

**MINUTES OF THE BOARD OF TRUSTEES OF
STATE INSTITUTIONS OF HIGHER LEARNING
December 21, 2023**

BE IT REMEMBERED, That the Mississippi Board of Trustees of State Institutions of Higher Learning of the State of Mississippi met in a special called meeting via Zoom at the Board Office in Jackson, Mississippi, at 12:15 p.m. on December 21, 2023, and pursuant to notice in writing, to each and every member of said Board. The following members participated: Dr. Ormella Cummings, Mr. Tom Duff, Ms. Jeanne Carter Luckey, Mr. Bruce Martin, Dr. Alfred E. McNair, Jr., Mr. Chip Morgan, Mr. Gee Ogletree, Mr. Gregg Rader, and Dr. J. Walt Starr. Dr. Steven Cunningham, Ms. Teresa Hubbard, and Mr. Hal Parker were absent.

FINANCE AGENDA

Presented by Trustee Tom Duff, Chair

On motion by Trustee Duff, seconded by Trustee Ogletree, with Trustees Cunningham, Hubbard, and Parker absent and not voting, all Trustees legally present and participating voted unanimously to approve item #1 as submitted on the Finance Agenda.

1. **USM** – Approved the request to enter an Amended and Restated Lease Agreement for Port Facilities with the Mississippi Development Authority and the Mississippi State Port Authority at Gulfport. The proposed Amended and Restated Lease Agreement for Port Facilities expands the premises and facilities leased by USM to include the Roger F. Wicker Center for Ocean Enterprise (RFWCOE) Building consisting of approximately 60,000 square feet of heated and cooled space, with additional shop space on the ground level as well as operational and lay down space adjacent to the building, access to additional vessel berth and pier space consisting 917 linear feet on the East Pier, and access to and use of approximately one acre of off-site storage and emergency evacuation area for facilities and equipment. These additional facilities will be utilized as infrastructure for USM’s Roger F. Wicker Center for Ocean Enterprise Program, a comprehensive research and development program focused on uncrewed maritime systems and blue technology innovation, as well as supporting USM’s research vessel operations, including serving as the primary scientific port for the National Science Foundation owned Regional Class Research Vessel R/V Gilbert R. Mason. USM is in negotiation with a federal agency and private industry to sub-lease portions of the facilities to meet the maritime infrastructure and research needs of federal, state, academic, and industry program partners. The Amended and Restated Lease has an initial term of twenty (20) years, with ten (10) optional renewal terms of one (1) year each. (USM/IHL has legislative authorization under 2022 HB1247 as amended by 2023 HB877 to lease portions of the property administered by the Mississippi State Port Authority at Gulfport for a term not to exceed forty (40) years.) USM will pay rent in the amount of \$500,000 per year payable in monthly installments for the MRC, RFWCOE, and small craft harbor facilities, and approximately \$255,292.80 annually for the deep water wharf vessel berth and pier space utilized up to 917 linear feet (calculated as \$20.00 per linear foot per month and a tariff support payment of \$3.20 per linear foot per month), and an additional \$10,000 per year for the off-site storage and emergency evacuation area. USM will also pay a Sublease Revenue Sharing Payment which is the greater of (a) 70% of all Sublease Revenue for Subleaseable Space for Revenue Sharing, or (b) an annual rate of \$12.60 per square foot of Subleaseable Space for

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Revenue Sharing subject to a Sublease as calculated on a monthly basis. The Sublease Revenue Sharing Payment will be derived from sublease revenue generated from subleases. The anticipated lease payments from USM will be \$765,292.80 annually before sublease adjustments. USM will also incur costs associated with this lease to procure and maintain insurance (as authorized by 2022 HB1247 as amended by 2023 HB877) and maintenance expenses as incurred. The total amount of lease payments over the initial term and available renewal terms is \$22,958,784.00 exclusive of sublease adjustments. Pursuant to Board Policy 707.03 Approval of Prepayment for Goods and Services, the Board approved the request to allow prepayment of the rent on a monthly basis in accordance with the lease terms. This agreement will be funded through indirect cost recovery from research activities and sublease revenue from subleases of portions of the premises. Legal Staff has reviewed the proposed agreement for compliance with applicable law and finds same to be acceptable. The agreement is on file in the Board Office.

LEGAL AGENDA

Presented by Trustee Gee Ogletree, Chair

On motion by Trustee Ogletree, seconded by Trustee Rader, with Trustees Cunningham, Hubbard, and Parker absent and not voting, all Trustees legally present and participating voted unanimously to approve items #1 and #2 as submitted on the Legal Agenda.

1. **JSU** – Approved the appointment of Jacqueline Anderson-Woods as the university’s legislative liaison in compliance with IHL Board Policy 201.0506 Political Activity.
2. **SYSTEM** – Approved the appointment of Laura Mayer as one of the IHL Executive Office’s legislative liaisons in compliance with IHL Board Policy 201.0506 Political Activity.

ADJOURNMENT

There being no further business to come before the Board, on motion by Trustee Cummings, seconded by Trustee Starr, with Trustees Cunningham, Hubbard, and Parker absent and not voting, all Trustees legally present and participating voted unanimously to adjourn the meeting.



President, Board of Trustees of State Institutions of Higher Learning



Commissioner, Board of Trustees of State Institutions of Higher Learning

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