

**UNIVERSITY OF MINNESOTA
BOARD OF REGENTS**

**Board of Regents
November 10, 2025**

A special meeting of the Board of Regents of the University of Minnesota was held on Monday, November 10, 2025, at 8:00 a.m. in the Boardroom, 600 McNamara Alumni Center.

Regents present: Penny Wheeler, presiding; Joel Bergstrom, James Farnsworth, Robyn Gulley, Samuel Heins, Douglas Huebsch, Ruth Johnson, Ellen Goldberg Luger, Kowsar Mohamed, Mary Turner, and Kodi Verhalen.

Staff present: President Rebecca Cunningham; Executive Vice President and Provost Gretchen Ritter; Executive Vice President for Finance and Operations Gregg Goldman; Vice President Chris Gade; General Counsel Douglas Peterson; Executive Director Brian Steeves; and Chief Auditor Quinn Gaalswyk.

Others present: Lisa Beane, Mark Coyle, Jessica Durkin, Douglas Elsass, Myron Frans, Keith Ghezzi, Christine Kiel, Susan Kratz, Jason Langworthy, Jennifer Lohse, Maggie Marchesani, Brian Slovut, Clifford Stromberg, Peter Walsh, and Marlo Welshons.

[The docket materials for this meeting are available here.](#)

**RESOLUTION TO CONDUCT NON-PUBLIC SPECIAL MEETING OF THE BOARD OF REGENTS
TO DISCUSS ATTORNEY-CLIENT PRIVILEGED MATTERS**

The meeting convened in public session at 8:01 a.m. A motion was made and seconded that the following resolution be adopted:

WHEREAS, based on advice of the General Counsel, the Board of Regents have balanced the purposes served by the Open Meeting Law and by the attorney-client privilege, and determined that there is a need for absolute confidentiality to discuss litigation strategy in particular matters involving the University of Minnesota.

NOW, THEREFORE, BE IT RESOLVED, that in accordance with Minn. Stat. § 13D.01, Subd. 3 and 13D.05 Subd. 3(b), a non-public special meeting of the Board of Regents be held on Monday, November 10, 2025, at 8:00 a.m. in the Boardroom, 600 McNamara Alumni Center, for the purpose of discussing attorney-client privileged matters including the following:

- I. *Mashal Sherzad v. University of Minnesota, et al.*
- II. Potential litigation
- III. *In re College Athlete NIL Litigation, No. 4:20-cv-03919 (N.D. Cal.)*

The Board voted unanimously to adopt the resolution and the public portion of the meeting ended at 8:02 a.m.

The meeting adjourned at 10:50 a.m.

A handwritten signature in black ink that reads "Brian R. Steeves". The signature is written in a cursive style with a large initial "B" and a long, sweeping tail.

BRIAN R. STEEVES
Executive Director and
Corporate Secretary

**UNIVERSITY OF MINNESOTA
BOARD OF REGENTS**

**Board of Regents
November 13, 2025**

A special meeting of the Board of Regents of the University of Minnesota was held on Thursday, November 13, 2025, at 10:15 a.m. in the Boardroom, 600 McNamara Alumni Center.

Regents present: Douglas Huebsch, presiding; Joel Bergstrom, James Farnsworth, Robyn Gulley, Samuel Heins, Ruth Johnson, Ellen Goldberg Luger, Kowsar Mohamed, Mary Turner, Kodi Verhalen, and Penny Wheeler.

Staff present: President Rebecca Cunningham; Chancellor Charles Nies; Executive Vice President and Provost Gretchen Ritter; Executive Vice President for Finance and Operations Gregg Goldman; Vice Presidents Chris Gade, Kenneth Horstman, Calvin Phillips, Alice Roberts-Davis, Ryan Schmiesing, and Michael Volna; Interim Vice President Gregory Beilman; General Counsel Douglas Peterson; Executive Director Brian Steeves; and Chief Auditor Quinn Gaalswyk.

[The docket materials for this meeting are available here.](#)

UNIVERSITY STRATEGIC PLAN

Regent Huebsch invited President Cunningham and Vice President Schmiesing to present for action the Elevate Extraordinary 2030 University Strategic Plan, as detailed in the docket.

The docket materials for this item begin on page 3. [The closed-captioned video of this item is available here.](#)

A motion was made and seconded and the Board voted unanimously to approve the Elevate Extraordinary 2030 University Strategic Plan.

RESOLUTION RELATED TO MEDICAL SCHOOL PRIVATE PRACTICE PLAN

Regent Huebsch invited President Cunningham; Executive Vice President and Provost Ritter; Executive Vice President for Finance and Operations Goldman; and Keith Ghezzi, Managing Director, Alvarez and Marsal, to present for review and action the resolution related to the Medical School private practice plan, as detailed in the docket.

The docket materials for this item begin on page 42. [The closed-captioned video of this item is available here.](#)

A motion was made and seconded and the Board voted unanimously to approve the resolution related to the Medical School private practice plan, as follows:

WHEREAS, under the Constitution and laws of the State of Minnesota, the Board of Regents (Board) has the power and responsibility for shaping and advancing the public land grant mission of the University of Minnesota (University), including the tripartite academic health-related mission of the University's Medical School, for the benefit of the public health of Minnesotans now and for generations to come; and

WHEREAS, the University's Medical School (Medical School), currently one of the top ranked public medical schools in the nation, is critical to: educating and training some 70 percent of the physicians who are needed to serve Minnesota now and in the future; advancing knowledge leading to treatments and cures through research and clinical trials; attracting and retaining in Minnesota the next generation of physicians who can serve Minnesotans; and promoting the public health of Minnesota and beyond by providing access to exceptional primary and specialized clinical care; and

WHEREAS, Minnesota depends on the University and its Medical School faculty to make available high quality academic patient care through a faculty practice organization that is integrated with the missions of the Medical School; and

WHEREAS, the Board has adopted Board of Regents Policy: *Private Practice Plan – University of Minnesota Medical School Twin Cities*, which governs the practice of medicine by faculty of the Medical School, and which identifies University of Minnesota Physicians (UMPhysicians) as the designated practice organization of the faculty of the Medical School; and

WHEREAS, over the last year, University and Medical School faculty leaders engaged in significant efforts, through a collaborative faculty process to design a new governance structure for UMPhysicians, and to provide closer alignment between the faculty practice plan and the Medical School; but, despite repeated assurances to the University, UMPhysicians' management did not submit the agreed plan for a vote by the full Medical School faculty; and

WHEREAS, the *Master Agreement Between University of Minnesota Faculty Practice Organization and the University of Minnesota Regarding Medical Faculty Clinical Practice* expires on December 31, 2026, and at such time "[UMPhysicians] will no longer be designated as a practice plan of University; Faculty will not have a right as such to service [UMPhysicians], Fairview or other facilities, unless successor agreements were to be approved..."; and

WHEREAS, in violation of its obligations to the University, the Medical School, and its faculty, and in contravention of the Board's private practice plan policy to which UMPhysicians is subject, UMPhysicians' board, with the support of its management, has entered into what they have formally described as a "binding term sheet" arrangement with Fairview Health Services (Fairview) that the University believes is severely detrimental to the Medical School and the UMPhysicians' ability to serve the entire state on behalf of the University, and has done so all while not consulting with the University, and over the expressed objection of Board leadership; and

WHEREAS, UMPhysicians' board and management has proceeded to exclude the University from its negotiations impacting the Medical School, erroneously and unlawfully represented its ability to negotiate for the University's missions with Fairview, and entered into an agreement detrimental to the interests of the University; and

WHEREAS, UMPhysicians' 10-year automatically renewable agreement with Fairview will convert the faculty practice into being captive to Fairview, a position that will undermine the

ability of the University to pursue relationships with other health systems throughout the state, and create conflicts of interest between their loss of independence and the need for an unfettered pursuit of the advancement of the University's land grant mission; and

WHEREAS, the Fairview-UMPhysicians agreement would place UMPhysicians (a management services company) – not the Dean of the Medical School – within the Fairview management structure to improperly usurp the University's authority over research and education, graduate medical education, medical direction, investment and clinical priorities for University of Minnesota Medical Center and the Clinics and Surgery Center, among other priorities; and

WHEREAS, because these actions of UMPhysicians' management will fundamentally alter UMPhysicians' core character for the first time in 30 years, the University is now obligated to take actions that will sustain the eminence of the Medical School and to enable the University to meet the health needs of all of Minnesotans.

NOW, THEREFORE, BE IT RESOLVED that the Board of Regents has determined that UMPhysicians leadership has exceeded its authority as the University's designated practice organization, violated its obligations to the University by negotiating important terms that impact the Medical School without consultation with the University, and is thereby endangering the future of all University health sciences schools.

BE IT FURTHER RESOLVED that the Board calls upon UMPhysicians, as the designated practice plan, to negotiate in good faith with the University, and restore UMPhysicians' character as a faculty practice genuinely aligned with the tripartite academic health-related mission of the University's Medical School, and with terms that would therefore permit its continued designation as a faculty practice after December 31, 2026.

BE IT FURTHER RESOLVED that the Board re-affirms the President's delegated authority to take all necessary and prudent actions related to the foregoing, which is inclusive of, but not limited to, the following:

- Explore options needed to address the likely reduction in academic or mission support funding resulting from the recently disclosed Fairview-UMPhysicians agreement.
- Assess branding and trademark implications of the proposed Fairview-UMPhysicians agreement and recommend to the Board any actions needed to protect the University's name and marks.
- Evaluate the implications and remedies arising from the conflicting loyalties and fiduciary duties created by the actions of UMPhysicians' management, and, if so, take the necessary steps to mitigate those conflicts.
- Comprehensively review Board of Regents Policy: *Private Practice Plan – University of Minnesota Medical School Twin Cities*, already scheduled for this academic year, taking into consideration all contemporary events, alternative models of care delivery, and the creation of a broader policy that encompasses all locations of the Medical School across the University.

The meeting adjourned at 11:20 a.m.

A handwritten signature in black ink that reads "Brian R. Steeves". The signature is written in a cursive, flowing style.

BRIAN R. STEEVES
Executive Director and
Corporate Secretary