

**Tennessee State University Board of Trustees
Regular Meeting – June 21, 2018
Tennessee State University – Main Campus – Hankal Hall.
3500 John A. Merritt Blvd., Nashville, Tennessee**

MINUTES

Board Members Present: Dr. Joseph Walker, III, Dr. Deborah Cole, Dr. Richard Lewis, Mr. Stephen Corbeil, Mr. William Freeman, Dr. Edith Peterson Mitchell, Dr. Ali Sekmen, and Ms. Braxton Simpson.

University Board Staff Present: President Glenda Glover, University Counsel and Board Secretary, Laurence Pendleton, and Arlene Nicholas-Phillips, Board Liaison.

Guests: Members of the President’s Cabinet, Members of the Deans’ Council, Representatives of the Tennessee Higher Education Commission (THEC), and university staff.

I. CALL TO ORDER

Chair Walker called the June 21, 2018, Board of Trustees meeting to order at 2:15 p.m., CST. The Board of Trustees welcomed the Student Trustee, Braxton Simpson. Chair Walker welcomed the Trustees, THEC members, President Cabinet members, Deans, Coaches, and other attendees to the meeting. Rev. Enoch Fuzz, gave the invocation. Chair Walker and the board recognized the founding of Tennessee State University on June 19, 1912.

II. ROLL CALL/DECLARATION OF A QUORUM

Chair Walker asked the Board Secretary, Laurence Pendleton, to call the roll. The following Trustees were present: Dr. Deborah Cole, Mr. Stephen Corbeil, Mr. William Freeman, Dr. Richard Lewis, Dr. Edith Peterson Mitchell, Dr. Joseph Walker, III, Dr. Ali Sekmen, and Ms. Braxton Simpson. Board Secretary Pendleton announced the presence of a quorum.

III. ACTION ITEMS

A. APPROVAL OF MINUTES OF THE NOVEMBER 16, 2017 BOARD MEETING

Chair Walker introduced the first action item – the approval of the minutes of the March 15, 2018, board meeting. Trustee Freeman moved to approve the March 15, 2018, board meeting minutes and Trustee Corbeil seconded the motion. There was no discussion. The motion carried unanimously (7 Ayes/ 0 Nays).

APPROVAL OF THE MODIFIED CALENDAR FOR THE REMAINDER OF THE 2018, BOARD OF TRUSTEES MEETINGS

Chair Walker presented the proposed modified calendar to the board for approval. The board voted to modify the calendar for the 2018, Board of Trustees meetings by rescheduling without any change to the November 15, 2018, meeting. Trustee Cole moved to modify the calendar by moving the September 13, 2018, to September 20, 2018, and Trustee Mitchell seconded the motion. There was no discussion. The motion carried unanimously (7 Ayes/ 0 Nays).

B. AUDIT COMMITTEE REPORT

Trustee and Audit Committee Chair Cole provided the report of the June 21, 2018, Audit Committee meeting.

Trustee Cole noted that the Audit Committee voted to recommend the following items to full board for approval: (1) The June 21, 2018, Audit Committee meeting minutes, and (2) the approval of the FY 2018-19 Audit Plan.

Trustee Cole also informed the full board that the following items were discussed in the Audit Committee meeting: (1) the Annual Report on the Audit Office's Activities, (2) the Audit Office's Quality Assurance and Improvement Program, and (3) the Institutional Risk Assessment.

Trustee Cole moved to approve the March 15, 2018, Audit Committee meeting minutes as contained in the June 21, 2018, Board materials. Trustee Mitchell seconded the motion. There was no discussion and the motion carried unanimously (7 Ayes / 0 Nays).

Trustee Cole then moved to the action item – the approval of the FY 2018-19 Audit Plan. Trustee Cole commented that annual audit plan for the Department of Internal Audit was prepared using a risk-based approach as required by the *International Standards for the Professional Practice of Internal Auditing*, issued by the Institute of Internal Auditors. The audit plan covers the annual audit period ending June 30, 2019.

Trustee Cole moved to approve the FY 2018-19 Audit Plan, as contained in the June 21, 2018, Board materials. Trustee Corbeil seconded the motion. There was no discussion and the motion carried unanimously (7 Ayes / 0 Nays).

C. FINANCE AND BUDGET COMMITTEE REPORT

Trustee Corbeil provided the report of the June 21, 2018, Finance and Budget Committee meeting.

Trustee Corbeil noted that the Committee voted to recommend the following items to the full Board for approval: (1) the November 16, 2017, Finance and Budget Committee meeting minutes, (2) the approval of the FY 2018-19 tuition and mandatory fees, (3) the approval of the Institutional Budgets, (4) the approval of the FY 2018-19 Compensation Plan, and (5) the approval of the Institution's Capital Construction Plan.

Trustee Corbeil also commented that the Finance and Budget Committee heard reports from President Glover and the Vice President for Business and Finance, Ms. Cynthia Brooks, and her staff, on the composite financial index, updates on the institution's plans to sever from the Tennessee

Board of Regents on capital management and procurement, the institution's capital campaign, and the institution's holiday schedule.

Trustee Corbeil moved to approve the November 16, 2017, finance and budget committee meeting minutes as contained in the Board materials for the June 21, 2018, Board meeting. Trustee Cole seconded the motion. There was no discussion. The motion carried unanimously (7 Ayes/ 0 Nays).

Trustee Corbeil reiterated to the full board that pursuant to the FOCUS Act, the Board's Bylaws and Delegation of Authority to the President Policy, and TSU Policy, the Board must approve all mandatory institutional fees and charges unless specific exceptions are provided.

Trustee Corbeil stated that, "Maintenance" is a fee assessed to students based on the number of credit hours for which they are registered and is commonly referred to as "tuition," although for fee purposes, "tuition" is separately defined and assessed as the premium paid by out-of-state students. "Other" represents various other fees related to student activities, athletics, specialized courses, certain services, etc. Maintenance/tuition recommendations will generally be considered at the late spring/early summer.

Trustee Corbeil stated that pursuant to the FOCUS Act, fee increase ranges are established by the Tennessee Higher Education Commission. For FY 2018-19, THEC set the range for maintenance plus other mandatory fees, excluding out-of-state tuition, at 0% to 3%. TSU is proposing an increase of 2.98% for its tuition and mandatory fees.

Trustee Corbeil moved to approve the FY 2018-19 tuition and mandatory fees, as contained in the June 21, 2018, Board materials. Trustee Cole seconded the motion. There was no discussion. Secretary Pendleton called for a roll call vote, per the Board bylaws. The motion carried unanimously.

Trustee Corbeil moved to the next Finance and Budget Committee action item – the approval of the Institutional Budgets. Trustee Corbeil commented that under the TBR (and now, TSU) budgeting process, the plans of the University are translated into an itemized, authorized, and systematic plan of operation, expressed in dollars, for a given period. This policy also recognizes that a budget is a plan and that circumstances may necessitate revisions or changes to the original plan from time to time. The University submits detailed budgets for approval three times for each FY.

Trustee Corbeil noted that the original budget for each FY is entitled the *Proposed Budget* and is prepared in the spring of each year. This budget is based on the level of state funds recommended in the Governor's proposed budget, as well as early estimates of factors such as enrollment growth, research activities, and availability of federal funds.

Trustee Corbeil also noted that the *Proposed Budget* is normally submitted to the Board for approval at the Summer Board meeting. The *October Revised Budget* is prepared in the fall of each year and is normally submitted to the Board for approval at the Winter Board meeting.

Trustee Corbeil noted that the final budget submitted for each FY is the *Estimated Budget*. It includes final adjustments to the current year budget and is the budget against which final year-end actual amounts are compared. It is prepared, submitted, and considered by the Board at the same time as the *Proposed Budget* for the upcoming FY.

Trustee Corbeil stated that pursuant to the FOCUS Act, the Board's Bylaws and Delegation of Authority to the President Policy, and TSU policy, the Board must approve institutional budgets.

Trustee Corbeil moved to approve the Institution's Estimated Budget for the FY 2017-18, and the Proposed Budget for FY 2018-19, as contained in the June 21, 2018, Board meeting materials. Trustee Lewis seconded the motion. Secretary Pendleton called the roll, per Board Bylaws. Trustee Sekmen abstained from the vote, all other attending Trustees voted aye and the motion carried (6 Ayes/ 0 Nays/ 1 abstention).

Trustee Corbeil moved to the next agenda action item – approval of the FY 2018-19 Compensation Plan. TSU Policy (formerly TBR Guideline) P-043 (*Compensation Guideline*) sets a University goal of providing all employees with compensation consistent with the market, subject to satisfactory job performance and budget availability.

Trustee Corbeil noted that the Board materials contain the possible strategies used to distribute a pool of funds designated for compensation adjustments.

Trustee Corbeil stated that the salary pool for FY 2018-19 is 2.5%, consistent with the total allocated for regular State of Tennessee employees. No additional amount or percentage is proposed. Unless otherwise provided, these increases do not apply to adjunct faculty, temporary employees, graduate assistants, student workers, or employees on terminal leave status. All eligible employees on the payroll prior to the proposed implementation dates below are eligible for these increases.

Trustee Corbeil reported that pursuant to the FOCUS Act, the Board's Bylaws and Delegation of Authority to the President Policy, and TSU policy, the Board must approve institutional compensation plans.

The Committee members discussed the institution's compensation strategies and proposed compensation plan for FY 2018-19 and voted to recommend for approval the Institution's FY 2018-19 Compensation Plan.

Trustee Corbeil moved to approve the Institution's FY 2018-19 Compensation Plan, as contained in the June 21, 2018, Board meeting materials. Trustee Mitchell seconded the motion. A roll call vote was taken and the motion carried unanimously. (7 Ayes/ 0 Nays).

Trustee Corbeil commented that The FY 2018-19 Capital Construction Plan is comprised of funding requests involving Capital Outlay, Maintenance, and Disclosure funding requests. The Capital Construction Plan will be presented to the Tennessee Higher Education Commission.

Trustee Corbeil moved to approve the FY 2018-19 Capital Construction Plan, as contained in the Board materials for the June 21, 2018, Board meeting. Chairman Lewis seconded the motion, which carried unanimously (7 Ayes/ 0 Nays).

D. ACADEMIC AFFAIRS / STUDENT AFFAIRS COMMITTEE REPORT

Trustee Lewis provided the committee report on behalf of Trustee Martin for the Academic Affairs and Student Affairs Committee.

Trustee Lewis stated that the Academic Affairs and Student Affairs Committee voted to recommend to the full Board the approval of the following as contained in the June 21, 2018, Board meeting materials: (1) the March 15, 2018, Academic Affairs and Student Affairs Committee meeting minutes, (2) tenure and promotion recommendations, (3) revised academic programs, (4) an academic program name change, and (5) off-campus academic program sites.

Trustee Lewis stated that the Academic Affairs and Student Affairs Committee also received reports on academic affairs, student affairs, enrollment, the academic calendar, and the campus crime statistics from President Glover and her staff.

Trustee Lewis stated that campus crime statistics continue to reflect a downward trend in crimes on campus. The Committee had a robust discussion about enrollment, including the decrease in the institution's enrollment, the factors attributable to the decline, and the action plan for reversing the decline.

Trustee Lewis moved to approve the Academic Affairs and Student Affairs Committee meeting minutes, as contained in the Board materials for the June 21, 2018, Board meeting. Trustee Cole seconded the motion, there was no discussion, and the motion carried unanimously (7 Ayes/ 0 Nays).

Trustee Lewis commented that under TSU's tenure policy, tenure eligible faculty members must apply for tenure in their sixth year. A faculty member is required to submit a portfolio of materials in support of their tenure application. The criteria TSU uses to evaluate applicants include: quality instruction, research and creative activities, public service and professional activities, and potential for professional growth.

With respect to faculty promotions at TSU, Trustee Lewis commented that individual faculty members may apply for promotion upon completion of the required years in rank. A tenured or tenure-track faculty member becomes eligible to apply for promotion when he or she has the required years in rank and meets the defined qualifications for the various faculty ranks, which are assistant professor, associate professor, and professor.

Trustee Lewis moved to approve the tenure and promotion recommendations, as contained in the Board materials for the June 21, 2018, Board meeting. Chairman Mitchell seconded the motion, there was no discussion, and the motion carried unanimously (7 Ayes/ 0 Nays).

Trustee Lewis informed the attendees that pursuant to TSU's New Program Development policy, which includes revised programs, requests for a new or revised program are initiated when the department proposing the new or revised academic program submits a new or revised academic program proposal for review. Once the department develops the proposal, it is reviewed at the departmental committee, college and University levels. The Vice President for Academic Affairs and the President must ultimately approve the proposals. The entire process, including a new program development process flow chart, was included in the Board's materials.

Trustee Lewis presented that pursuant to the FOCUS Act, the Board's Bylaws, and the Board's Delegation of Authority to the President Policy, the Board must approve new academic programs. Upon approval by the Board, THEC must provide final approval.

Trustee Lewis moved to approve the proposed revised academic programs, as contained in the Board's June 21, 2018, meeting materials. Trustee Mitchell seconded the motion. There was no discussion and the motion carried unanimously (7 Ayes/ 0 Nays).

Trustee Lewis informed the attendees that the Academic Affairs and Student Affairs Committee discussed and considered for recommendation the institution's proposed academic program name change.

Trustee Lewis commented that under the Academic Program Modification process, departments/colleges may propose academic unit and academic program name modifications through a 30-day review process, which involves a review at the college and University (Vice President and President) levels. Upon approval by the Vice President and President, the University is required to submit the proposed unit/academic program name modification to the Board for final approval. Academic unit/academic program name changes do not require THEC approval. Trustee Lewis informed that during the committee meeting, committee members discussed the proposed academic program name change with President Glover and Dr. Mosley.

Trustee Lewis moved to approve the proposed change to the name of the academic program referenced and contained in the Board's June 21, 2018, meeting materials. Trustee Corbeil seconded the motion. There was no discussion. The motion carried unanimously (7 Ayes/ 0 Nays).

Trustee Lewis presented the institution's proposed off-campus academic program sites.

Trustee Lewis noted that colleges that seek to operate an academic program off campus must follow a 30-day review process. Under the review process, a department will submit an off-campus academic program site request to the College, and once approved at the College level, the College submits the request to the Vice President for Academic Affairs and President for approval. Upon approval by the Vice President and President, the Board must approve off-campus academic program requests. Following approval by the Board, the University must submit the off-campus academic program sites to THEC for final approval.

Trustee Lewis commented that academic programs are often proposed to accommodate students dually enrolled in high school and college, enhance TSU's pipeline with community college and non-traditional students, and increase convenience for working professionals.

Trustee Lewis informed the attendees that the committee discussed two proposed off-campus academic sites: Motlow State Community College – Fayetteville Campus (located in Fayetteville, TN); and the Turney Center Industrial Complex (located in Only, TN).

Trustee Lewis moved to approve the proposed off-campus academic program sites, as contained in the June 21, 2018, Board meeting materials. Trustee Mitchell seconded the motion. There was no discussion and the motion carried unanimously (7 Ayes/ 0 Nays).

E. EXECUTIVE COMMITTEE REPORT

Chair Walker provided the committee report for the Executive Committee.

Chair Walker noted that the Executive Committee voted to recommend to the full Board the approval of the minutes of the March 15, 2018, Executive Committee meeting, as contained in the Board materials for the June 21, 2018, Board meeting.

Chair Walker moved to approve the minutes of the March 15, 2018, Executive Committee meeting, as contained in the Board materials for the June 21, 2018, Board meeting. Trustee Mitchell seconded the motion. There was no discussion and the motion carried unanimously (7 Ayes/ 0 Nays).

Chair Walker informed attendees that the Board authorized the Executive Committee to create an employment contract with President Glover, subject to the Board's final approval. The Executive Committee has developed an employment agreement with President Glover. The recommended employment agreement is consistent with the employment agreement that the Tennessee Tech University (TTU) Board of Trustees created for the TTU President, and contains similar terms and language as contained in the University of Tennessee President's employment agreement.

Chair Walker commented that the proposed and recommended employment agreement with President Glover also reflects standard terms in Presidential employment agreements at other universities throughout the country. The proposed employment agreement for President Glover contains standard terms, including a five-year term, termination for cause and without cause provisions, a provision governing outside activities by the President, housing provision, tenured faculty appointment, which President Glover already holds, and payout terms related to termination of the agreement. President Glover accepted the terms of the Agreement.

Chair Walker moved to approve the Executive Committee's recommended employment agreement for President Glover, as contained in the Board materials for the Board's June 21, 2018, meeting, and delegation of authority to the Board Chair to Execute the Agreement. Trustee Cole seconded the motion. There was no discussion. Trustee Sekmen abstained and the motion carried (6 Ayes/ 0 Nays/ 1 Abstention).

The Chair of the Board recognized President Glover for her award of the 2018, Thurgood Marshall President of the Year Award.

F. THE PRESIDENT'S REPORT

The President provided a report to the Board and attendees on (1) campus concerns consisting of enrollment decline, the Division of Graduate and Professional Studies, the Nursing School, facilities maintenance/ campus infrastructure, and customer service; (2) campus safety; and (3) the TSU update.

The President informed the assembly that the university is implementing an extensive campaign to attract high-school students with a 3.0 cumulative grade point average (GPA) or higher to secure their commitment to attend TSU. The campaign also focuses on community college students, non-traditional and non-returning students, veterans, and TSU graduates who are seeking graduate level degrees.

The President noted that the university is adjusting the information technology structure to improve the graduate admissions process and to reduce application response times. The university is also supporting a paradigm shift toward obtaining both undergraduate and graduate degrees from TSU.

The President commented that the university is adjusting the support it provides to its Nursing School students to increase the pass rate on the National Council of Licensure Examination (NCLEX) to 85% of the students who sit for the exam. The university has retained a nursing education consultant, each of the seven nursing students has been assigned a coach, and the students are required to take and pass a practice exam as a condition precedent to graduation.

The President commented that the university has implemented changes to facilities management personnel assignments, reduced work orders from 1,229 to 234 in the residence halls, and began prospective building assessments. The university spent \$2.6 million on building repairs and maintenance in 2016-17. The projected funding required address the facilities issues is \$70 million and \$6 million was provided by the state. An individual has been appointed as a building manager for each of the residence halls.

The President asserted that she has mandated customer service training for every TSU employee. Customer service will be monitored and evaluated using randomly selected surveys of incoming calls. A manual of best practices in customer service will be distributed and employees who do not comply with the best practices will be sanctioned.

TSU Updates were given. The President lauded the fact that two outstanding high school students have agreed to enroll at TSU. The family of Dr. Levi Watkins has agreed to donate \$500,000 to the university in his honor. TSU alumni, James Shaw, Jr., has become an ambassador for TSU and a scholarship has been established in his honor. An Emergency Management Conference was held at TSU last year. The Aristocrat of Bands was sponsored to perform in Houston, TX in July 2018. The number of degrees conferred increased from 988 in FY 2014-15 to 1018 in FY 2015-16 to 1044 in FY 2016-17.

The President reported that students perceive that the campus is safer. This improved perception is due to increased police visibility, increased building access control that function using swipe ID cards, the TSU Police Bike Patrol, and advanced active shooter training of TSU police.

The President noted that the Grants and Research funding goal for FY 2017-18 was \$50 million. Over \$52 million was secured.

The President reported that new construction will consist of two residence halls to be completed in May of 2020, a Health Science building to be completed in February 2020, a Food Science building to be completed in April 2020, Gateway entrance in March of 2019, and the Alumni House and Welcome Center in August 2019.

G. THE CHAIRMAN'S REPORT

Chair Walker informed the assembly that the committee chairs and vice-chairs have been asked to serve a second one-year term. The assembly applauded Cynthia Brooks for her tenure and service to the university in advance of her retirement in the fall of 2018. The assembly applauded Trustee, Dr. Edith Mitchell, for being the first female and first person of color to be named the 2018, Thomas Jefferson Faculty Honoree in Philadelphia, PA in October 2018. The assembly applauded Dr. Glover on her election as the International President of Alpha Kappa Alpha Sorority, Inc.

Chair Walker moved to adjourn the meeting. The motion was seconded by Trustee Cole. There was no discussion and the motion carried unanimously. The meeting was adjourned at 3:35 p.m. CST.