MINUTES

SPECIAL MEETING OF THE

BOARD OF REGENTS

THE TEXAS A&M UNIVERSITY SYSTEM

HELD IN

COLLEGE STATION, TEXAS

December 18, 2025

(Approved February 5, 2025)

TABLE OF CONTENTS

MINUTES OF THE SPECIAL MEETING (TELEPHONIC) BOARD OF REGENTS, THE TEXAS A&M UNIVERSITY SYSTEM

December 18, 2025

CONVENE 1

RECESS TO EXECUTIVE SESSION 1

RECONVENE IN OPEN SESSION 1

MINUTE ORDER 308-2025 (ITEM 1) AUTHORIZATION FOR THE PRESIDENT TO NEGOTIATE AND EXECUTE NEW OR AMENDED EMPLOYMENT CONTRACTS FOR THE HEAD SOCCER COACH, CERTAIN ASSISTANT FOOTBALL COACHES, DIRECTOR OF FOOTBALL STRENGTH AND CONDITIONING, ASSISTANT DIRECTOR OF FOOTBALL STRENGTH AND CONDITIONING, FOOTBALL CHIEF OF STAFF, AND FOOTBALL GENERAL MANAGER, TEXAS A&M UNIVERSITY 2

MINUTE ORDER 309-2025 (ITEM 2) APPROVAL OF CONFORMING REVISIONS TO POLICY 08.01, CIVIL RIGHTS PROTECTIONS AND COMPLIANCE, THE TEXAS A&M UNIVERSITY SYSTEM 3

MINUTE ORDER 310-2025 (ITEM 3) AUTHORIZATION TO PARTICIPATE IN ACTIVE LITIGATION, AS A STATE OF TEXAS PARTY, IN COORDINATION WITH THE ATTORNEY GENERAL'S OFFICE, AGAINST VARIOUS INSULIN MANUFACTURERS AND PHARMACY BENEFIT MANAGERS; ADOPTION OF RESOLUTION REGARDING CONTINGENT FEE OUTSIDE COUNSEL SERVICES FOR ACTIVE LITIGATIONWITH THE OFFICE OF THE ATTORNEY GENERAL, THE TEXAS A&M UNIVERSITY SYSTEM 3

MINUTE ORDER 311-2025 (ITEM 4) AUTHORIZATION TO AMEND THE FY 2026 – FY 2030 A&M SYSTEM CAPITAL PLAN TO INCREASE THE PROJECT BUDGET AND APPROPRIATE FUNDS FOR PRE-CONSTRUCTION SERVICES FOR THE BUSH COMBAT DEVELOPMENT COMPLEX – ALIAS TEXAS HANGAR PROJECT (PROJECT NO. 01-3471), THE TEXAS A&M UNIVERSITY SYSTEM 4

ADJOURN 5

MINUTES OF THE
SPECIAL MEETING (TELEPHONIC)
BOARD OF REGENTS, THE TEXAS A&M UNIVERSITY SYSTEM

December 18, 2025

CONVENE

Chairman Bob Albritton convened a special meeting of the Board of Regents of The Texas A&M University System at 11:00 a.m., Thursday, December 18, 2025, in the Board Meeting Room, Board of Regents Annex, on the campus of Texas A&M University, College Station, Texas.

The following members of the Board were present in the Board meeting room:

Mr. Robert L. Albritton, Chairman
Mr. Jay Graham, Vice Chairman
Mr. Jaquavous Doucette, Student Regent

The following members of the Board were present via teleconference call:

Mr. David Baggett
Mr. Randy Brooks
Mr. Mike Hernandez
Mr. Bill Mahomes
Ms. Kelley Sullivan Georgiades
Mr. Sam Torn

The following member of the Board was not present:

Mr. John Bellinger

RECESS TO EXECUTIVE SESSION

Chairman Albritton announced that the agenda included four agenda items as posted with the Secretary of State. He announced that the Board would recess to an executive session as permitted by Chapter 551, Sections .071, .072, and .074 of the Texas Government Code, including discussion of Items 1 through 3. He said that, in accordance with the law, no final action, decision, or vote regarding any matter considered in the executive session would be taken and that all final action would occur in open session.

Note: The Board met in executive session from 11:04 a.m. until 11:28 a.m.

RECONVENE IN OPEN SESSION

Chairman Albritton reconvened the meeting in open session at 11:29 a.m. He stated that the Board had discussed legal and personnel matters under Items 1 through 3.

Chairman Albritton presented Item 1 requesting authority to the Interim President of Texas A&M University to negotiate and execute new or amended contracts, upon review for legal form and sufficiency by the Office of General Counsel, with the following positions: Head Soccer Coach, certain Assistant Football Coaches, Director of Football Strength and Conditioning, Assistant Director of Football Strength and Conditioning, Football Chief of Staff, and Football General Manager, subject to limitations stated in Item 1.

Regent Torn moved to adopt the minute order contained in Item 1. Regent Brooks seconded the motion. There being no discussion, by a roll-call vote, the following minute order was unanimously approved (308).

~~~~

MINUTE ORDER 308-2025 (ITEM 1)

AUTHORIZATION FOR THE PRESIDENT TO NEGOTIATE AND EXECUTE NEW OR AMENDED EMPLOYMENT CONTRACTS FOR THE HEAD SOCCER COACH, CERTAIN ASSISTANT FOOTBALL COACHES, DIRECTOR OF FOOTBALL STRENGTH AND CONDITIONING, ASSISTANT DIRECTOR OF FOOTBALL STRENGTH AND CONDITIONING, FOOTBALL CHIEF OF STAFF, AND FOOTBALL GENERAL MANAGER, TEXAS A&M UNIVERSITY

Authority is hereby granted to the President of Texas A&M University (Texas A&M) to negotiate and execute new or amended employment contracts, upon review for legal form and sufficiency by the Office of General Counsel, with the following positions: Head Soccer Coach; certain Assistant Football Coaches; Director of Football Strength and Conditioning; Assistant Director of Football Strength and Conditioning; Football Chief of Staff; and Football General Manager. These contracts will not exceed annual base salaries of $292,000 (Head Soccer Coach), $1.8 million (Assistant Football Coaches), $1.11 million (Director of Football Strength and Conditioning), $380,000 (Assistant Director of Football Strength and Conditioning), $555,000 (Football Chief of Staff), and $630,000 (Football General Manager). The term of these contracts will not exceed four years. This authorization expires March 31, 2026.

~~~~

Chairman Albritton said Item 2 seeks approval of conforming revisions to Policy 08.01, *Civil Rights Protections and Compliance*. He said the policy is proposed for revision as follows: The current last sentence of Section 2.1(b) is proposed for revision to align the policy's text with its intended meaning and scope; and a cross-reference to Section 2.1(b) of the policy is proposed to be added to Section 2.5(a).

Chairman Albritton called on Mr. Brooks Moore, System General Counsel, who said this is simply aligning text with the meaning and scope as the policy was approved in November, and adding a cross-reference to that added sentence in Section 2.5.

Regent Torn moved to adopt the minute order contained in Item 2. Regent Mahomes seconded the motion. There being no discussion, by a roll-call vote, the following minute order was unanimously approved (309).

~~~~

MINUTE ORDER 309-2025 (ITEM 2)

APPROVAL OF CONFORMING REVISIONS TO POLICY 08.01,
CIVIL RIGHTS PROTECTIONS AND COMPLIANCE,
THE TEXAS A&M UNIVERSITY SYSTEM

The conforming revisions to System Policy 08.01, *Civil Rights Protections and Compliance,* as shown in the attached exhibit, are approved, effective immediately.

~~~~

Chairman Albritton said Item 3 requests authorization to participate in active litigation as a State of Texas party, in coordination with the Attorney General's Office, against various insulin manufacturers and pharmacy benefit managers; and adoption of a resolution regarding contingent fee outside counsel services for active litigation with the Office of the Attorney General.

Regent Brooks moved to adopt the minute order contained in Item 3. Regent Hernandez seconded the motion. There being no discussion, by a roll-call vote, the following minute order was unanimously approved (310).

~~~~

MINUTE ORDER 310-2025 (ITEM 3)

AUTHORIZATION TO PARTICIPATE IN ACTIVE LITIGATION,
AS A STATE OF TEXAS PARTY, IN COORDINATION WITH THE
ATTORNEY GENERAL'S OFFICE, AGAINST VARIOUS
INSULIN MANUFACTURERS AND PHARMACY BENEFIT MANAGERS;
ADOPTION OF RESOLUTION REGARDING CONTINGENT FEE
OUTSIDE COUNSEL SERVICES FOR ACTIVE LITIGATION WITH THE
OFFICE OF THE ATTORNEY GENERAL,
THE TEXAS A&M UNIVERSITY SYSTEM

The Texas A&M University System is authorized to participate in active litigation, as a State of Texas Party, in coordination with the Texas Attorney General's Office, against Various Insulin Manufacturers and Pharmacy Benefit Managers. The Board adopts the attached resolution regarding contingent fee outside counsel services for active litigation with the Office of the Attorney General, and authorizes the Chairman to execute the resolution and any agreements necessary for participation in the litigation.

~~~~

Chairman Albritton said Item 4 requests approval to amend the FY 2026 – FY 2030 A&M System Capital Plan to increase the project budget and appropriate funds for preconstruction services for the Bush Combat Development Complex – ALIAS Texas Hangar Project for the A&M System.

Regent Brooks, Chairman of the Committee on Facilities Planning and Construction; Chancellor Glenn Hegar; Dr. Joe Elabd, Vice Chancellor for Research; and Major General (Ret.) Tim Green, Director of the Bush Combat Development Complex, provided additional information.

Regent Brooks moved to adopt the minute order contained in Item 4. Vice Chairman Graham seconded the motion. There being no discussion, by a roll-call vote, the following minute order was unanimously approved (311).

~~~~

MINUTE ORDER 311-2025 (ITEM 4)

**APPROVAL TO AMEND THE FY 2026 – FY 2030
A&M SYSTEM CAPITAL PLAN TO INCREASE THE PROJECT BUDGET
AND APPROPRIATE FUNDS FOR PRE-CONSTRUCTION SERVICES
OF THE BUSH COMBAT DEVELOPMENT COMPLEX –
ALIAS TEXAS HANGAR PROJECT (PROJECT NO. 01-3471)
THE TEXAS A&M UNIVERSITY SYSTEM**

The request to amend the FY 2026 – FY 2030 A&M System Capital Plan to increase the project budget to $16,400,000 for the Bush Combat Development Complex – ALIAS Texas Hangar Project for The Texas A&M University System is approved.

The amount of $725,000 is appropriated from Account No. 01-110700, Bush Combat Development Center, for pre-construction services and related project costs.

~~~~

ADJOURN

There being no further business, on motion of Vice Chairman Graham, seconded by Regent Hernandez, the meeting was adjourned at 11:44 a.m.

Vickie Burt Spillers
Executive Director, Board of Regents

08.01 Civil Rights Protections and Compliance

Revised December 18, 2025 (MO -2025)
Next Scheduled Review: December 18, 2030
Click to view Revision History.

Policy Summary

This policy outlines the civil rights protections provided by The Texas A&M University System (system) to employees, students, applicants for employment and admission, and the public, and sets forth procedures and responsibilities for compliance with applicable laws and regulations.

Definitions

Diversity, Equity, and Inclusion – means engaging in any of the following actions:

1. Influencing hiring or employment practices with respect to race, sex, color, or ethnicity, other than through the use of equal opportunity described in Section 1.1;
2. Promoting differential treatment of or providing special benefits to individuals in violation of Section 2.1;
3. Promoting policies or procedures about race, color, or ethnicity, except as expressly authorized by OGC in accordance with state law; or
4. Conducting trainings, programs, or activities about race, color, ethnicity, gender identity, or sexual orientation, other than those expressly authorized by OGC in accordance with state law.

Diversity, Equity, and Inclusion Office – means a member office, division, or other unit that is established for the purpose of engaging in a diversity, equity, and inclusion function.

Gender Ideology – means a concept that self-assessed gender identity should replace the biological category of sex or that biological sex has less value or legitimacy than self-assessed gender identity.

Race Ideology – means a concept that attempts to shame a particular race or ethnicity, accuse them of being oppressors in a racial hierarchy or conspiracy, ascribe to them less value as contributors to society and public discourse because of their race or ethnicity, or assign them intrinsic guilt based on the actions of their presumed ancestors or relatives in other areas of the world. This also includes course content that promotes activism on issues related to race or ethnicity, rather than academic instruction.

Policy

1. AUTHORITY AND SCOPE OF THE EQUAL OPPORTUNITY PROGRAM

1.1 The system provides equal opportunity for employment to all persons regardless of race, color, sex, religion, national origin, age, disability, genetic information, veteran status, or any other classification protected by federal, state or local law and strives to achieve full and equal employment opportunity throughout the system.

1.2 The System Ethics and Compliance Office (SECO), in coordination with the Office of General Counsel (OGC), is responsible for the system's compliance with civil rights laws and regulations. This includes, but is not limited to, addressing charges or complaints filed with federal, state and local agencies, and audits or compliance reviews of policies and procedures carried out by the U.S. Department of Labor, the Equal Employment Opportunity Commission, the Texas Workforce Commission's Civil Rights Division, the U.S. Department of Education's Office of Civil Rights, and other state and federal civil rights compliance agencies.

1.3 The system promotes equal employment opportunity through its procedures, training, compliance with applicable legal requirements, and other methods authorized by federal regulations.

2. PROHIBITED ACTIONS

2.1 Prohibited Discrimination or Instruction

a. System Employment. No individual will be subjected to discrimination in system employment on the basis of race, color, sex, religion, national origin, age, disability, genetic information, veteran status, or any other classification protected by federal, state or local law.

b. Other System Programs and Activities. No individual will, on the basis of any classification protected by state, federal, or local law, be excluded from participation in, or be denied the benefit of, or be subjected to discrimination under any system program or activity. No system academic course will advocate race or gender ideology, or topics related to sexual orientation or gender identity. Upon prior written approval of the member CEO after review of the course and relevant course materials, specific non-core curriculum or graduate courses in some disciplines may teach race or gender ideology, or topics related to sexual orientation or gender identity. Such approval may be granted in limited circumstances upon demonstration of a necessary educational purpose.

2.2 Except as required by federal law, a member or member employee must not:

a. establish or maintain a diversity, equity, and inclusion office, or hire or assign an employee or contractor to perform diversity, equity, and inclusion functions; or

b. compel, require, induce, or solicit any person to provide a statement about diversity, equity, and inclusion or give preferential treatment to any person based on the provision of a statement about diversity, equity, and inclusion.

2.3 Except as required by federal law, a member or member employee must not require, as a condition of enrollment at the member or performing any member function, any person to participate in a diversity, equity, and inclusion training that includes a training, program, or activity about race, color, ethnicity, gender identity, or sexual orientation, unless developed and approved by OGC in accordance with state law.

2.4 Retaliatory action of any kind is prohibited when taken against a complainant, respondent, witness, or other person participating in a discrimination investigation, complaint, hearing, or suit. Such retaliatory action is regarded as a separate and distinct cause for complaint and possible disciplinary action, including dismissal or expulsion.

2.5 The prohibitions in Sections 2.2 and 2.3 do not apply to the following:

a) Academic course instruction (governed by Section 2.1(b) of this policy);
b) An employee or student's scholarly research or creative work;
c) An activity of a student organization registered with or recognized by a member;

d) A guest speaker or performer on a short-term engagement;
e) Policies, practices, procedures, programs, or activities to enhance student academic achievement or postgraduate outcomes without regard to race, sex, color, or ethnicity;
f) Data collection; or
g) Student recruitment or admissions.

3. RESPONSIBILITIES

3.1 Each member chief executive officer (CEO) is responsible for equal opportunity and program accessibility in accordance with federal, state and local laws and regulations and system policy.

3.2 SECO, in coordination with OGC, serves as the liaison between members and federal, state, and local compliance agencies. SECO is also responsible for the coordination of all civil rights reporting requirements for the system and its members under applicable state and federal regulations.

3.3 Each member CEO must appoint a Title IX of the Education Amendments of 1972 Coordinator, a Section 504 of the Rehabilitation Act of 1973 Coordinator and other administrators who oversee the implementation of guidelines to ensure compliance with legal and regulatory provisions under this policy.

4. PROCEDURES

4.1 The administrators appointed under Section 3.3 must inform SECO as soon as a charge or complaint of discrimination or notice of civil rights audit, compliance review, or other inquiry is received from a federal, state, or local agency.

4.2 The system developed a regulation providing systemwide standards for the receipt and processing of complaints of discrimination.

4.3 A member may not spend state funds appropriated for a fiscal year until the system submits a report to the legislature and the Texas Higher Education Coordinating Board certifying the system's compliance with Texas Education Code Section 51.3525 during the preceding state fiscal year. SECO implements monitoring processes to assess member compliance with Texas Education Code Section 51.3525 throughout the state fiscal year. The System Internal Audit Department includes DEI compliance in its systemwide risk assessment as part of the annual audit plan process. Audits are conducted as necessary based on the annual risk assessment. SECO annually provides a report to the Board of Regents (board) for the August regular meeting and the board approves SECO's submission of this report on behalf of the system. This section takes effect January 1, 2024 for money appropriated for the state fiscal year beginning September 1, 2024.

4.4 The board designates the chancellor or designee to provide legislative testimony in accordance with Texas Education Code Section 51.3525. This section takes effect January 1, 2024.

Related Statutes, Policies, or Requirements

The Equal Pay Act of 1963
Title VI of the Civil Rights Act
Title VII of the Civil Rights Act of 1964, as amended
The Age Discrimination in Employment Act of 1967
Title IX of The Education Amendments of 1972
The Rehabilitation Act of 1973, as amended
The Americans with Disabilities Act of 1990, as amended
The Genetic Information Nondiscrimination Act of 2008
Executive Order 14173
Tex. Educ. Code Sec. 51.3525
Tex. Educ. Code § 51.354
Tex. Lab. Code Ch. 21, Employment Discrimination
Vietnam Era Veterans' Readjustment Assistance Act of 1974, as amended
Uniformed Services Employment and Reemployment Rights Act
System Policy *07.01, Ethics*

Member Rule Requirements

A rule is not required to supplement this policy.

Contact Office

Ethics and Compliance
(979) 458-6203

TAMUS ADOPTED RESOLUTION REGARDING CONTINGENT FEE OUTSIDE COUNSEL SERVICES FOR ACTIVE LITIGATION WITH THE OFFICE OF THE ATTORNEY GENERAL

The Texas A&M University System (TAMUS) wishes to participate, as a State of Texas Party, in active litigation regarding artificially elevated prices of insulin and other diabetes drugs sold in Texas in violation of the Deceptive Trade Practices-Consumer Protection Act, and potential other related claims, which the Office of the Attorney General (OAG) has been pursuing on behalf of the State for some time. Accordingly, TAMUS has considered three items and hereby affirms the following:

A. <u>Required findings under Tex. Gov't Code § 2254.103(d).</u> Texas Government Code Section 2254, Subchapter C, primarily governs contingent fee outside counsel contracts for State of Texas entities. TAMUS will require outside counsel assistance on a contingent fee basis in order to pursue this litigation for numerous reasons. Pursuant to Tex. Gov't Code § 2254.103(d), TAMUS hereby makes the following findings with respect to the need for contingent fee outside counsel:

1. There is a substantial need for the legal services;
2. The legal services cannot be adequately performed by the attorneys and supporting personnel of TAMUS or another state governmental entity; and
3. The legal services cannot reasonably be obtained from attorneys in private practice under a contract providing only for the payment of hourly fees, without regard to the outcome of the matter, because of the nature of the matter for which the services will be obtained.

B. <u>Approval of Joinder of Parties and Second Amendment to OAG OCC No. 2024-302-0542.</u> The OAG originally entered into a contingent fee outside counsel contract for this litigation on July 24, 2024. TAMUS wishes to join that contract, with the OAG's approval, by executing a Joinder of Parties and Second Amendment to add TAMUS as a Party to the OAG's existing contract. Having made the required findings under Tex. Gov't Code § 2254.103(d), TAMUS hereby approves the attached Joinder of Parties and Second Amendment and authorizes execution by the TAMUS signatory. However, it is expressly understood, that the document will not be effective until all Parties to the contract have executed it. The OAG will ensure that all statutory requirements have been met before the document is fully executed and becomes effective.

C. <u>Authorization for the OAG to Communicate This Document to the LBB Pursuant to Tex. Gov't Code § 2254.103(e).</u> The OAG and TAMUS estimate the recovery amount may exceed $100,000 in the litigation. Therefore, under Tex. Gov't Code § 2254.103(e), the Legislative Budget Board (LBB) must be notified with a copy of the document TAMUS intends to execute joining the OAG's existing outside counsel contract and the statutorily required findings noted above regarding execution of contingent fee outside counsel contracts. TAMUS hereby authorizes the OAG to provide a copy of our findings and the Joinder of Parties and Second Amendment to the LBB. It is expressly understood that the OAG will not execute the Joinder of Parties and Second Amendment until the OAG has communicated TAMUS' findings and document in order to ensure that the document is not executed prematurely.

The Texas A&M University System

____

Robert L. Albritton
Chairman
[Date]