Rules and Regulations*.
 - 1.2.4 Acceptance of Gifts. The acceptance, processing, or administration of gifts and bequests, which actions are governed by [Rules 60101](#), [60103](#), [70101](#), and [70301](#) of these

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Rules and Regulations and applicable policies of the Board of Regents.

- 1.3 Delegation Process. The primary delegate identified in these *Rules and Regulations* or in an official Board action may further delegate his or her delegated authority to a secondary delegate unless otherwise specified. Any such further delegation of authority must be made in writing and the primary delegate shall permanently maintain, or cause to be maintained, evidence of all such delegations. A secondary delegate may not further delegate authority to any other individual.
- 1.4 Delegate's Responsibilities. The primary delegate identified in these *Rules and Regulations* as authorized to execute and deliver on behalf of the Board of Regents various types of contracts, agreements, and documents shall maintain, or cause to be maintained, necessary and proper records with regard to all contracts, agreements, and documents executed and delivered pursuant to such delegated authority, in accordance with any applicable records retention schedule or policy adopted by the Board, the U.T. System Administration, or the institution. The primary delegate must also maintain, or cause to be maintained, sufficient accounting systems and procedures to assure that contracts, amendments, and renewals for the purchase of goods and services are presented to the Board for approval if required by these *Rules and Regulations*.
- 1.5 Signature Authority. The Board of Regents delegates to the Chancellor or the president of an institution authority to execute and deliver on behalf of the Board contracts, agreements, and other documents of any kind or nature following review and approval procedures as required by these Rules or for which authority has been delegated. Any officer or employee executing a document on behalf of the Board of Regents shall be responsible for ensuring that he or she has authority to act on behalf of the Board and that such authority is exercised in compliance with applicable conditions and restrictions. Documents executed on behalf of the Board pursuant to authority granted under these *Rules and Regulations* shall not require further certification or attestation.

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- 1.6 Actions of the Board as Trustee. Authority delegated by the Board of Regents in these *Rules and Regulations* includes actions that may be taken by the Board in its capacity as trustee of any trust to the extent such delegation is permitted by law.
- 1.7 Power to Bind U.T. System. No employee of the U.T. System, as an individual or as a member of any association or agency, has the power to bind the U.T. System unless such power has been officially conferred in advance by the Board of Regents. Any action that attempts to change the policies or otherwise bind the U.T. System, taken by any individual or any association or agency, shall be ineffective and non-binding until the proposed action has been approved by the Board or a person acting under authority delegated by the Board.
- 1.8 Power to Authorize Expenditures. No expenditure out of funds under control of the Board shall be made and no debt or obligation shall be incurred and no promise shall be made in the name of the U.T. System or any of the institutions or of the Board of Regents by any member of the respective staffs of the U.T. System or any of the institutions except:
 - 1.8.1 In accordance with general or special budgetary apportionments authorized in advance by the Board of Regents and entered in its minutes; or
 - 1.8.2 In accordance with authority specifically vested by the Board of Regents in a committee of the Board; or
 - 1.8.3 In accordance with authority to act for the Board of Regents when it is not in session, specifically delegated by these *Rules and Regulations* or by special action of the Board.
- 1.9 Compliance with Special Instructions by U.T. System Administration Officers. All authority to execute and deliver contracts, agreements, and other documents is subject to these *Rules and Regulations* and compliance with all applicable laws and special instructions or guidelines issued by the Chancellor, an Executive Vice Chancellor, and/or the Vice Chancellor and General

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Counsel. Special instructions or guidelines by the Chancellor, an Executive Vice Chancellor, or the Vice Chancellor and General Counsel may include without limitation instructions concerning reporting requirements; standard clauses or provisions; ratification or prior approval by the Board of Regents or the Chancellor; review and approval by the Office of General Counsel; and recordkeeping.

Sec. 2 Matters Delegated

2.1 Contracts. The following contracts or agreements, including purchase orders and vouchers, do not require approval by the Board of Regents.

2.1.1 Contracts at or Below the Institutional Threshold.

- (a) All contracts or agreements, with a total cost or monetary value to the U.T. System or any of the institutions at or below the Institutional Threshold, unless Board approval is otherwise required under these Rules. The total cost or monetary value of the contract includes all potential contract extensions or renewals whether automatic or by operation of additional documentation. For purposes of this Rule, any contract with unspecified cost or monetary value with a term of greater than four years is presumed to have a total value of greater than the Institutional Threshold.
- (b) For contracts that have not been approved by the Board, any amendment, extension, or renewal that increases the cost or monetary value of the original contract to more than the Institutional Threshold must be submitted to the Board for approval. For contracts that have been approved by the Board, any amendment, extension, or renewal with a cost or monetary value that exceeds 25% of the cost or monetary value of the Board-approved contract must be submitted to the Board for approval.

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- (c) Increase in Institutional Threshold.
An Institutional Threshold may be increased to up to \$5 million by the Chancellor, after consultation with the General Counsel to the Board of Regents, if it is determined that the institution has the expertise to negotiate, review, and administer such contracts.

2.1.2 Settlement Agreements.

- (a) Construction Settlements. All settlement claims and disputes relating to construction projects to the extent funding for the project has been authorized. Authority to execute documents necessary or desirable to settle such claims and disputes is delegated to the System Administration or institution official designated in the construction contract.
- (b) Insurance Settlements. The settlement of insurance claims, which are governed by [Rule 80601](#).
- (c) Intellectual Property Settlements. All settlement claims and disputes relating to intellectual property owned or controlled by the Board of Regents. Authority to execute documents necessary or desirable to settle such claims and disputes is delegated to the Vice Chancellor and General Counsel.
- (d) All other claims. The Vice Chancellor and General Counsel is delegated authority to execute and deliver on behalf of the Board agreements settling any claim, dispute, or litigation of up to \$1,000,000. Except as otherwise provided in these Rules, settlements in excess of \$1,000,000 must be approved by the Board or by the appropriate standing committee of the Board.

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- i. Required Consultation. The Vice Chancellor and General Counsel shall consult with the institutional president and the Chancellor regarding all settlements greater than \$150,000 that will be paid out of institutional funds. The Vice Chancellor and General Counsel shall consult with the Office of External Relations, Communications and Advancement Services with respect to settlement of will contests and other matters relating to gifts and bequests administered by that Office.
 - ii. Determining settlement amount. The amount of the settlement shall mean the amount that might be reasonably expected to be recoverable by the U.T. System but not received pursuant to the settlement or, in the case of a claim against the U.T. System, the total settlement amount to be paid by the U.T. System.
- 2.1.3 Contracts for Legal Services and Filing of Litigation. The Vice Chancellor and General Counsel is delegated authority to execute and deliver on behalf of the Board contracts for legal services and such other services as may be necessary or desirable in connection with the settlement or litigation of a dispute or claim after obtaining approvals as may be required by law. Any litigation related to these contracts on behalf of the Board, U.T. System Administration, or an institution of U.T. System must have the prior approval of the Vice Chancellor and General Counsel.
- 2.1.4 Construction Projects. Contracts, agreements, and documents relating to construction projects previously approved by the Board of Regents in the Capital Improvement Program and Capital Budget or Minor Projects.

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- 2.1.5 Intellectual Property. Legal documents, contracts, or grant proposals for sponsored research and licenses or other conveyances of intellectual property owned or controlled by the Board of Regents as outlined in [Rule 90101](#) of these Rules. For purposes of this Rule, sponsored research includes specific research projects as well as more general research initiatives.
- 2.1.6 Contracts Between or Among U.T. System Administration and Institutions. Contracts or agreements for resources or services to which U.T. System Administration and/or one or more institutions of the U.T. System are the only parties. The Chancellor and the president of an institution have respective authority to execute on behalf of the Board contracts or agreements between or among U.T. System Administration and institutions of the U.T. System. Any such contract or agreement shall provide for the recovery of the cost of services and resources furnished. These contracts are not subject to the requirements of the Interagency Cooperation Act, *Texas Government Code Chapter 771*, as this section serves as the Board-adopted rules contemplated by *Texas Education Code Section 51.928*.
- 2.1.7 Replacements. Contracts or agreements for the routine replacement of equipment or software or services associated with the implementation of such software.
- 2.1.8 Routine Supplies. Contracts or agreements for the purchase of routinely purchased supplies or equipment.
- 2.1.9 Approved Budget Items. Purchases of new equipment or licensing of new software or services associated with the implementation of the software, identified specifically in the institutional budget approved by the Board of Regents.

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- 2.1.10 Group Purchases. All purchases made under any group purchasing program that follows all applicable statutory and regulatory standards for procurement.
- 2.1.11 Loans. Loans of institutional funds to certified nonprofit health corporations, which loans have been approved as provided in The University of Texas Systemwide Policy [UTS 166, *Cash Management and Cash Handling Policy*](#) and The University of Texas Systemwide Policy [UTS 167, *Banking Services Policy*](#) concerning deposits and loans.
- 2.1.12 Certain Employment Agreements. Agreements with administrators employed by the U.T. System Administration or any of the institutions, so long as such agreements fully comply with the requirements of *Texas Education Code Section 51.948* including the requirement to make a finding that the agreement is in the best interest of the U.T. System or any of the institutions, except those that require approval by the Board of Regents under [Rule 20204](#).
- 2.1.13 Energy Resources. Contracts or agreements for utility services or energy resources and related services, if any, which contracts or agreements have been approved in advance by the Chancellor.
- 2.1.14 Library Materials and Subscriptions. Contracts or agreements for the purchase or license of library books and library materials.
- 2.1.15 Athletic Games. Contracts or agreements related to athletic games, including postseason bowl games. If the contract or agreement exceeds \$1 million in value, the contract or agreement must be approved by the Chancellor and be in a form acceptable to the Vice Chancellor and General Counsel.

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- 2.1.16 Property or Casualty Losses. Contracts or agreements with a cost or monetary value to the U.T. System Administration or any of the institutions in excess of \$1 million but not exceeding \$10 million associated with or related to a property or casualty loss that is expected to exceed \$1 million may be approved, executed, and delivered by the Chancellor. The Chancellor shall consult with the institutional president, if applicable.
- 2.1.17 Health Operations. Contracts or agreements for the procurement of routine services or the purchase or lease of routine medical equipment, required for the operation or support of a hospital or medical clinic or facility, if the services or equipment were acquired through approved procurement procedures or competitively procured.
- 2.1.18 Group Employee or Student Benefits. Contracts or agreements for uniform group employee or student benefits, including those offered pursuant to [Chapter 1601](#), *Texas Insurance Code*.
- 2.1.19 Memorandum of Understanding with University-Affiliated Foundation. The Board of Regents delegates authority to execute a Memorandum of Understanding between U.T. System Administration or a U.T. System institution and an affiliated foundation to the institutional president or the Chancellor (see [Rule 60305](#)).
- 2.1.20 Emergency Circumstances. The Board of Regents delegates authority to the Chancellor to approve contracts, agreements, and purchases and to make needed policy modifications associated with assuring response to and continuation of operations during an emergency, the existence of which shall be determined in consultation with the Chairman of the Board when possible. The Chancellor shall promptly report use of such authority to the Board.

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2.2 Other Matters.

2.2.1 Institutional Agreements for Dual Credit. The Board of Regents delegates the authority to approve and execute dual credit partnership agreements for the academic institutions to the presidents.

2.2.2 Strategic Plan for Research. The Board of Regents delegates to the Chancellor the authority to submit to the Texas Higher Education Coordinating Board the strategic plan for research for each U.T. academic institution designated by the Coordinating Board as a research university or emerging research university.

Sec. 3 Matters Not Delegated. The following contracts or agreements, including purchase orders or vouchers and binding letters of intent or memoranda of understanding, are not delegated by the Board and must be submitted to the Board for approval or authorization, even if the matter fits the description of a matter delegated in Section 2:

3.1 Athletic employment agreements over \$1 million. Contracts and contract amendments affecting compensation with athletic directors and coaches with total annual compensation of \$1 million or greater.

3.1.1 Contracts, contract revisions, and contract extensions requiring Board approval may be negotiated and executed by the President following consultation with the Chancellor, the Executive Vice Chancellor for Academic Affairs, the Vice Chancellor and General Counsel, and a member or members of the Board designated by the Chairman of the Board of Regents and additional consultation, as requested by the Chairman, to determine if special circumstances require an offer or contract change to be made prior to a scheduled meeting of the Board and if the proposed offer or contract change is in the best interest of the institution.

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- 3.1.2 Such special circumstance contracts shall be submitted to the Board for formal approval at the next appropriate meeting of the Board as required by [Rule 20204](#).
- 3.1.3 Alternatively, the President may seek prior approval of the Board to negotiate with a slate of identified individuals within defined contract terms and proceed, if authorized, to hire an athletic director or coach and submit a contract for formal approval by the Board as set out above.
- 3.1.4 It is the expectation of the Board that each President will assure the Chairman, the Chancellor, and the Executive Vice Chancellor for Academic Affairs are provided advance notice of proposed hirings and potential terms of employment related to such contracts in advance of an offer or publication or public distribution of information to allow for meaningful consultations and/or approvals.
- 3.2 Athletic Conference Memberships. Contracts related to joining or changing an institution's athletic conference membership may be negotiated and executed by the President following consultation as described above, for the determination of special circumstances. Following such consultation, such special circumstance contracts shall be submitted to the Board for formal approval at the next appropriate meeting of the Board.
- 3.3 Contracts with Foreign Governments. Contracts or agreements of any kind or nature, regardless of dollar amount, with a foreign government or agencies thereof, except:
 - 3.3.1 The following agreements if prepared on an approved standard form or satisfying the requirements set by the Office of General Counsel: affiliation agreements, cooperative program agreements, material transfer agreements, sponsored research agreements, and licenses or other conveyances of intellectual

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property owned or controlled by the Board of Regents;

- 3.3.2 The following agreements if approved by the Office of General Counsel: agreements or contracts necessary to protect the exchange of confidential information or nonbinding letters of intent or memorandums of understanding executed in advance of definitive agreements; and
- 3.3.3 Agreements regarding cultural performances or the exchange of artistic materials where no funds are expended by the U.T. System or any of the U.T. institutions.
- 3.4 Contracts Involving Certain Uses of Institution Names, Trademarks, or Logos. Except as specifically allowed under existing contracts entered into between the Board of Regents and nonprofit entities supporting a U.T. institution, agreements, regardless of dollar amount, that grant the right to a non-U.T. entity to use the institutional name or related trademarks or logos in association with the provision of a material medical-related service or in association with physical improvements located on property not owned or leased by the contracting U.T. institution.
- 3.5 Contracts with Certain Officers. Agreements, regardless of dollar amount, with the Chancellor, a president, a former Chancellor or president, an Executive Vice Chancellor, a Vice Chancellor, the General Counsel to the Board, the Chief Audit Executive, or the Chief Compliance and Risk Officer, which are subject to the applicable provisions of *Texas Education Code Section 51.948* and [Rule 20101](#).

3. Definitions

Group Purchasing Program – for purposes of this Rule, a purchasing program established by (1) a state agency that is authorized by law to procure goods and services for other state agencies, such as the Texas Comptroller of Public Accounts and the Texas Department of Information Resources, or any successor agencies, respectively; or (2) a group purchasing organization in which the institution participates, such as

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Vizient, E&I Cooperative Services, and BuyBoard; or (3) the U.T. System Supply Chain Alliance. A group purchasing program is covered by this rule only if it is conducted by a state agency or group purchasing organization that is accredited by U.T. System as meeting minimum procurement standards established by the State of Texas and U.T. System.

Institutional Threshold – the review threshold identified for U.T. System Administration and each U.T. institution in the [Board Contract Approval Threshold Table](#).

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Rule: 10601

1. Title

Guidelines for the Santa Rita Award

2. Rule and Regulation

Sec. 1 Standards. The Santa Rita Award is an award made on behalf of the Board of Regents in recognition of valuable contributions over an extended period to The University of Texas System. The recipient may be selected based on a broad list of criteria, primary among which will be a demonstrated concern for the principles of higher education generally, as well as deep commitment to the furtherance of the mission of The University of Texas System. The recipient's contributions to the U.T. System shall be of such character and purpose to serve as an example of selfless and public-spirited service.

Sec. 2 Nominations for Awards. Nominations for the award shall be forwarded to the Chairman of the Board of Regents or the General Counsel to the Board.

Sec. 3 Selection of Awardees. Awards shall be made by a majority vote of the Board, upon recommendation of the Chairman of the Board following consultation with others including the Chancellor and other appropriate U.T. System officials.

3. Definitions

None

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Rule: 10701

1. Title

Compliance with State Law Regarding Diversity, Equity, and Inclusion in Institutions of Higher Education

2. Rule and Regulation

Sec. 1 Unless required by federal law or permitted by *Texas Education Code* [Section 51.3525](#), an institution may not maintain a diversity, equity, and inclusion office or engage in other conduct prohibited by *Texas Education Code* [Section 51.3525](#) and must adopt policies and procedures for appropriately disciplining an employee or contractor of the institution who engages in prohibited conduct.

Sec. 2 The Board authorizes the Chancellor to submit required reports to the Texas Legislature and Texas Higher Education Coordinating Board each fiscal year certifying compliance with *Texas Education Code* [Section 51.3525](#), to testify before legislative committees regarding compliance with *Texas Education Code* [Section 51.3525](#), and to take other actions needed to ensure compliance with *Texas Education Code* [Section 51.3525](#).

3. Definitions

None

**The University of Texas System
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Rule: 10801

1. Title

Policy on Transparency, Accountability, and Access to Information

2. Rule and Regulation

- Sec. 1 The Board of Regents and U.T. System are committed to enhancing transparency, accountability, and access and disclosure of information to the public, the media, elected and appointed state and federal officials, and executive policy makers.
- Sec. 2 To assist in achieving these goals, the Board wishes to provide maximum transparency to the public and its representatives to the fullest extent allowed by law while ensuring compliance with best governance practices and appropriate protection of confidential information and personal privacy.
- Sec. 3 Importance of Communication. To assist the Board of Regents in its duties and responsibilities, the Board and the Chancellor expect to be informed of significant matters within the U.T. System Administration and at each U.T. institution. Significant matters include those matters, which in the exercise of individual best judgment, reflect a significant achievement, present a substantial concern or interest, or have the potential to impact the reputation of the institution in a substantial manner.
- Sec. 4 Importance of Data Collection, Retention, and Analysis. The U.T. System recognizes and supports the importance of data collection, retention, and analysis for purposes such as reviewing System operations and policies, guiding decision-making, improving productivity and efficiency, and evaluating performance outcomes. The U.T. System is committed to continually enhancing the performance of its institutions, to supporting access and success for all students, to improving educational outcomes, and to remaining a national leader in providing access to data.
- Sec. 5 Processing Information Requests.
- 5.1 Requests by Members of the Public. To enhance transparency, U.T. institutions and U.T. System Administration must act in strict compliance with the Texas Public Information Act (TPIA) and applicable state

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and federal law in providing public access to governmental records.

- 5.2 Requests by Representatives of the Media. In addition to the public right of access to information through the TPIA, representatives of the media may utilize U.T. System Administration and institutional offices of external relations as an additional resource for questions.
- 5.3 Requests by Members of the Texas Legislature. The TPIA provides members of the Texas Legislature a special right of access to information needed for legislative purposes. U.T. System Administration and institutional offices of governmental affairs serve as additional resources for questions from members of the Legislature.
- 5.4 Requests by Members of the Board of Regents.
 - 5.4.1 A member of the Board of Regents may utilize U.T. System resources to access information or data necessary for the Board member to fulfill his or her official duties and responsibilities.
 - 5.4.2 Requests for information by an individual Regent shall be submitted to the General Counsel to the Board, be tailored to information needed to assist the Regent in fulfilling his or her official duties and responsibilities, and provide a requested deadline for response if the request is time-sensitive.
 - 5.4.3 All U.T. System Administration and U.T. institutional employees should respond thoroughly and appropriately to requests for information from a member of the Board, without undue delay. However, some requests may require further discussions to determine the appropriate scope of the request and timing of the response to avoid inefficiencies and duplication of effort.
 - 5.4.4 After consultation with the Chairman of the Board, the Chancellor may adopt reasonable procedures with regard to the timing, copying, and process for review of records by a Regent, including prohibiting the copying of any confidential material.

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In addition, the Chancellor, in consultation with the Vice Chancellor and General Counsel, shall determine whether State or federal law restricts compliance with the request. Accordingly, the Chancellor, in consultation with the Vice Chancellor and General Counsel, shall determine whether a Regent may review information that is protected by the Family Educational Rights and Privacy Act ([20 U.S.C. §1232g](#); [34 CFR Part 99](#)), by constitutional privacy, or by other state or federal law.

3. Definitions

None

**The University of Texas System
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Rule: 10901

1. Title

Statement of U.T. System Values and Expectations

2. Rule and Regulation

Sec. 1 Purpose.

This Rule outlines the general values to be adopted and embraced by all U.T. System officers and employees to ensure that The University of Texas System maintains its reputation as a system that strongly values integrity and requires all operations to be conducted with accountability, transparency, and respect.

The Rule is not a comprehensive guide to all matters of conduct or ethics. Officers and employees are expected to use common sense and best judgment in all situations.

Sec. 2 Compliance with Laws and Policy.

In addition to the expectations outlined below, U.T. System officers and employees are expected to comply with all applicable federal, state, and local laws as well as applicable rules and policies. To the extent provided by applicable law, no person shall be excluded from participation in, denied the benefits of, or be subject to discrimination under, any program or activity sponsored or conducted by The University of Texas System or any of the institutions, on the basis of race, color, national origin, ethnicity, religion, sex, age, veteran status, or disability.

Sec. 3 Minimum Expectations.

3.1 Trust and Credibility. The success of The University of Texas System is dependent on maintaining the trust and confidence earned from students, patients, faculty, staff, elected leaders, and members of the public. Trust and confidence are gained by adhering to commitments, displaying honesty and integrity, and reaching goals solely through diligence and honorable conduct.

3.2 Respect for the Individual. The University of Texas System and the Board of Regents are committed to

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creating an environment where all U.T. System officers and employees are treated with dignity and respect.

3.3 Culture of Open and Honest Communication. Managers have a responsibility to create an open and supportive environment where employees understand the importance and value of raising and responding to concerns about potentially questionable or unethical behavior.

3.4 Setting the Tone. U.T. System leadership, including the Chancellor, the institution presidents, and the members of the Board of Regents, has the added responsibility for demonstrating, through actions and leadership, the importance of the expectations described in this Rule. The Chancellor and the presidents must be responsible for promptly and appropriately reviewing questions or concerns about ethical behavior raised by employees or others and for taking appropriate and timely steps to address any problems identified.

3. Definitions

None

**The University of Texas System
Rules and Regulations of the Board of Regents**

Rule: 10902

1. Title

Research Security Policies

2. Rule and Regulation

Sec. 1 Purpose. Federal and state governments and granting agencies have recognized the risks of foreign influence within the higher education research community and that some foreign governments, institutions, and researchers have used their participation in the research community to compromise U.S. national and economic security. Education and research are core missions of every U.T. institution, and the Board recognizes the value and necessity of international collaborations in fulfilling these goals. Therefore, to mitigate the risks related to research security and foreign interference, it is imperative that each U.T. institution follow the highest standards of compliance and security and pursue international collaborations with researchers and institutions similarly committed to research integrity, transparency, and reciprocity.

Sec. 2 Research Security Programs and Policies. Each U.T. institution shall submit for Board approval a policy framework addressing research security risks.

2.1 Each policy framework shall seek to achieve the highest level of compliance with all applicable ethical, legal, regulatory, and contractual guidelines to secure, protect, and expand the institution's research portfolio, including but not limited to the following categories of research: classified, export-controlled, controlled unclassified, and fundamental.

2.2 U.T. System Administration and each U.T. institution shall appoint a Research Security Officer and establish a research security program that addresses key risk areas identified by federal and state governments, including [National Security Presidential Memorandum-33](#) and *Texas Education Code* [Section 51.956](#), which are applicable to each institution's research portfolio, including, but not limited to, intellectual property, cybersecurity, research and proprietary data security, clinical trial data security, foreign collaborations, foreign travel, foreign visitors, foreign scholars and scientists, insider threats, and any other key risk areas.

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- 2.3 U.T. System Administration and each U.T. institution shall promote an organizational culture of compliance regarding research security and shall periodically monitor and assess the effectiveness of their programs. Institutional Research Security Officers shall promptly inform the Systemwide Research Security Officer regarding research security incidents that may significantly impact the mission or reputation of U.T. System or a U.T. institution.

3. Definitions

None

3. **U. T. System Board of Regents: Recognition of recipients of the 2024 Regents' Outstanding Teaching Awards**

PRESENTATION

The Board and Chancellor Milliken will recognize the 2024 recipients for the Regents' Outstanding Teaching Awards, as listed below:

U. T. Arlington:

LaDonna Aiken, M.A.
Broadcast Specialist, Communications

Melanie Sattler, Ph.D., P.E.
Professor, Civil Engineering

U. T. Austin:

Etienne (Paul) Vouga, Ph.D.
Associate Professor, Computer Science

U. T. Dallas:

Oziel Rios, Ph.D.
Associate Professor of Instruction, Mechanical Engineering

U. T. El Paso:

Jason Boyle, Ph.D.
Associate Professor, Kinesiology

U. T. Rio Grande Valley:

Marcela Hebbard, M.A.
Senior Lecturer, Writing and Language Studies

U. T. San Antonio:

Matthias Hofferberth, Ph.D.
Associate Professor, Political Science and Geography

Rebecca Schroeder, Ph.D.
Professor of Instruction, Multidisciplinary Studies and University College

U. T. Southwestern Medical Center:

Laura Howe-Martin, Ph.D., A.B.P.P.
Professor, Psychiatry

U. T. M. D. Anderson Cancer Center:

Khaled Elsayes, M.D.
Professor, Abdominal Imaging

Carin Hagberg, M.D., F.A.S.A.
Chief Academic Officer, Anesthesiology

U. T. Medical Branch - Galveston:

Cristiana Rastellini, M.D.
Professor, Neurobiology

BACKGROUND INFORMATION

The Board of Regents places the highest priority on undergraduate and graduate teaching at U. T. institutions and encourages teaching excellence by recognizing those faculty who deliver the highest quality of instruction, demonstrate their commitment to teaching, and have a history and promising future of sustained excellence with teaching in the classroom, in the laboratory, in the field, or online.

On August 14, 2008, the Board established the Regents' Outstanding Teaching Awards (ROTA), which are a recognition of the importance the Board places on the provision of teaching and learning of the highest order, by honoring those who serve students in an exemplary manner, and are an incentive for others who aspire to such service. These teaching awards complement existing ways in which faculty excellence is recognized and incentivized.

Up to 15 awards may be given across both academic and health institutions with the number of awards determined by the number of applications, recommendations from the review committee, and other factors.