

THE REGENTS OF THE UNIVERSITY OF CALIFORNIA

May 2, 2025

A special meeting of the Regents of the University of California was held on the above date at the UCSF Millberry Union Conference Center, San Francisco campus and by teleconference meeting at the following locations: 2500 Steiner Street, San Francisco; 1115 11th Street, Sacramento; 6085 State Farm Drive, Rohnert Park; James West Alumni Center, Los Angeles campus; 9336 Civic Center Drive, Beverly Hills; 500 S. Buena Vista Street, Burbank; Alumni and Visitors Center, Riverside campus; 3333 North Torrey Pines Court, La Jolla; and 106 East Babcock Street, Bozeman, Montana.

Members present: Regents Anguiano, Batchlor, Beharry, Chu, Drake, Elliott, Hernandez, Kounalakis, Lee, Leib, Makarechian, Matosantos, Myers, Pack, Park, Reilly, Robinson, Salazar, Sarris, and Sures

In attendance: Regents-designate Brooks, Komoto, and Wang, Faculty Representative Cheung, Staff Advisors Emiru and Frias, Secretary and Chief of Staff Lyall, General Counsel Robinson, Provost Newman, Executive Vice President and Chief Operating Officer Nava, Executive Vice President Rubin, Senior Vice President Turner, Vice Presidents Brown, Kao, and Lloyd, Chancellors Hawgood, Khosla, and Yang, and Recording Secretary Li

The meeting convened at 2:55 p.m. with Chair Reilly presiding.

1. PUBLIC COMMENT

Chair Reilly explained that the public comment period permitted members of the public an opportunity to address University-related matters. The following persons addressed the Board concerning the items noted.

- A. Matias Campos, Assistant Clinical Professor at UCSF and Executive Vice President of University Professional and Technical Employees (UPTE), stated that the new President would be inheriting an institution in crisis, as short staffing has affected the quality of patient care, education, and research for years, something that the Board has acknowledged multiple times. The new President would also be taking the helm amidst unprecedented threats from the federal government. UPTE has bargained for nearly a year and was compelled to strike four times. He asked that the Board and the new President meet directly with UPTE to find a way to resolve the current labor unrest. The union sought a fair contract that addresses the staffing crisis and stood ready to defend the University against external threats.
- B. Dan Russell, UC Berkeley staff member and President of UPTE, shared that hundreds of workers have shared with him how the recruitment and retention crisis affected patients, research, and students awaiting mental health care. Mr. Russell stated that UC labor negotiators refused to seriously consider UPTE's proposal to address this crisis, and he asked why workers did not receive pay increases and

additional paid time off as executives did. UPTE hoped to meet with the new President and was prepared to continue advocating for a fair contract. Mr. Russell asked why UC and labor were wasting their time in conflict while the University was under attack by the federal government if UC and labor shared the same goals.

- C. Kenneth Senstad, UC Santa Cruz student, urged the Regents to support the systemwide expansion of the Affordable Access Plan (AAP), a licensing policy that ensures that lifesaving medical technologies developed at the University are accessible in low- and middle-income countries. The AAP, implemented at UCLA in 2020 with input from the Medicines Patent Pool, students, and legal experts, required that companies submit a plan for equitable access while offering terms that preserve industry incentives. With adoption under way at UC Berkeley and interest from other institutions, the AAP matched the UC mission of public service and health equity and was ready to be expanded. Mr. Senstad called for the coordination of Research and Innovation at the Office of the President and campus innovation offices to develop shared licensing principles based on the AAP.
 - D. Amy Fletcher, UC Davis researcher and UPTE member, invited the Board and the new President to resolve the labor dispute in a fair and meaningful manner and to invest in frontline staff. UPTE presented priorities during contract negotiations to address the recruitment and retention crisis, which has resulted in waiting weeks for student mental health services, the inability to conduct research due to teaching assignments, and the elimination of services at UC Davis' veterinary hospital. The lack of meaningful engagement from UC has compelled UPTE to strike four times.
 - E. Colby Flores, UC Santa Cruz alumnus, stated that he did not receive mental health care as a student due to staffing issues, noting that suicidal ideation was common among transfer students and that many did not graduate. Mr. Flores added that his tuition was paying for programs that remained understaffed or paid clinicians below market rate. He asked the Board and the new President to settle the contract with UPTE, bargain with unions in good faith, and adequately staff the University, including its hospitals, mental health services, and laboratories.
2. **APPROVAL OF APPOINTMENT OF AND COMPENSATION FOR JAMES B. MILLIKEN AS PRESIDENT OF THE UNIVERSITY OF CALIFORNIA AS DISCUSSED IN CLOSED SESSION**
- A. The Regents' Special Committee to Consider the Selection of a President recommended that James B. Milliken be appointed as President of the University of California, at 100 percent time, effective no later than August 1, 2025, for an initial term of five years, from the effective date through July 31, 2030. Upon completion of the initial term, Mr. Milliken's employment will convert to an indefinite term that will continue until terminated by either Mr. Milliken or the Regents. In accordance with the academic personnel review process, Mr. Milliken will be recommended for appointment as a tenured, non-salaried professor at an above-scale rank, at zero percent time, at the University of California, Berkeley,

and his faculty compensation after stepping down as President will be established by the academic review process at UC Berkeley.

- B. The Governance Committee recommended to the Regents that, contingent upon and effective with Mr. Milliken's appointment by the Regents as President of the University of California, the following items be approved in connection with that appointment:
- (1) Per policy, an annual base salary of \$1,475,000, which will be funded by State sources.
 - (2) Per policy, University-provided housing while Mr. Milliken serves as President of the University of California.
 - (3) Per policy, reimbursement of actual and reasonable moving and relocation expenses associated with relocating Mr. Milliken's primary residence and professional/scholarly books, records, and equipment in connection with the relocation to the San Francisco Bay Area, subject to the limitations under policy.
 - (4) Per policy, when Mr. Milliken leaves the position of President of the University of California, reimbursement of actual and reasonable moving and relocation expenses associated with relocating household goods and personal effects from University-provided housing to a location of his choice in California, subject to the limitations under policy, except in cases where he voluntarily resigns to accept full-time employment elsewhere, or otherwise voluntarily ends his appointment with the University, or is terminated for cause.
 - (5) As an exception to policy, reimbursement of actual and reasonable travel expenses for Mr. Milliken and his spouse for up to four business-related visits to the UC Office of the President or other UC locations before Mr. Milliken's official start date, subject to all other limitations under policy, except for the specific exception to policy listed in section B (6) below.
 - (6) Per policy, an administrative fund will be established for official entertainment and other purposes permitted by University policy. Adjustments may occur annually as allowed by policy. Notwithstanding the provisions of University Policy G-28, Mr. Milliken and his spouse shall be authorized to utilize his preferred class of air travel at his discretion, including for business-related travel prior to his start date. Such expenses after his start date will be managed within the administrative fund budget provided that the travel is otherwise authorized by policy.
 - (7) Per policy, standard health and welfare benefits and eligibility for standard senior management benefits, including Senior Manager Life Insurance

(eligible upon appointment) and Executive Salary Continuation for Disability (eligible after five consecutive years of Senior Management Group service).

- (8) As an exception to policy, eligibility to participate in the University's fully insured retiree healthcare plans under the following accelerated schedule subject to statutory or regulatory changes in applicable law: Mr. Milliken will receive 33.33 percent of the maximum University contribution towards medical and dental premiums for each full year of University of California Retirement Plan (UCRP) service credit as President and will be eligible for the maximum University contribution towards medical and dental premiums after earning three full years of UCRP service credit as President.
- (9) As an exception to policy, and as an amendment to the UCRP, Mr. Milliken will be eligible to participate in UCRP and receive a Supplemental Retirement Benefit (SRB) established under the UCRP. In lieu of the basic UCRP benefit for the first five years of University employment as President, his retirement benefit will accrue at the end of each year of service under the schedule set forth in the SRB.

The SRB will provide the following lifetime annual benefits as of the end of Years 1 to 5: Year 1 – \$50,000; Year 2 – \$100,000; Year 3 – \$150,000; Year 4 – \$200,000; Year 5 – \$250,000. Mr. Milliken will be required to make mandatory employee contributions as required under the UCRP and the Defined Contribution (DC) Plan supplement.

If Mr. Milliken steps down as President prior to the end of Year 5, the annual retirement annuity will not increase further, and he will be entitled to the earned annuity specified in the SRB applicable to the number of years he serves as President, as well as any additional years of UCRP service credit earned after he steps down, which will be calculated using standard UCRP benefit provisions under the UCRP 2016 Tier. Similarly, if Mr. Milliken continues as President beyond five years, there will be no further increases in the SRB, and he will be entitled to the earned annuity specified in the SRB as well as any additional years of UCRP service credit earned, which will be calculated using standard UCRP benefit provisions under the UCRP 2016 Tier.

To fund the SRB, the University will make supplemental employer contributions to the UCRP for each of the first five years that Mr. Milliken serves as President to ensure that the retirement system is funded. These supplemental employer contributions are in addition to the regular employer contributions to the UCRP for the UCRP 2016 Tier.

- (10) As an exception to policy, eligibility to participate in the UC Employee Housing Assistance Program while serving as President to assist with the

purchase of a private secondary residence in conjunction with the University-provided housing, and subject to all applicable program requirements. When stepping down as President, if he assumes a tenured faculty position at a UC campus, Mr. Milliken will continue to be eligible to participate in the UC Employee Housing Assistance Program, in accordance with all applicable policies and program requirements.

- (11) Per policy, and contingent upon campus approval of Mr. Milliken's tenured academic appointment, eligibility to accrue sabbatical credits as a tenured faculty member, consistent with academic personnel policy.
- (12) For any outside professional activities, Mr. Milliken will comply with applicable Outside Professional Activity policies and reporting requirements. As an exception to policy, Mr. Milliken's compensated board position with Valmont Industries, Inc. is approved for the term of his presidency and no annual approvals shall be required, provided that there are no conflicts of interest at the time of his appointment or at any time afterward. Mr. Milliken shall disclose any material changes in the activity per policy requirements.
- (13) As an exception to policy, eligibility for a severance payment if the Regents terminate Mr. Milliken's employment as President without cause during the initial five-year term. The severance payment shall be equivalent to one year's salary at the then-current rate, discounted to present value, as liquidated damages in lieu of any other remedies so long as Mr. Milliken signs a separation agreement and release of claims using a form approved by the General Counsel.

[Background material was provided to Regents in advance of the meeting, and a copy is on file in the Office of the Secretary and Chief of Staff.]

Chair Reilly began her remarks by thanking the Special Committee to Consider the Selection of a President—Regent Elliott, who served as Vice Chair, and Regents Anguiano, Hernandez, Matosantos, Robinson, Salazar, and Beharry—for spending countless hours in meetings, reviewing materials, and engaging in thoughtful deliberation. She gave special thanks to Special Committee Chair Regent Chu for ensuring that the search process was inclusive, thorough, and successful. Chair Reilly expressed deep appreciation to President Drake, who has served five years as President and provided decades of service to higher education. President Drake led the University of California through times of great challenge and change with thoughtfulness, dignity, and a deep commitment to UC's mission, and has been a steadfast advocate for students, faculty, staff, and the University's vital role in California, the nation, and the world.

Chair Reilly introduced the item, an action to approve the appointment of James B. Milliken as the 22nd President of the University of California. This was a pivotal moment for UC and higher education nationwide. The University sought a leader who understood

the transformative power of a public university system and could build on UC's legacy as a global leader in research, academics, and public service. These times call for a President who is an effective advocate, a clear communicator, and a collaborative partner to UC's many constituents, an individual who can lead with vision and humility. After an extensive national search, Chair Reilly believed that UC found that leader in Mr. Milliken. He brought decades of leadership experience from major public research universities and a deep understanding of UC's vital role in advancing opportunity, innovation, and progress. He had a demonstrated track record of expanding access, improving affordability, and driving student success, especially for low-income and historically underserved communities. Mr. Milliken was committed to shared governance and meaningful engagement with students, faculty, staff, alumni, and community partners; such a spirit of collaboration would be essential as UC faces future challenges and opportunities. Mr. Milliken has served as chancellor of the University of Texas since 2018 and previously served as chancellor of the City University of New York (CUNY) from 2014 to 2018, where he doubled the graduation rates of low-income students of color. Chair Reilly expressed confidence that Mr. Milliken would be an exceptional steward of the University.

Upon motion duly made and seconded, the recommendation was approved, Regents Anguiano, Batchlor, Beharry, Chu, Drake, Elliott, Hernandez, Lee, Leib, Makarechian, Matosantos, Myers, Pack, Park, Reilly, Robinson, Salazar, Sarris, and Sures voting "aye" and Regent Kounalakis abstaining.

Chair Reilly welcomed President-designate Milliken and his wife to the University family and invited him to make remarks.

President-designate Milliken thanked the Special Committee and the Board. He noted the University's special place among American and global universities given its unparalleled success; the opportunities provided to so many Californians; its extraordinary record of research, innovation, and health care; and its impacts on the development of this state and the nation. Reading "The Gold and the Blue" by Clark Kerr (1911–2003) 20 years ago kindled President-designate Milliken's interest in UC history. He was struck by the remarkable story of this University, its accomplished faculty, essential staff, extraordinary students, and committed Regents and campus leaders. Despite this, UC's importance to California, the nation, and the world was greater today than at any other time in history. He was deeply honored to join a long line of distinguished UC Presidents, the most recent being his friend, President Drake, who not only led the University system through a global pandemic but also expanded resident enrollment, prioritized affordability and student support, and ensured that UC's health enterprise was expanding its excellent care throughout the state. President-designate Milliken was excited to work with the UC chancellors, who were some of the best leaders in higher education. In his view, the work of higher education is essential because talent is universal, but opportunity is not. Talent is not determined by zip code, national origin, race, gender, or wealth, but opportunity has been, and public higher education is the most effective bridge connecting talent and opportunity. Seventy percent of degrees in the U.S. were awarded by public colleges and universities, changing not only the lives of graduates, but also the trajectories of families and communities.

Confidence in higher education was the lowest since it has been since it was first measured, but President-designate Milliken remained convinced that higher education was more important now than any time in history. Knowledge was increasing at a faster rate than ever, new technologies were providing previously unimagined capabilities, and graduates were enjoying opportunities in fields that did not even exist a few years ago. He emphasized the need to continue investing in the most successful higher education model in the world. At each of the four very different university systems he led in four very different states, President-designate Milliken worked to increase access, ensure affordability, promote student success, grow the research enterprise, and expand health care—all for the public good. Higher education faced challenges and changes but the University's historic mission of teaching, research, health care, and public service would not change. To advance that vital mission, President-designate Milliken looked forward to working with the Board, chancellors, faculty, staff, students, alumni, and supporters to find solutions and build on UC's unsurpassed legacy of graduating exceptional students, producing life-saving research, delivering world-class patient care, and driving the innovation economy in California and the nation. The stewards of the University must meet the challenges of this critical moment in history with the same confidence and optimism as those who preceded them. There was no place that President-designate Milliken would rather be, no community he would rather join, and no mission he would rather embrace. He expressed gratitude for the University's trust, confidence, and welcome. He concluded his remarks by declaring "Fiat lux."

President Drake congratulated President-designate Milliken and, having known and worked with him, President Drake expressed great confidence that President-designate Milliken had the qualifications, vision, and wisdom to lead the University and uphold its values. He expressed deep gratitude for the opportunity to serve as President and shared that it was mesmerizing to engage in such a conversation at the campus where he attended medical school some 50 years ago. He thanked the Regents, his colleagues, and the thousands of individuals who spoke kind words to him over the years. President Drake underscored how difficult this work was for his family and thanked his wife, Brenda, for her support and dedication. He believed he was passing the baton to someone who could handle the University with the necessary care and sensitivity, and he looked forward to seeing all that President-designate Milliken would bring to California.

Regent Chu thanked students, faculty, and staff, alumni, leadership, and UC partners for their input during the search process. The Regents felt a deep sense of commitment to the University and its mission to improve the lives of Californians and people around the world, and the Special Committee, having been entrusted to find the right person for this position, bore a heavy load. Regent Chu thanked President-designate Milliken for accepting this opportunity. She concluded by thanking the Special Committee members and acknowledging the third-party search firm that guided them through this process.

Staff Advisor Frías thanked President Drake for his many years of service. She welcomed President-designate Milliken and asked him about his priorities for the University. President-designate Milliken replied with his observation that priorities could be separated into two categories. First, during these unprecedented times for higher education, UC

needed to do everything it could to directly address challenges related to federal funding and public perceptions and attitudes. Meanwhile, technology and knowledge would continue to evolve; artificial intelligence would change education and health care. He looked forward to working with the Regents, faculty, staff, chancellors and campus leadership, students, and stakeholders throughout the state to advance the University in every way possible while addressing budgetary, research funding, and other policy and legal challenges. UC is the most important university in the world, and one must ensure that it continues to be.

Regent Hernandez recalled his realization of the disparities within the California public school system when he entered college and the way student support services helped him catch up with his peers. When considering budget cuts, UC must not forget that it is here for students, and that students need support programs to succeed in the University.

Regent Leib thanked President Drake for his service, Regent Chu and members of the Special Committee, and Chair Reilly. He was excited to work with President-designate Milliken; UC has found a leader who would be an outstanding successor to President Drake.

Regent Salazar welcomed President-designate Milliken and his family on behalf of UC alumni. Alumni association presidents whom President-designate Milliken met earlier that day conveyed alumni's passion and excitement. Alumni were ready to work with him and to participate in his agenda.

Regent Beharry welcomed President-designate Milliken on behalf of the student body. He noted President-designate Milliken's commitment to investing in student well-being and providing free education for low-income families, and he expressed appreciation for his emphasis on expanding higher education to those who feel excluded.

Faculty Representative Cheung welcomed President-designate Milliken on behalf of faculty. Together, he and faculty would build on UC's rich tradition of academic excellence, shared governance, and exceptional talent to advance the University even in these turbulent times.

Regent Park expressed gratitude to President Drake, who bravely returned to UC during the COVID-19 pandemic. President-designate Milliken and his wife have also acted bravely in coming to the University. The Board was fully ready to work with him to advance public higher education.

Chair Reilly shared that President-designate Milliken would begin his term on August 1.

The meeting adjourned at 3:40 p.m.

Attest:

The Secretary and Chief of Staff