

**Tennessee State University Board of Trustees
Regular Meeting – June 13, 2019
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, Mr. Stephen Corbeil, Mr. William Freeman, Ms. Pam Martin, Dr. Edith Peterson Mitchell, Dr. Ali Sekmen, Dr. Obie McKenzie (via phone), and Ms. Braxton Simpson.

University Board Staff Present: President Glenda Glover, General Counsel and Board Secretary, Laurence Pendleton, 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 Board of Trustees meeting to order at 2:00 p.m., CST on June 13, 2019.

II. WELCOME AND INTRODUCTIONS

The Board Chair welcomed the attendees and recognized Dr. Ali Sekmen as the re-elected Faculty Trustee. Dean Frank Stevenson gave the invocation.

III. ROLL CALL/DECLARATION OF A QUORUM

Chair Walker asked the Board Secretary, Laurence Pendleton, to call the roll. The following Trustees were present during roll call: Dr. Deborah Cole, Mr. Stephen Corbeil, Mr. William Freeman, Ms. Pam Martin, Dr. Edith Peterson Mitchell, Dr. Ali Sekmen, Dr. Joseph Walker, III, and Ms. Braxton Simpson. Board Secretary Pendleton announced the presence of a quorum. Trustee McKenzie attended the meeting by telephone shortly after the Secretary called the roll.

IV. ACTION ITEMS

A. APPROVAL OF THE FEBRUARY 21, 2019, BOARD MEETING MINUTES

Chair Walker introduced the first action item – the approval of the minutes of the February 21, 2019, board meeting. Trustee Mitchell moved to approve the February 21, 2019, board meeting minutes and Trustee Cole seconded the motion. There was no discussion. The motion carried unanimously by roll call vote.

B. APPOINTMENT OF BOARD CHAIR

Chair Walker stated that Article IV of the Bylaws establishes two specific board officers: a Chair and a Vice Chair. The officers shall be elected from among the voting membership of the Board by a majority of those present and voting. Each officer shall serve a two-year term until successors are elected or a vacancy occurs. The Chair and Vice Chair may serve for a maximum of two (2) full consecutive terms.

Chair Walker then opened the floor for nominations for the Chair.

Trustee Cole nominated Dr. Walker to serve as Chair for another two-year term. No other nominations came forward. The Board voted unanimously by roll call vote for the nomination. Therefore, Chair Walker was re-appointed as Chair of the Board.

Chair Walker accepted the re-appointment.

C. APPOINTMENT OF BOARD VICE CHAIR

Chair Walker opened the floor for nominations for the Vice Chair. He then nominated Dr. Deborah Cole to serve as Vice Chair for another two-year term. No other nominations came forward. The Board voted unanimously by roll call vote for the nomination. Dr. Cole was re-appointed to serve as Vice Chair.

D. APPOINTMENT OF AT-LARGE EXECUTIVE COMMITTEE MEMBERS

Chair Walker stated that pursuant to the Board's Committees of the Board policy, the Board's Executive Committee is comprised of the Board Chair, Board Vice Chair, and at least one at-large voting member elected by the Board. Members of the Executive Committee serve for a term of two years. Currently, Trustee Martin serves as an at-large member of the Executive Committee. With Trustee Martin's term expiring, we must make at least one appointment to serve as an at-large member on the Executive Committee.

Chair Walker recommended and moved for the reelection of Trustee Martin to serve on the Executive Committee. The motion was seconded by Trustee Mitchell and it was carried unanimously by roll call vote.

Chair Walker then moved to elect Trustee Corbeil, the current Chair of the Finance and Budget Committee, to serve on the Board of Trustees' Executive Committee. The motion was seconded by Trustee Mitchell and it was carried unanimously by roll call vote.

E. APPROVAL OF REAPPOINTMENT OF AUDIT COMMITTEE MEMBERS

Chair Walker stated that pursuant to the Board's Committees of the Board Policy and state law, the Board established an Audit Committee in 2017. Chair Walker selected the following Trustees to serve on the inaugural Audit Committee, subject to Board approval: Trustee Deborah Cole, Trustee Obie McKenzie, and Trustee Edith Peterson-Mitchell. The Audit Committee members serve a two (2) year term.

Chair Walker then stated that to ensure compliance with state law and the Board Audit Committee Charter, the Board must approve the Audit Committee members. The Chair is recommending the reappointment of the current members of the Audit Committee to serve another two-year term on the Audit Committee and made a motion for same.

Trustee Lewis seconded the motion and it was carried unanimously by roll call vote. Trustees McKenzie, Cole and Mitchell will serve another two-year term.

F. APPROVAL OF REAPPOINTMENT OF AUDIT COMMITTEE CHAIR

Chair Walker has selected Trustee Cole to continue to chair the Audit Committee, subject to Board approval. The Audit Committee Chair shall serve a one-year term as chair.

To ensure compliance with state law and the Board Audit Committee Charter, the Board must approve the Chair of the Audit Committee.

Chair Walker made a motion to reappointment of Trustee Cole to serve as Audit Committee

Chair. Trustee Mitchell seconded the motion and it carried unanimously by roll call vote.

G. APPOINTMENT OF THE STUDENT TRUSTEE

Chair Walker reminded all present that in March 2018, the Board approved the President's recommendation to appoint Trustee Simpson to serve as the Student Trustee for the 2018-2019 fiscal year.

Pursuant to the institution's Student Trustee recommendation process, the Tennessee State University Student Government Association ("SGA") solicited and conducted a preliminary review of the candidates and forwarded three candidates for further consideration. The Board Secretary and Associate Vice President for Student Affairs then met with the finalist candidates and made a recommendation to the President for interviews. At the conclusion of the recommendation process, President Glover decided to recommend the reappointment of Ms. Braxton Simpson to serve another term as the Student Trustee.

Chair Walker made a motion to appointment Braxton Simpson to serve another one year term as the Student Trustee for the 2019-20 fiscal year. Trustee Martin seconded and the motion was carried unanimously by a roll call vote.

H. AUDIT COMMITTEE REPORT

Trustee Cole informed the board that the audit committee met to take action on two items, received reports on and discussed two other items, and voted to go into executive session to discuss items deemed confidential under state law.

Trustee Cole said that the Audit Committee voted to recommend to the full Board the approval of the February 21, 2019, Audit Committee meeting minutes, and the approval of the Internal Audit Office's Fiscal Year 2019-2020 Audit Plan. The Committee also received reports on the Audit Office's Audit Activities and the Audit Office's Internal Quality Assessment from Internal Audit Director Davis.

I. APPROVAL OF THE FEBRUARY 21, 2019, AUDIT COMMITTEE MEETING MINUTES

Trustee Cole moved to approve the minutes of February 21, 2019, audit committee meeting as contained in the board materials for the June 13, 2019, board meeting. Trustee Mitchell seconded the motion, which carried unanimously by a roll call vote.

II. APPROVAL OF THE FISCAL YEAR 2019-2020 AUDIT PLAN

Trustee Cole moved to approve the office of Internal Audit's Fiscal Year 2019-2020 Audit Plan, as contained in the Board materials for the June 13, 2019, Board meeting. Trustee Mitchell seconded the motion, and it carried unanimously by a roll call vote.

Trustee Cole concluded the Audit Committee report.

I. FINANCE AND BUDGET COMMITTEE REPORT

Trustee Corbeil stated that the Finance and Budget Committee met today to discuss and vote on some important action and information items. The Committee voted to recommend to the full

Board the approval of the February 21, 2019, Finance and Budget Committee meeting minutes, the approval of the fiscal year 2019-2020 tuition and mandatory fee increase of 2.19 percent, and the approval of the institutional budgets.

Trustee Corbeil also stated that the Committee voted to recommend to the full Board the approval of the institution's fiscal year 2019-2020 compensation plan, the approval of the revised accounts receivable policy, and the approval of the fiscal year 2019-2020 capital construction plan.

Trustee Corbeil added that President Glover and her team also provided reports on the institution's composite financial index, a financial report related to operational matters, and an update on enrollment, marketing, and student recruitment plan.

I. APPROVAL OF FEBRUARY 21, 2019, FINANCE AND BUDGET COMMITTEE MEETING MINUTES

On behalf of the Finance and Budget Committee, Trustee Corbeil moved to approve the minutes of the February 21, 2019, Finance and Budget Committee meeting, as contained in the Board materials for the June 13, 2019, Board meeting.

Trustee Mitchell seconded and the motion was carried by a roll call vote.

II. APPROVAL OF THE FISCAL YEAR 2019-20 TUITION AND MANDATORY FEE INCREASE OF 2.19 PERCENT

On behalf of the Finance and Budget Committee, Trustee Corbeil moved to approve the fiscal year 2019-2020 tuition and mandatory fee increase of 2.19 percent, as contained in the Board materials for the June 13, 2019, Board meeting. Trustee Mitchell seconded the motion, which carried unanimously by a roll call vote.

III. APPROVAL OF INSTITUTIONAL BUDGETS

On behalf of the Finance and Budget Committee, Trustee Corbeil moved to approve the Institutional budgets, as contained in the Board materials for the June 13, 2019, Board meeting. Trustee Lewis seconded and the motion carried with a unanimous roll call vote.

IV. APPROVAL OF THE INSTITUTION'S FISCAL YEAR 2019-20 COMPENSATION PLAN

On behalf of the Finance and Budget Committee, Trustee Corbeil moved to approve the institution's fiscal year 2019-20 Compensation Plan, as contained in the Board materials for the June 13, 2019, Board meeting. Trustee Cole seconded and the motion was carried with a roll call vote.

V. APPROVAL OF REVISED ACCOUNTS RECEIVABLE POLICY

On behalf of the Finance and Budget Committee, Trustee Corbeil moved to approve the Institution's revised accounts receivable policy, as contained in the Board materials for the June 13, 2019, Board meeting. Trustee Mitchell seconded and the motion was carried with a roll call vote.

VI. APPROVAL OF THE INSTITUTION'S FY 2019-20 CAPITAL CONSTRUCTION PLAN

On behalf of the Finance and Budget Committee, Trustee Corbeil moved to approve the institution's fiscal year 2019-20 Capital Construction Plan, as contained in the Board materials for

the June 13, 2019, Board meeting. Trustee Martin seconded and the motion was carried with a roll call vote.

Trustee Corbeil concluded the Audit Committee report.

J. ACADEMIC AFFAIRS AND STUDENT AFFAIRS COMMITTEE REPORT

Trustee Martin reported that the affairs and student affairs committee met to consider and vote on nine agenda items and received information on five other agenda items.

Trustee Martin stated that the Academic Affairs and Student Affairs Committee voted to recommend to the full Board the approval of the February 21, 2019, Academic Affairs and Student Affairs Committee meeting minutes, the approval of the 2018-2019 tenure and promotion recommendations, the approval of an off-campus dual enrollment academic program with Clarksville-Montgomery County School system, and the approval of a curriculum modification for the PhD program in Engineering.

Trustee Martin continued that the Academic Affairs and Student Affairs Committee also voted to recommend to the full Board the approval of an academic program name change involving the aeronautical and industrial technology program in the College of Engineering, the approval of off-campus academic programs sites at Motlow State Community College and Nashville State Community College, the approval of a new online graduate certificate program for online educational technology leadership, the approval of the inactivation of the School of Psychology concentration of the M.S. School of Psychology program, and the approval of a change in the eligibility requirements for the 250-mile radius tuition rate program.

Trustee Martin added that the Academic Affairs and Student Affairs Committee received reports on the SACSCOC Ten Year Reaffirmation Review, faculty retention, academic affairs, the academic calendar, and student affairs.

I. APPROVAL OF THE FEBRUARY 21, 2019, ACADEMIC AFFAIRS AND STUDENT AFFAIRS COMMITTEE MEETING MINUTES

On behalf of the Academic Affairs and Student Affairs Committee, Trustee Martin moved to approve the minutes of the February 21, 2019, Academic Affairs and Student Affairs Committee meeting, as contained in the Board materials for the June 13, 2019, Board meeting. Trustee Sekmen seconded and the motion carried with a roll call vote.

II. APPROVAL OF 2019-20 TENURE AND PROMOTION RECOMMENDATIONS

On behalf of the Academic Affairs and Student Affairs Committee, Trustee Martin moved to approve the 2018-2019 tenure and promotion recommendations, as contained in the Board materials for the June 13, 2019, Board meeting. Trustee Lewis seconded and the motion was carried with a roll call vote.

III. APPROVAL OF OFF-CAMPUS DUAL ENROLLMENT ACADEMIC PROGRAM WITH CLARKSVILLE-MONTGOMERY COUNTY SCHOOL SYSTEM

On behalf of the Academic Affairs and Student Affairs Committee, Trustee Martin moved to approve the off-campus dual enrollment academic program with Clarksville-Montgomery County

School system, as contained in the Board materials for the June 13, 2019, Board meeting. Trustee Lewis seconded and the motion was approved with a roll call vote.

APPROVAL OF REVISED ACADEMIC PROGRAMS – CURRICULUM MODIFICATION FOR THE PHD PROGRAM IN ENGINEERING

On behalf of the Academic Affairs and Student Affairs Committee, Trustee Martin moved to approve the curriculum modification for the PhD program in Engineering, as contained in the Board materials for the June 13, 2019, Board meeting. Trustee Corbeil seconded and the motion was carried with a roll call vote.

IV. APPROVAL OF ACADEMIC PROGRAM NAME CHANGE – AERONAUTICAL AND INDUSTRIAL TECHNOLOGY

On behalf of the Academic Affairs and Student Affairs Committee, Trustee Martin moved to approve the academic program name change involving the aeronautical and industrial technology program in the College of Engineering, as contained in the Board materials for the June 13, 2019, Board meeting. Trustee Freeman seconded and the motion was carried with a roll call vote.

V. APPROVAL OF OFF-CAMPUS ACADEMIC PROGRAM SITES – MOTLOW STATE COMMUNITY COLLEGE AND NASHVILLE STATE COMMUNITY COLLEGE

On behalf of the Academic Affairs and Student Affairs Committee, Trustee Martin moved to approve the off-campus academic programs sites at Motlow State Community College and Nashville State Community College, as contained in the Board materials for the June 13, 2019, Board meeting. Trustee Lewis seconded and the motion was carried with a roll call vote.

VI. APPROVAL OF ACADEMIC CERTIFICATE PROGRAM: ONLINE EDUCATIONAL TECHNOLOGY LEADERSHIP

On behalf of the Academic Affairs and Student Affairs Committee, Trustee Martin moved to approve the new online graduate certificate academic program for educational technology leadership, as contained in the Board materials for the June 13, 2019, Board meeting. Trustee Lewis seconded and the motion was carried with a roll call vote.

VII. APPROVAL OF INACTIVATION OF THE SCHOOL OF PSYCHOLOGY CONCENTRATION OF THE M.S. SCHOOL PSYCHOLOGY PROGRAM

On behalf of the Academic Affairs and Student Affairs Committee, Trustee Martin moved to approve the inactivation of the School of Psychology concentration of the M.S. School of Psychology program, as contained in the Board materials for the June 13, 2019, Board meeting. Trustee Lewis seconded and the motion was carried with a roll call vote.

VIII. APPROVAL OF CHANGE IN ELIGIBILITY REQUIREMENTS OF THE 250 MILE RADIUS TUITION RATE PROGRAM

On behalf of the Academic Affairs and Student Affairs Committee, Trustee Martin moved to approve a change in the eligibility requirements for the 250-mile radius tuition rate, as contained in the Board materials for the June 13, 2019, Board meeting. Trustee Mitchell seconded and the motion was carried with a roll call vote.

K. EXECUTIVE COMMITTEE REPORT

Chair Walker stated that the Executive Committee met today to discuss and vote on three committee agenda items. The Committee voted to recommend to the full Board the approval of the February 21, 2019, Executive Committee meeting minutes, the approval of an amendment to Article III of the Board's Bylaws, and the approval of an amendment to Article VII of the Board's Bylaws.

Chair Walker also stated that the Executive Committee heard reports on Board Committee assignments, the President's annual performance review process, and a report from Secretary Pendleton.

I. APPROVAL OF THE FEBRUARY 21, 2019, EXECUTIVE COMMITTEE MEETING MINUTES

On behalf of the Executive Committee, Chair Walker moved to approve the minutes of the February 21, 2019, Executive Committee meeting, as contained in the Board materials for the June 13, 2019, Board meeting. Trustee Mitchell seconded the motion and it was approved with a roll call vote.

II. APPROVAL OF AN AMENDMENT TO ARTICLE III OF THE BOARDS'S BYLAWS

On behalf of the Executive Committee, Chair Walker moved to approve the amendment to Article III of the Board's Bylaws, as contained in the Board materials for the June 13, 2019, Board meeting. Trustee Martin seconded and the motion was approved with a roll call vote.

III. APPROVAL OF AN AMENDMENT TO ARTICLE VII OF THE BOARD'S BYLAWS

On behalf of the Executive Committee, Chair Walker moved to approve the amendment to Article VII of the Board's Bylaws, as contained in the Board materials for the June 13, 2019, Board meeting. Trustee Mitchell seconded and the motion was approved by a roll call vote.

V. UPDATE ON THE STATE BUILDING COMMISSION APPROVED CONSTRUCTION PROJECTS

Chair Walker asked President Glover to present the report on the state building commission approved construction projects. President Glover called on Chief of Staff, Dr. Curtis Johnson, as her designee to provide the report.

Dr. Johnson explained that he and his team were tasked to oversee the construction of two new residence halls for our students. He pointed out that before the planning began, his team held listening sessions with members of Resident Life and Student Affairs so that a proposal could be put in place to take before the State Building Commission.

Dr. Johnson revealed some of his plans, which included a multi-story 700-bed facility. In addition to accommodating 700 beds, the 214,570 sq. ft. building will house a dining hall, convenient store, salon, lounges, computer labs and several flexible / multi-purpose educational spaces. Three courtyards would surround this building, thus providing additional entertainment space for students.

Chair Walker thanked Dr. Johnson for his report.

VI. PRESIDENT'S REPORT

President Glover indicated that the institution has had a good year, but is not without its challenges. She assured the Board that she is laser focused on the challenges ahead and on strategic planning.

She emphasized the positive student experience. She stated that the focus on recruiting talented students who can succeed at TSU. She noted that incoming students have a slightly higher grade point average than the previous incoming class. She noted 1614 students graduated in the 2018-19 academic year.

President Glover note the addition of the intent to enroll form. She also commented on Tupac Mosley, a formerly homeless student with over a 4.0 grade point average who announced he would be attending TSU. She discussed the institution's retention and completion initiatives.

President Glover indicated that the financial position of TSU is solid. She noted TSU's strong position under the composite financial index. She also noted the institution is engaged in strategic funding for scholarships, including funding from Apple and Amazon. She commented on the effects lack of funding have on students and student debt. She stated that the Governor recommended 44,672,700 to be appropriated to TSU, including \$1,026,300 for recurring special allocations, \$2032,200 in recurring funds for student outcome growth to increase student progression and support, \$2,000,000 for a non-recurring institutional grant to support retention of highly qualified students from undeserved populations, and \$1,000,000 in recurring funds to expand capacity into new Food and Agricultural research areas.

President Glover also discussed the Farm Bill, which will provide new centers of excellence on at least three HBCU campuses and mandatory funding for new scholarships. The Farm Bill also compels reporting requirements on state match funding, and authorizes industrial HEMP related research.

President Glover commented that TSU is now an R2 research institution, with R1 institutions being the top research category. TSU is one of only ten HBCU institutions in the R2 research classification.

President Glover noted improvements in campus safety, with TSU having the highest decline in crime among the universities in the state. TSU has also increased its police visibility, provided additional lighting, student safety patrol, and improved campus perimeter access points.

President Glover also commented on TSU'S grants and research, with TSU ranked in the top five among HBCUs in research. TSU has the largest portfolio in terms of USDA funding. President Glover noted that TSU's endowment has grown to 60 million dollars due to wise management and investing. TSU has the 10th largest endowment among HBCUs.

President Glover also noted the institution's student activities. TSU's police academy won the HBCU digest award for best student organization.

President Glover discussed the university's construction schedule, including construction involving the residence halls and the health sciences building.

VII. BOARD CHAIR'S REPORT

Chair Walker thanked the President for her report and took the opportunity to thank the Board for the work that they have been doing for TSU. He commented about the role and expertise of the Board members. He noted the deep dives the board members were taking in the Board Committee meetings. He also thanked President Glover for her work as President.

VIII. ADJOURNMENT

The chair called for a motion to adjourn, which Trustee Mitchell made and was seconded by Trustee Cole. The motioned carried unanimously by roll call vote. The meeting was adjourned at 3:21 p.m. CST.