

**Tennessee State University Board of Trustees
Executive Committee Meeting – March 16, 2023, Hankal Hall, TSU Campus**

MINUTES

Executive Board Members Present: Trustees Deborah Cole, Richard Lewis, Joseph Walker, III, and Pam Martin.

Other Board Members Present: Trustees William Johnson, Andre Johnson, Pinnock, and Wimberly.

University Staff Present: President Glenda Glover, and Mr. Laurence Pendleton, General Counsel and Board Secretary.

I. CALL TO ORDER

Chair Cole called the Executive Committee meeting to order at 8:30 a.m. CDT on March 16, 2023.

II. ROLL CALL/DECLARATION OF A QUORUM

Chair Cole asked the Board Secretary, Mr. Laurence Pendleton, to call the roll. The following Executive Committee Trustees were noted as present: Trustees Cole, Lewis, and Walker.

Secretary Pendleton announced the presence of a quorum.

III. APPROVAL OF THE NOVEMBER 17, 2022, EXECUTIVE COMMITTEE MEETING MINUTES

Chair Cole introduced the first order of business — the approval of the November 17, 2022, Executive Committee meeting minutes. Chair Cole informed the Committee that the minutes for the Executive Committee’s November 17, 2022, meeting are included in the Board materials for the March 16, 2023, Board meeting.

Chair Cole moved to recommend to the full Board the approval of the November 17, 2022, Executive Committee meeting minutes, as contained in the Board materials for the March 16, 2023, Board meeting. Trustee Martin seconded the motion. With there being no discussion, Chair Cole called for a roll call vote. Secretary Pendleton called the roll and the motion carried unanimously.

IV. REPORT ON PRESIDENT’S ANNUAL PERFORMANCE REVIEW PROCESS

Chair Cole provided a report on the President’s Annual Performance Review Process. Chair Cole noted that President Glover prepared her confidential written self-assessment, and Board members provided comments and feedback to the self-assessment. She indicated that she would keep the Board updated on the progress of the evaluation process.

V. DISCUSSION OF ASSOCIATION OF GOVERNING BOARDS OF UNIVERSITIES AND COLLEGES GOVERNANCE REVIEW REPORT.

Chair Cole and Secretary Pendleton discussed the process by which the AGB report was created, the Board's participation in the report, the findings associated with the report, and how the report will be utilized moving forward to assist the Board in its ongoing self-assessment process.

VI. DISCUSSION OF BOARD'S SELF-ASSESSMENT PROCESS AND BOARD RETREAT

Chair Cole noted again that the AGB consultant, Ms. Cartwright, interviewed each board member and solicited their feedback on the board and its role and operational effectiveness. She also noted that Ms. Cartwright's review and subsequent report operated as a self-assessment exercise for the Board. Chair Cole indicated that she would like to invite Ms. Cartwright to visit with the Board at its June 2023 Board meeting/retreat to follow up on the report and complete the Board's self-assessment process, including discussion and consideration of some of the recommendations contained in her report.

VII. SECRETARY'S REPORT

Chair Cole asked Secretary Pendleton to provide a report to the Board.

Secretary Pendleton shared that the Faculty Senate has commenced the process for its selection of the Faculty Trustee (FOCUS Act requirement). The faculty trustee serves a two-year term and Trustee Johnson's term ends on June 30, 2023. Secretary Pendleton note, however, that Trustee Johnson is eligible to serve another two-year term.

Secretary Pendleton also indicated that the process is underway for the Board's selection of the Student Trustee. Secretary Pendleton reminded the Board that it selects the Student Trustee, who serves a one-term, but is also eligible to serve more than one term. Per our established practice, the SGA will solicit applications and submit a list of recommended candidates for ultimate consideration by President Glover. President Glover then presents a recommended candidate for the Board's consideration and approval at the June board meeting.

Secretary Pendleton also informed the Board that conflict of interest forms must be submitted by the June Board meeting, and the Board will receive the forms soon for execution.

Secretary Pendleton also shared TSU and Board participation in the sunset review process, including the General Assembly's Education, Health and General Welfare Joint Evaluation Committee of the Government Operations Committee vote on February 27, 2023, to extend the Board of Trustees for one year. Secretary Pendleton indicated that the review process will continue through the legislative session.

Chair Cole thanked Secretary Pendleton for his report.

VIII. ADJOURNMENT

Chair Cole opened the floor for any additional business. With no further business, Chair Cole moved for adjournment. Trustee Lewis seconded the motion. With there being no discussion, Chair Cole called for a roll call vote. Secretary Pendleton called the roll and the motion carried unanimously. Chair Cole adjourned the meeting at 9:03 a.m. CDT.