



TEXAS TECH UNIVERSITY SYSTEM

BOARD OF REGENTS

AGENDA BOOK Video Conference Meeting

December 13, 2021



BOARD OF REGENTS
TEXAS TECH UNIVERSITY SYSTEM

AGENDA

December 13, 2021

BOARD OF REGENTS

Mr. J. Michael Lewis, Chairman

Mr. Mark Griffin, Vice Chairman

Ms. Arcilia C. Acosta

Mr. Cody C. Campbell

Mrs. Ginger Kerrick Davis

Mr. Pat Gordon

Mr. John D. Steinmetz

Mr. John B. Walker

Mr. Dusty Womble

Ms. Keaghan Holt, Student-Regent

Standing Committee Chairs and Vice Chairs:

Academic, Clinical and Student Affairs:

Ginger Kerrick Davis (Chair); Pat Gordon (Vice Chair); and Keaghan Holt (Student Regent)

Audit:

John Steinmetz (Chair) and Arcilia Acosta (Vice Chair)

Facilities:

Dusty Womble (Chair) and Mark Griffin (Vice Chair)

Finance and Investments:

John Walker (Chair) and Cody Campbell (Vice Chair)

[NOTE: All nine board members serve as voting members of each committee.]

AGENDA

**Board of Regents Meeting
Special Called Videoconference Meeting
Lubbock, Texas**

Abbreviated Agenda with Approximate Times*

Monday, December 13, 2021

Meeting of the Board

- | | |
|---------|--|
| 2:00 pm | <p>Call to Order; convene Meeting of the Board</p> <ul style="list-style-type: none"> • Meeting of the Committee of the Whole Board and meeting of the Board to consider and approve one report and two action items <p>Location: Board of Regents Committee Room (106), First Floor, System Building, 1508 Knoxville Avenue
NOTE: Those not directly involved in the board meeting may view the meeting online at:
https://www.texastech.edu/live-stream.php</p> |
| 2:30 pm | <p>Executive Session</p> <p>Location: Board of Regents Committee Room (106), First Floor, System Building, 1508 Knoxville Avenue</p> |
| 2:55 pm | <p>Following Executive Session, reconvene into Open Session, and Meeting of the Committee of the Whole and the Board</p> <p>Location: Board of Regents Committee Room (106), First Floor, System Building, 1508 Knoxville Avenue</p> <ul style="list-style-type: none"> • ES Motions, if any • Announcements |
| 3:00 pm | <p>Adjournment</p> |

*For general information. The times listed are estimates, with periodic recesses. All open session and executive session portions of the Meeting of the Board of Regents will take place in the Regents Committee Room (106), First Floor, System Building, 1508 Knoxville Avenue, Lubbock, Texas. The special-called videoconference meeting of the Board of Regents will begin no earlier than 2:00 pm on Monday, December 13, 2021. The meeting is expected to adjourn at approximately 3:00 pm; however, if needed, the meeting may continue beyond 3:00 pm until completed. [Those not directly involved in the board meeting may view the meeting online at: <https://www.texastech.edu/live-stream.php>]. The full board agenda is detailed on pages iii to iv. The agenda is detailed behind the appropriate divider tab.

**Board of Regents Meeting
Special Called Videoconference Meeting
Lubbock, Texas**

Agenda

Monday, December 13, 2021
**Board of Regents Committee Room (106),
 First Floor, System Building,
 1508 Knoxville Avenue,
 Lubbock, Texas**

Meeting of the Board

- I. **Meeting of the Board—Call to Order; convene into Open Session of the Board.** The Board will continue in Open Session and meet as a Committee of the Whole and Meeting of the Board to consider and act on:Chairman Lewis
 - A. Roll call Keino McWhinney
 - B. Committee of the Whole.....Chairman Lewis
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|---|-------------|
| | CW |
| 1. TTUS: Report on audits..... | 3 |
| 2. TTU: Approve budget adjustment to the FY 2022 Operating Budget | 4 |
| 3. TTU: Approve an agreement with ClubCorp TTC, LLC..... | 5 |
- II. **Executive Session:** The Board will convene into Executive Session to consider matters permissible under Chapter 551 of the *Texas Government Code*, including, for example:Chairman Lewis
 - A. Consultation with Attorney Regarding Legal Matters or Pending and/or Contemplated Litigation or Settlement Offers (Tex. Govt. Code § 551.071) including: Pre-litigation and litigation update; and Other pending legal matters, potential legal claims updates, settlement offer updates, and discussion and advice from general counsel on pending legal issues.

- B. Deliberation Regarding the Purchase, Exchange, Lease, Sale, or Value of Real Property (Tex. Govt. Code § 551.072).
- C. Deliberation Regarding Prospective Gifts or Donations (Tex. Govt. Code § 551.073) including: Discussion of a potential gift related naming of an academic unit at TTU.
- D. Deliberation Regarding Individual Personnel Matters Relating to the Appointment, Employment, Evaluation, Reassignment, Duties, Discipline, or Dismissal of Officers or Employees of the TTU System and its Component Institutions. (Tex. Govt. Code § 551.074) including: Discussion of Chancellor duties, assignments, and expectations; Discussion of Chancellor and President evaluations; and Discussion of other personnel matters including the duties, performance and evaluation of Texas Tech University System or component institution officers and employees.
- E. Deliberation Regarding Security Devices or Security Audits. (Section 551.076).

*In connection with these items, to the extent that any agenda notation or supplemental written materials, which might otherwise be covered by Tex. Govt. Code § 551.1281(b)(1), have been excluded from an internet web posting, such exclusion is authorized by a certification hereby made by the General Counsel pursuant to Tex. Govt. Code § 551.1281(c).

III. Open Session: The Board will reconvene in Open Session and meet as a Committee of the Whole and Meeting of the Board to consider and act on:

- A. Consideration of appropriate action, if any, on items discussed in Executive Session Vice Chairman Griffin
- B. AnnouncementsChairman Lewis

IV. AdjournmentChairman Lewis

**MEETING OF THE
BOARD/
COMMITTEE OF
THE WHOLE**

Meeting of the Board
Monday, December 13, 2021

Time: 2:00 pm

Place: Board of Regents Committee Room (106), First Floor, System Building,
1508 Knoxville Avenue, Lubbock, Texas

[NOTE: Those not directly involved in the board meeting may view the meeting
online at: <https://www.texas-tech.edu/live-stream.php>]

Agenda

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- A. Roll call Keino McWhinney
- B. Committee of the Whole.....Chairman Lewis

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- 1. TTUS: Report on audits..... 3
- 2. TTU: Approve budget adjustment to the FY 2022 Operating Budget 4
- 3. TTU: Approve an agreement with ClubCorp TTC, LLC 5

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- A. Consultation with Attorney Regarding Legal Matters or Pending and/or Contemplated Litigation or Settlement Offers (Tex. Govt. Code § 551.071) including: Pre-litigation and litigation update; and Other pending legal matters, potential legal claims updates, settlement offer updates, and discussion and advice from general counsel on pending legal issues.

- B. Deliberation Regarding the Purchase, Exchange, Lease, Sale, or Value of Real Property (Tex. Govt. Code § 551.072).
- C. Deliberation Regarding Prospective Gifts or Donations (Tex. Govt. Code § 551.073) including: Discussion of a potential gift related naming of an academic unit at TTU.
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- A. Consideration of appropriate action, if any, on items discussed in Executive Session Vice Chairman Griffin
- B. AnnouncementsChairman Lewis

IV. AdjournmentChairman Lewis

1. TTUS: Report on audits.

Presenter: Mrs. Kim Turner

Presentation Time: 5 minutes

Report to Board required by: Section 07.02.7, *Regents' Rules*; and Audit Committee Charter

Mrs. Kim Turner, Chief Audit Executive, will present a report on the System's audit projects.

2. TTU: Approve budget adjustment to the FY2022 Operating Budget.

Presenter: Mrs. Noel Sloan
Board Approval required by:

Presentation Time: 3 Minutes
Section 07.04.4.a., *Regents' Rules*

RECOMMENDATION

The president recommends and the chancellor concurs that the Board of Regents approve a budget adjustment to Texas Tech University's FY 2022 Operating Budget. This request will add an additional expense of \$7,562,356 to TTU's FY 2022 Operating Budget.

TEXAS TECH UNIVERSITY – BOARD APPROVAL ITEM

Activity	Source of Funds		Expense
	Other	Income	
Board Approval			
Bowl Game Budget		\$1,614,869	\$1,862,356
This budget adjustment establishes the 2021 Bowl Game Budget for Texas Tech's participation in the Liberty Bowl. As set forth in the Big 12 Conference bylaws, a bowl estimated member participation subsidy of \$1,614,869 will be provided by the Big 12 Conference for the University's football team to participate in the bowl. All bowl related expenses (preparatory, travel, supplemental compensation, etc.) are estimated to be \$1,862,356.			
Contractual Obligations Budget Adjustment	\$5,700,000		\$5,700,000
Budget adjustment for expenses related to the Football staff transition, including contractual obligations to outgoing & incoming coaches, supplemental compensation related to overlapping staff for Bowl preparation, etc.			
Total		\$7,314,869	\$7,562,356

BACKGROUND INFORMATION

Section 07.04.4.a., *Regents' Rules*, requires Board approval of budget adjustments that exceed certain limits or pertain to certain types of activities or transactions. On August 5, 2021, the Board of Regents approved TTU's FY 2022 Operating Budget in the amount of \$1,113,693,384. The revised FY 2022 Operating Budget will now be \$1,171,255,740, including previously approved adjustments.

3. TTU: Approve an agreement with ClubCorp TTC, LLC.

Presenters: Mr. Kirby Hocutt & Ms. Noel Sloan Presentation Time: 3 minutes
 Board approval required by: Section 07.12.3.a, Section 07.12.3.c, and 07.12.3.d.1.b
Regents' Rules

RECOMMENDATION

The president recommends and the chancellor concurs that the Board of Regents delegate authority to the president, or his designee, to finalize negotiations and execute an agreement with ClubCorp TTC, LLC ("ClubCorp").

BACKGROUND INFORMATION

The Board previously approved and authorized the execution of an agreement with ClubCorp that expires December 31, 2021.

The new agreement will be effective for five (5) years with the option to extend for up to three (3) renewal terms of five (5) years each upon mutual agreement. In addition, ClubCorp will make a \$3,500,000 capital investment in 2022 and 2023 for additional club improvements. The parties will mutually agree upon the facility and equipment improvements. If the contract is extended for the first renewal term, ClubCorp will make an additional \$1,000,000 capital investment in 2027. If Texas Tech University ("TTU") does not extend the first renewal term, then 50% of the capital investment will need to be repaid; there is no penalty for the other additional renewal terms.

The agreement will contain provisions allowing TTU internally operated catering services to oversee, manage and direct home gameday operations for suite and club level catering. TTU, at its sole discretion, may revert gameday operations to ClubCorp at any time during the term of the agreement or the subsequent renewals. If such reversion of gameday operations occurs, ClubCorp will make an additional \$1,000,000 capital investment. ClubCorp will be responsible for the operation of the private restaurant and club as well as private events taking place in stadium facilities.

The new agreement will also include complimentary Texas Tech Club memberships for all suite holders and implementation of a minimum rent guarantee (\$4,500,000 over 10-years). The agreement will require quarterly meetings with Athletics leadership team and annual meetings with Athletics leadership team and Texas Tech University CFO to ensure quality and service is being met. The agreement will allow for early termination based on performance that does not meet mutually agreeable minimum thresholds set to achieve customer satisfaction.

The new agreement will include several partnerships with TTU students and our RHIM Department, including five (5) paid internships per year, five (5) guest lecturing classes per semester, opportunity for RHIM program students to gain

experience in gameday operations, and commitment as title sponsor of RHIM job fair each year.

Contractual provisions Section 07.12.3.a., *Regents' Rules*, requires Board approval on contracts that involve a stated or implied consideration in excess of \$1,000,000.

Section 07.12.3.c, *Regents' Rules*, requires each contract for the purchase of goods and services, with a value exceeding \$5,000,000, that the Chief Procurement Officer for the applicable component institution or the TTU system must submit to the board:

- (1) verification that the solicitation and purchasing method and contractor selection process comply with state law and TTU system policies; and
- (2) information on any potential issue that may arise in the solicitation, purchasing, or contractor selection process.

Section 07.12.3.d.1.b, *Regents' Rules*, requires Board approval on contracts that involve a sale or lease of land and/or improvements thereon, or a commitment of funds or other resources for more than four years.