



**MINUTES OF THE
TEXAS SOUTHERN UNIVERSITY BOARD OF REGENTS
VIRTUAL SPECIAL CALLED BOARD MEETING
Friday, December 5, 2025**

I. Call to Order

The Board of Regents of Texas Southern University held a Special Called Board meeting on Friday, December 5, 2025. Chairman James M. Benham, called the meeting to order at 1:06 P.M.. The meeting convened at Texas Southern University, Library Learning Center, 3100 Cleburne Street, Houston, Texas 77004.

II. Roll Call

The following Board Members were in attendance and constituted a quorum:

Mr. James M. Benham, Chair
Mr. Lauren A. Gore, Vice Chair
Dr. Richard A. Johnson, Second Vice Chair
Ms. Marilyn A. Rose, Secretary
Ms. Caroline Baker Hurley, *virtual*
Mr. Benjamin H. Proler
Ms. Alithea Sullivan, *virtual*
Mr. Kohl E. Crawford, Student Regent, *nonvoting*

The following Board Member was absent:
Mr. Benjamin C. Kohlmann

Other Attendees: President James W. Crawford III, Lisa McBride, Taylor Hall, Charlie Nhan, John Pittman, Faith Ruiz,

III. Conflict of Interest Statement

Chairman Benham addressed the matter of Conflict of Interest with the Board members, inquiring if any member had a conflict of interest to disclose regarding the items on today's agenda. Observing no such disclosures, he proceeded with the agenda.

IV. Board Business

Chairman Benham presented the following item for approval:

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

[Motion to approve by Regent Benham, 2nd by Regent Proler; Motion passes unanimously]

V. Administration and Finance

Mr. Johnn Pittman, Interim Chief Financial Officer, presented the following item for ratification and approval:



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

The Administration requested ratification of the First, Second and Third Amendments to TSU's contract with Higher Education Compliance Partners for compliance and other regulatory services, and approval to extend the current base contract until February of 2026. After presentation of the item, the Regents transitioned into executive session to receive legal advice and to discuss board member and executive management duties and responsibilities related to the presentation of this item and the strategic advisory services contracts on the agenda.

VI. Executive Session

The Board entered Executive Session for a discussion on specific matters as outlined in the Executive Session portion of the agenda for this meeting in accordance with the Texas Government Code, Sections 551.071 through 551.074 at 1:26 P.M.

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

The Board reconvened in Open Session at 3:38 P.M. with a roll call.

The following Board Members were in attendance and constituted a quorum:

Mr. James M. Benham, Chair
Mr. Lauren A. Gore, Vice Chair
Dr. Richard A. Johnson, Second Vice Chair
Ms. Marilyn A. Rose, Secretary
Ms. Caroline Baker Hurley, *virtual*
Mr. Benjamin C. Kohlmann, *virtual*
Mr. Benjamin H. Proler
Ms. Alithea Sullivan, *virtual*
Mr. Kohl E. Crawford, Student Regent, *nonvoting*

VIII. Administration and Finance

VIII.A. Request Ratification and Approval of Contracts with Higher Education Compliance Partners, LLC, including Approval to Extend Contract with Higher Education Partners, LLC

After returning from executive session, the Regents continued their discussion on this item.



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[Motion to approve by Regent Gore, 2nd by Regent Proler. Regent Johnson moved to postpone this item until the final audit report is received from the State Auditor's Office. The motion to postpone was seconded by Regent Rose. The Regents voted first on the motion to postpone.]

The following Regents voted in favor:

Dr. Richard A. Johnson
Ms. Marilyn A. Rose

The following Regents voted against:

Mr. James M. Benham
Mr. Lauren A. Gore
Ms. Caroline Baker Hurley
Mr. Benjamin C. Kohlmann
Mr. Benjamin H. Proler
Ms. Alithea Z. Sullivan

[The motion failed. Regent Gore restated the original motion which was seconded by Regent Proler.]

The following Regents voted in favor:

Mr. James M. Benham
Mr. Lauren A. Gore
Ms. Caroline Baker Hurley
Mr. Benjamin C. Kohlmann
Mr. Benjamin H. Proler
Ms. Alithea Z. Sullivan

The following Regents voted against:

Dr. Richard A. Johnson
Ms. Marilyn A. Rose

[The motion was approved]

Mr. John Pitman, Interim Chief Financial Officer, presented the following item:

VIII.B Request Approval to Negotiate and Execute a Professional Services Agreement for Strategic Advisory Services for Human Resources

The Administration requested approval to negotiate and execute a professional services agreement for Strategic Advisory Services to strengthen the University's human resources



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function by focusing on modernizing operations, reinforcing compliance, streamlining services, and elevating service delivery across the institution.

[Motion to approve by Regent Gore, 2nd by Regent Benham. Regent Johnson moved to postpone this item until the final audit report is received from the State Auditor's Office. The motion did not receive a 2nd.]

[The motion failed. Regent Gore restated the original motion which was seconded by Regent Benham.]

The following Regents voted in favor:

Mr. James M. Benham
Mr. Lauren A. Gore
Ms. Marilyn A. Rose
Ms. Caroline Baker Hurley
Mr. Benjamin C. Kohlmann
Mr. Benjamin H. Proler
Ms. Alithea Z. Sullivan

The following Regents voted against:

Dr. Richard A. Johnson

[The motion was approved]

IX. Audit & Compliance Committee

Mr. John Pitman, Interim Chief Financial Officer, presented the following item:

IX.A Request Approval to Negotiate and Execute a Professional Services Agreement for Strategic Advisory Services for Internal Audit

The Administration requested approval to negotiate and execute a professional services agreement for Strategic Advisory Services for Internal Audit to strengthen audit operations across the institution.

[Motion to approve by Regent Gore, 2nd by Regent Proler. Regent Johnson moved to postpone this item until the final report is received from the State Auditor's Office. The motion did not receive a second.]

[The motion failed. Regent Gore restated the original motion which was seconded by Regent Proler.]



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The following Regents voted in favor:

Mr. James M. Benham
Mr. Lauren A. Gore
Ms. Marilyn A. Rose
Ms. Caroline Baker Hurley
Mr. Benjamin C. Kohlmann
Mr. Benjamin H. Proler
Ms. Alithea Z. Sullivan

The following Regents voted against:

Dr. Richard A. Johnson

[The motion was approved]

X. Bylaws and Policies (Ad Hoc) Committee

Mr. Charlie Nhan, General Counsel for TSU, presented the following item:

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

The action requested was approval to amend Section 5.11 of the Board's Bylaws to expand the charge of the Physical Facilities Committee to include oversight of university real estate matters, and to reflect this change, approval to rename the Committee, the Physical Facilities and Real Estate Committee.

[Motion to approve by Regent Sullivan, 2nd by Regent Baker Hurley. Motion approved unanimously.]

XI. Adjourn

With no further business pending before the Board, a motion to adjourn was made by Regent Benham at 4:13 P.M.; 2nd by Regent Proler; Motion passed unanimously.

All supporting materials for informational and action items presented during this meeting are available on the public posting at the following link [here](#).



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SIGNATURE OF APPROVAL

I certify that the foregoing minutes constitute a true, correct, and complete record of the Special Called Board meeting of the Board of Regents of Texas Southern University held in Houston, Texas on December 5, 2025.

Faith Ruiz
Executive Director
Board Relations Office

February 19, 2026

Date Approved by the Board

Marilyn A. Rose
Secretary
Board of Regents