Meeting of the Tennessee State University
Board of Trustees
Regular Meeting
May 15, 2026
Tennessee State University – The Farrell Westbrook Complex (the "Barn")

MINUTES

Board Members Present: Trustees Dakasha Winton, Azana Bruce, Trevia Chatman (virtual), Jeffery Norfleet (virtual), Marquita Qualls, Terica Smith, Dimeta Smith Knight, Leticia Towns, Charles Traughber, and Venkataswarup Tiriveedhi.

University Staff Present: President Dwayne Tucker; Ginette Brown, Interim General Counsel and Board Secretary; April Robinson, Chief Finance Officer; Sterlin Sanders, Interim Chief Information Officer; Will Radford, Assistant Vice President for Campus Operations + Planning, Design and Construction; Dr. Erik Schmeller, Interim Provost & Vice President for Academic Affairs; Dr. Eric Stokes, Vice President of Enrollment Management; Dr. Bridgett Golman, Vice President of Student Affairs; Dr. Natasha Johnson, Chief Human Resources Officer

I. CALL TO ORDER

Chair Winton called the meeting to order at 8:31 a.m.

II. ROLL CALL

Board Secretary conducted the roll call. The following trustees were present: Trustees Dakasha Winton, Azana Bruce, Trevia Chatman (virtual), Jeffery Norfleet (virtual), Marquita Qualls, Terica Smith, Dimeta Smith Knight, Leticia Towns, Charles Traughber (virtual), and Venkataswarup Tiriveedhi. Secretary Brown declared that a physical quorum was present.

III. ADOPTION OF AGENDA

The Board Chair called for a motion to adopt the meeting agenda as contained in the materials for the February 20, 2026, Board meeting. Trustee Smith moved to adopt the agenda, and Trustee Norfleet seconded the motion. The Board Chair called for a voice vote, and the motion to adopt the agenda was unanimously approved.

IV. APPROVAL OF CONSENT AGENDA ITEMS

Chair Winton presented the items on the consent agenda, which included the following minutes for approval:

- February 19, 2026, Governance and Governmental Affairs Committee Meeting Minutes
- February 19, 2026, Audit Committee Meeting Minutes
- February 20, 2026, Student and Academic Affairs Committee Meeting Minutes

- February 20, 2026, Finance Committee Meeting Minutes
- February 20, 2026, Board of Trustees Meeting Minutes
- Approval of Program Modifications
- Ratification of Master Plan Amendment

A motion to approve the consent agenda as presented was made by Trustee Towns and seconded by Trustee Smith. A roll call vote was taken, with all present Board members voting in favor of the motion. The motion passed unanimously.

V. RATIFICATION OF THE MASTER PLAN AMENDMENT

Chair Winton introduced the next agenda item, the ratification of the master plan amendment, noting that the item had been considered by the Finance Committee and was now being brought before the full Board for action.

During discussion, Chair Winton emphasized the importance of following appropriate governance processes going forward so that the Board is informed of major administrative decisions, even when formal Board approval is not required. She noted that the University should avoid situations in which significant actions, such as building demolitions or renovations, occur under a plan that the Board was not previously made aware of. She indicated that this issue may also be addressed through the Governance Committee's work on revising the bylaws.

Chair Winton then called for a motion to ratify the master plan amendment as presented. Trustee Smith moved to ratify the master plan amendment as presented, and Trustee Towns seconded the motion. A roll call vote was taken, with all present Board members voting in favor of the motion. The motion passed unanimously.

VI. APPROVAL OF PROGRAM MODIFICATIONS

Chair Winton introduced the next agenda item, the approval of program modifications, noting that the item had been unanimously approved by the Student and Academic Affairs Committee and was now being brought before the full Board for action.

During discussion, Chair Winton emphasized the importance of applying greater rigor when considering new academic programs and concentrations. She noted that, as the University continues its stabilization efforts, proposed programs should be supported by sufficient analysis demonstrating that they meet student needs, provide quality educational opportunities, and lead to strong employment outcomes.

Following discussion, Trustee Norfleet made a motion to approve the program modifications as presented. Trustee Smith seconded the motion. A roll call vote was conducted with the following results:

- Chair Winton: Yes
- Trustee Traughber: Abstained
- Trustee Chatman: Yes

- Trustee Smith Knight: Yes
- Trustee Norfleet: Yes
- Trustee Qualls: No
- Trustee Smith: Yes
- Trustee Towns: Yes
- Trustee Tiriveedhi: Yes

The motion passed.

VII. ELECTION OF BOARD CHAIR

Chair Winton introduced the next agenda item, the election of the Board Chair. Before opening the floor for nominations, she provided context regarding the Board's reconstitution in March 2024 and her election as Chair in April 2024. She explained that, as a result, the Board's officer terms had not been aligned with the University's fiscal year, which begins July 1. Chair Winton noted that the misalignment was circumstantial and that the election provided an opportunity to establish a July 1 transition consistent with peer institutions operating under the Focus Act, including the University of Tennessee System and East Tennessee State University.

Chair Winton also noted that the Tennessee Higher Education Commission was meeting that day to establish tuition and fees for the upcoming fiscal year. She emphasized the importance of continuity in Board leadership and committee structure as the University evaluates the impact on students, considers its enrollment outlook, and prepares for the upcoming fiscal year.

Chair Winton opened the floor for nominations. Trustee Smith nominated Trustee Towns to serve as Board Chair for a two-year term beginning July 1, 2026, and Trustee Norfleet seconded the nomination. Trustee Qualls nominated Trustee Traughber, who currently serves as Vice Chair, to serve as Board Chair for a two-year term beginning July 1, 2026, and Trustee Chatman seconded the nomination. Both nominees were given an opportunity to address the Board before the vote.

A roll call vote was conducted for Trustee Towns with the following results:

- Chair Winton: Yes
- Trustee Traughber: No
- Trustee Chatman: No
- Trustee Smith Knight: Yes
- Trustee Norfleet: Yes
- Trustee Qualls: No
- Trustee Smith: Yes
- Trustee Towns: Yes
- Trustee Tiriveedhi: Abstained

A roll call vote was conducted for Trustee Traughber with the following results:

- Chair Winton: No

- Trustee Traughber: Yes
- Trustee Chatman: Yes
- Trustee Smith Knight: No
- Trustee Norfleet: No
- Trustee Qualls: Yes
- Trustee Smith: No
- Trustee Towns: No

Trustee Towns received the majority of votes and was elected Board Chair for a two-year term beginning July 1, 2026.

VIII. ELECTION OF BOARD VICE CHAIR

Committee Chair Smith Knight introduced the next agenda item, the election of the Board Vice-Chair for a two-year term beginning July 1, 2026. Trustee Towns nominated Trustee Terica Smith, and Trustee Norfleet seconded the nomination. Trustee Chatman nominated Trustee Charles Traughber to continue serving as Vice-Chair, and Trustee Qualls seconded the nomination. With no further nominations, nominations were closed.

Secretary Brown conducted a roll call vote on the nominations. The votes were as follows:

A roll call vote was conducted for Trustee Smith with the following results:

- Chair Winton: Yes
- Trustee Traughber: No
- Trustee Chatman: No
- Trustee Smith Knight: No
- Trustee Norfleet: Yes
- Trustee Qualls: No
- Trustee Smith: Yes
- Trustee Towns: Yes
- Trustee Tiriveedhi: Abstained

A roll call vote was conducted for Trustee Traughber with the following results:

- Chair Winton: No
- Trustee Traughber: Yes
- Trustee Chatman: Yes
- Trustee Smith Knight: Yes
- Trustee Norfleet: No
- Trustee Qualls: Yes
- Trustee Smith: No
- Trustee Towns: No
- Trustee Tiriveedhi: Abstained

Following a clarification and correction to the vote, the results produced a tie. The Board discussed the appropriate procedure for resolving the tie, noting that the bylaws did not provide a clear process. Chair Winton proposed moving the item to the end of the agenda to allow additional time to clarify the appropriate procedure, and the Board agreed.

Secretary Brown later provided guidance on the process for resolving the tie in the election of Vice-Chair, explaining that the Board would proceed under Robert's Rules of Order and continue voting until a candidate received a majority. She noted that, if a stalemate continued, nominations could be reopened. The candidates remaining on the floor were Trustee Smith and Trustee Traughber.

Secretary Brown then conducted a roll-call vote, asking each member to state which candidate they supported. The vote was recorded as follows:

- Chair Winton: Terica Smith
- Trustee Traughber: Charles Traughber
- Trustee Chatman: Charles Traughber
- Trustee Smith Knight: Terica Smith
- Trustee Norfleet: Terica Smith
- Trustee Qualls: Charles Traughber
- Trustee Smith: Terica Smith
- Trustee Towns: Terica Smith
- Trustee Tiriveedhi: Charles Traughber

Trustee Terica Smith was elected Vice-Chair.

IX. COMMITTEE REPORTS

Chair Winton introduced the next agenda item, which was committee reports.

A. Student and Academic Affairs Committee Report and Recommendations

Trustee Smith reported that the Student and Academic Affairs Committee met on May 7 and May 13, 2026, and received reports from Academic Affairs, Student Affairs, and Enrollment Management. She noted that the reports reflected significant progress by the University and that the information was included in the Board's meeting materials. This concluded the Student and Academic Affairs Committee report.

B. Governance and Governmental Affairs Committee Report and Recommendations

Trustee Smith reported that the Governance and Government Affairs Committee met on May 14, 2026, and received a legislative update, a report on the proposed policy modernization plan, and a presentation of the proposed draft bylaws. She reported that the Committee will meet again to review the bylaws, with the goal of presenting them for adoption and approval by July 1. This concluded the Governance and Government Affairs Committee report.

C. Audit Committee Report and Recommendations

Trustee Smith Knight reported that the Audit Committee met on May 14, 2026, to receive informational reports, including the internal and external audit report, the internal audit gap assessment, and the review of the internal audit plan. This concluded the Audit Committee report.

D. Finance Committee Report and Recommendations

Trustee Traughber reported that the Finance Committee met on May 14, 2026, to consider and act on two (2) items and to receive three (3) informational reports. The Committee considered the February 20, 2026 meeting minutes, as well as the master plan amendment. The Committee also received reports from Finance and Administration, Institutional Advancement, and Construction Updates. This concluded the Finance Committee report.

X. REAL ESTATE REPORT

Chair Winton introduced the real estate report and reminded the Board that, under the University's Memorandum of Understanding with the State of Tennessee, the Board is responsible for completing a facilities and real property plan and beginning implementation of its recommendations. She noted that Hayat Brown had been retained to assist the University with this work and recognized Will Radford to introduce the Hayat Brown team.

Mr. Radford introduced Chris Dalgarno-Platt, Project Manager, and Jay Brown, Managing Director, of Hayat Brown. Mr. Dalgarno-Platt then presented an update on the firm's work with the University, focusing on the John C. Tune Airport site and the downtown properties, including the Avon Williams Building and adjacent sites.

Regarding the John C. Tune Airport site, Mr. Dalgarno-Platt reported on due diligence concerning ownership, zoning, potential uses, and the University's authority to dispose of the property. He reported that the approximately 25-acre site is currently zoned for industrial use and that a formal appraisal valued the property at $15.5 million if sold as a single parcel and approximately $16 million if divided into two parcels. He also noted that the University had engaged with the Metropolitan Nashville Airport Authority regarding its interest in the property, although no commitments had been made.

Mr. Dalgarno-Platt discussed potential strategies for maximizing the value of the property, including an open-market sale or negotiations with an interested party. He noted that comparable properties had generally remained on the market for approximately nine to 18 months. Discussion also addressed the potential retention of a portion of the property for University use and the relationship between the site and future airport expansion.

Mr. Radford provided additional context regarding the University's prior space-utilization study, explaining that Hayat Brown's review was focused on property previously identified as nonessential for academic programming. He noted that the study had considered academic needs, including aviation and engineering, and that aviation programming would be supported through the new engineering building while retaining some use of Jackson Hall.

Mr. Dalgarno-Platt then provided an update on the downtown properties, including the Avon Williams Building, the adjacent business incubator, and the parking area leased to the YMCA. He reported that Hayat Brown had conducted additional market analysis to further evaluate the development potential of the properties and refine the preliminary residual value identified during the first phase of the study. Potential uses evaluated included multifamily residential, office, hospitality, and retail development.

He explained that the analysis considered current and projected market conditions through the early 2030s. The analysis indicated potential for multifamily and retail uses, while hospitality and office uses would require additional consideration based on market conditions and the University's future strategic use of the properties. He emphasized that no decisions had been made regarding the size or nature of a continued TSU presence at the downtown properties and that Hayat Brown was continuing to evaluate current University uses and space needs.

Following the presentation and discussion, Chair Winton thanked the Hayat Brown representatives for the update and indicated that the Board would review the information provided to support more informed discussions regarding the University's real estate assets and potential next steps.

XI. PRESIDENT'S REPORT

Chair Winton recognized President Tucker to present the President's Report.

President Tucker presented his report and highlighted the importance of spending time with Tennessee State University students, families, faculty, staff, and alumni. He noted that improving customer service to these stakeholders was one of the University's goals for the year and introduced Dr. Natasha Johnson, Chief Human Resources Officer, to provide an overview of the University's new employee rewards and recognition program.

Dr. Johnson presented two components of the program: the Tiger Token of Appreciation, which recognizes employees observed providing exceptional customer service, and the Impact Award, which recognizes employees who make significant contributions to advancing the University's mission, enhancing the campus experience, and driving meaningful change.

Dr. Johnson reported that the inaugural Impact Award selection process included university-wide nominations followed by review and selection by an executive committee. Ten employees were selected and recognized at the inaugural Impact Award event held on May 5, 2026. Each recipient received a medallion and a $150 award.

The 2026 Impact Award recipients were Dr. Jennifer Brown-Mayes, Dr. Ashanti Chunn, Mrs. Leah Granderson, Dr. Poliala Dickson, Dr. Angela Duncan, Ms. Vonetta Johnson, Dr. Erica Lewis, Mrs. P. Danielle Nellis, Chief Gregory Robinson, and Ms. Keona Smith. The recipients were recognized before the Board of Trustees, and a photograph with the Board was planned following the meeting.

Chair Winton congratulated the recipients and expressed appreciation for their service to the University and their contributions to supporting TSU students.

XII. OTHER BUSINESS

Chair Winton recognized Dr. Natasha Johnson, Chief Human Resources Officer, to respond to questions regarding the Human Resources report included in the Board materials. Trustee Qualls asked about changes implemented within HR, staffing capacity, data integrity, compliance, and potential compensation restructuring.

Dr. Johnson reported that HR had transitioned from primarily transactional services to a more strategic model focused on workforce planning, development, talent acquisition, and HR business partnerships. She also discussed employee recognition initiatives, HR data cleanup with SIG, and work with A&M on the voluntary separation program. She stated that HR staffing was generally comparable to similarly sized institutions and clarified that only one proposed HR position was newly funded, with other positions resulting from restructuring. She noted that a university-wide compensation restructuring was anticipated in FY2027 and that HR was continuing to address audit-readiness and compliance matters.

Trustee Qualls then asked President Tucker for updates on the potential charter school initiative and football stadium opportunity. President Tucker said both remained under evaluation as potential revenue-generating opportunities. The charter school initiative involved a potential K–12 partnership and possible TSU academic services, with a recommendation potentially coming before the Board in approximately two months.

Regarding the Tennessee Titans, President Tucker described a preliminary concept that would retain the John Merritt Classic and Homecoming at the Titans' stadium while potentially returning four additional home games to campus. The concept could involve a new approximately 4,000-seat facility near the current Ed Temple track, which could also host other events and generate revenue. He emphasized that engineering, financial, and funding considerations remained under review, including whether the Titans could provide sufficient funding so that TSU would not have to contribute project funds.

President Tucker also reported that the administration was reviewing academic programs and developing a five-year strategic plan, but that specific academic investments remained a work in progress.

Chair Winton recognized departing faculty trustee Dr. Artenzia Young-Seigler for her 25 years of service to TSU and welcomed incoming faculty trustee Dr. Venkataswarup Tiriveedhi. She also recognized departing student trustee Dr. Azana Bruce for her service and contributions to Board governance.

Chair Winton reminded the Board that significant work remained before July 1, including FY2027 preparations and implementation of legislative requirements concerning tenure, artificial intelligence, and other matters. She identified June 23 and June 30 as upcoming working meetings.

Chair-Elect Towns thanked the Board for its confidence and expressed her commitment to collaboration and continued work on behalf of TSU. Chair Winton clarified that existing committees would continue through June 30, after which the incoming Chair would establish new committee assignments, with regular committee work resuming in September.

XIII. CLOSING REMARKS AND ADJOURNMENT

Trustee Chatman moved to adjourn the meeting, and Trustee Towns seconded the motion. Secretary Brown called the roll, and the motion carried unanimously. The meeting was adjourned.