

**Regular Meeting – September 20, 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, Mr. Stephen Corbeil, Mr. William Freeman, Dr. Edith Peterson Mitchell, Dr. Ali Sekmen, Dr. Obie McKenzie, Ms. Pam Martin, and Ms. Braxton Simpson.

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

University Staff Present to Assist the Board: Ms. Kelli Sharpe and Ms. Tamika Parker.

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 September 20, 2018, Board of Trustees meeting to order at 1:47 p.m., CST. The Board Chair welcomed the attendees. Dean Frank Stevenson gave the invocation.

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. Edith Peterson Mitchell, Dr. Ali Sekmen, Dr. Obie McKenzie, Ms. Pam Martin, Dr. Joseph Walker, III, and Ms. Braxton Simpson. Board Secretary Pendleton announced the presence of a quorum and noted that he would conduct roll call to record votes for the meeting because Trustee McKenzie was attending the meeting via conference call.

III. ACTION ITEMS

A. APPROVAL OF MINUTES OF THE JUNE 21, 2018 BOARD MEETING

Chair Walker introduced the first action item – the approval of the minutes of the June 21, 2018, board meeting. Trustee Cole moved to approve the June 21, 2018, board meeting minutes and Trustee Mitchell seconded the motion. There was no discussion. The motion carried unanimously (8 Ayes/ 0 Nays).

B. APPROVAL OF THE REAPPOINTMENT OF AUDIT COMMITTEE CHAIR

Chair Walker announced that the term of the Audit Committee Chair was up for renewal and moved to reappoint Trustee Cole to a second term as the Audit Committee Chair. Trustee Corbeil moved to reappoint Trustee Cole to a second term as the Audit Committee Chair. Trustee Mitchell seconded the motion. There was no discussion. The motion carried unanimously (8 Ayes/ 0 Nays).

C. AUDIT COMMITTEE REPORT

Trustee and Audit Committee Chair Cole provided the report of the September 20, 2018, Audit Committee meeting.

Trustee Cole noted that the Audit Committee voted to recommend approval of the June 21, 2018, Audit Committee meeting minutes to the full board, reviewed and discussed both internal and external audits, and moved into executive session.

Trustee Cole moved to approve the June 21, 2018, Audit Committee meeting minutes as contained in the September 20, 2018, Board materials. Trustee Mitchell seconded the motion. There was no discussion and the motion carried unanimously (8 Ayes / 0 Nays).

D. FINANCE AND BUDGET COMMITTEE REPORT

Trustee Corbeil provided the report of the September 20, 2018, Finance and Budget Committee meeting.

Trustee Corbeil noted that the Committee voted to recommend the June 21, 2018, Finance and Budget Committee meeting minutes to the board. Trustee Corbeil introduced the newly appointed Vice President of Business and Finance, Horace Chase. Trustee Corbeil informed attendees that the committee also received reports on institutional budgets, enrollment, and TSU Foundation activities including the comprehensive campaign and the Cumberland Shores development project.

Trustee Corbeil moved to approve the minutes of the June 21, 2018, Finance and Budget meeting. Trustee Freeman seconded the motion, which carried unanimously. (8 Ayes/ 0 Nays).

Chair Walker opened the floor to other discussion. Trustee Sekmen asked to provide the faculty's insight on the items related to the Finance and Budget committee. He stated that according to the Association of Governing Boards, the Board of Trustees is charged with ensuring academic quality and proficient fiscal management for the university. Trustee Sekmen commented on the sources of revenues for the institution and an 8 percent decrease in headcount and FTE. He also relayed concerns regarding the lack of student purges and student balances exceeding \$5,000.

Trustee Sekmen conveyed his belief that the University's true revenue generating enrollment is lower than presented to the board, a trend that continued from the previous academic year. Trustee Sekmen commented that allowing students with unpaid fees to remain on the enrollment list presents an undue burden on students and results in other negative financial consequences.

Trustee Sekmen stated that TSU is not in a sound financial position and surmised that further budget cuts, furloughs, and lay-offs might be necessary to continue operations.

Trustee Sekmen moved that the administration base the October 2018-Revised budget on actual revenues received rather than on per capita student counts or FTE.

Chair Walker thanked Trustee Sekmen for his comments and informed the attendees that the President would address many of the items Trustee Sekmen raised.

President Glover noted that only 25% - 28% of the university's revenue comes from state appropriations and that to base the Revised October budget on the state appropriations would be inaccurate and noted that Trustee Sekmen is neither an accountant nor a CPA (certified public accountant.).

Trustee Sekmen noted his participation on the Board of Trustees since its inception and commented that the opinions and statements he made were not his personally, but those expressed from the faculty body. Trustee Sekmen also clarified that his motion was to base the October 2018-Revised budget on tuition and fees actually received and state appropriations.

Trustee Cole commented that the board reviews the budget in three phases over a fiscal year and that the audit committee conducts extensive reviews as well. Trustee Cole noted that she had personal knowledge of the President's decision to not purge students this year and felt very comfortable with the fact that students were not purged. She thanked Trustee Sekmen for his comments and asked that the board allow the President to present information on enrollment in her report.

Trustee Corbeil commented that as the chair of the Finance and Budget committee, two additional updates to the budget will be made including a revised budget in November, and then a final budget. He commented that many of the trustees have backgrounds in finance, understand budgets and finance, and that after additional reviews, the board will have a sound understanding of the university's financial position and will make the necessary adjustments to protect the university.

Chair Walker called for a second. No second was made and the motion failed.

E. ACADEMIC AFFAIRS / STUDENT AFFAIRS COMMITTEE REPORT

Trustee Martin provided the committee report for the Academic Affairs and Student Affairs Committee.

Trustee Martin stated that the Academic Affairs and Student Affairs Committee voted to recommend the approval of the following to the full Board as contained in the September 20, 2018, Board meeting materials: 1) the June 21, 2018, Academic Affairs and Student Affairs Committee meeting minutes; 2) TSU's Policy on SACSCOC Substantive Change; and 3) New certificate academic programs for public health and local government. Trustee Martin noted that the committee voted to refer the inactivation of the School of Psychology concentration in the M.S. program in Psychology back to the Academic Affairs and Student Affairs Committee.

Trustee Martin reported that the Academic Affairs and Student Affairs Committee also received reports on academic affairs and student affairs, and Trustee Simpson reported on her recent experience participating in the THEC sponsored statewide orientation session for Student Trustees.

Trustee Martin thanked Trustee Simpson for her work as the student Trustee.

Trustee Martin moved to approve the minutes of the June 21, 2018, Academic Affairs and Student Affairs committee meeting minutes as contained in the September 20, 2018, Board materials. Trustee Freeman seconded the motion. There was no discussion and the motion carried (7Ayes/ 0 Nays).

Trustee Sekmen asked to provide faculty comments regarding items reviewed in the Academic Affairs/ Student Affairs committee. Trustee Sekmen commented on the decline of TSU's academic rankings according to US News and World Reports and moved that the administration provide a plan to improve the university's rankings to the board at the next board meeting.

Chair Walker responded by quoting TSU's ranking among historically black colleges and universities as reported by www.HBCU-colleges.com. He provided the rankings on various TSU programs.

President Glover commented that US News and World Report uses enrollment and other retention factors to rank universities. She noted that the university's change in strategic position has affected the university's rankings by US News and World Report.

Trustee Corbeil asked whether there is an appropriate committee to address the university's rankings. President Glover asked that the board allow the university to review rankings and requested that the Academic Affairs and Student Affairs committee be allowed to own the issue.

Trustee Cole asked whether Trustee Sekmen would withdraw his motion to allow her to refer the issue of rankings to the Academic Affairs Committee. Trustee Sekmen withdrew his motion. Trustee Cole moved to refer the issue of rankings to the Academic Affairs and Student Affairs Committee. Trustee Corbeil seconded the motion. The motion carried (7Ayes/ 0 Nays).

Trustee Sekmen asked to provide a second faculty insight related to the Academic Affairs and Student Affairs committee. He stated that based on a THEC report, TSU's headcount and FTE were as the lowest of the Tennessee land grant institutions, that TSU's enrollment has continued to decline over the previous three consecutive years, and that TSU's graduation rate has declined over the previous four or five previous consecutive years. Trustee Sekmen moved that the administration provide a plan to the board explaining the cause of and actions to be taken to correct the declining enrollment and graduation rates.

Chair Walker commented that the items Trustee Sekmen raised would later be addressed by the President in her report and noted that the university's strategic direction is designed to increase both enrollment and graduation rates.

Trustee Corbeil noted that a long, detailed, and robust conversation regarding the strategic plan and its effects on enrollment and graduation occurred in the Finance and Budget meeting. Items discussed included marketing, student engagement, and alumni engagement. The report also included the causes of the decline in enrollment including the nursing program and students that did not return. Trustee Corbeil expressed that he was puzzled as to why the item that had been so thoroughly discussed in committee was being raised as a motion in the full board meeting.

Trustee Cole noted that President Glover would present a preview of the enrollment correction plan to the full board.

Chair Walker called for a second. No second was made and the motion failed.

Trustee Martin also reported that the Academic Affairs and Student Affairs Committee considered and voted to recommend to the full Board the approval of TSU's policy on SACSCOC Substantive Change.

Trustee Martin noted that the Division of Academic Affairs has developed a policy governing the conditions and process by which TSU shall notify or obtain approval from TSU's accrediting body, the Southern Association of Colleges and Schools Commission on Colleges (SACSCOC), before the institution implements any substantive change in its academic programs. The notification to SACSCOC would occur after the requisite approvals at the institution and Board levels. Based on the Committee's review of the policy and discussion of the policy with University personnel, the Academic Affairs and Student Affairs Committee voted to recommend to the full Board the approval of the TSU policy on SACSCOC substantive change, as contained in the Board's September 20, 2018, meeting materials.

Trustee Martin moved to approve the TSU policy on SACSCOC substantive change, as contained in the Board's September 20, 2018, meeting materials. Trustee Mitchell seconded the motion, which carried. (7Ayes/ 0 Nays. Trustee McKenzie abstained).

Chair Walker asked Trustee Martin to continue with her report. Trustee Martin reported that the Academic Affairs and Student Affairs Committee discussed and voted to recommend to the full board for approval, the institution's proposed new certificate programs in public health and local

government. The institution is proposing the creation of the Certificate in Public Health Management to train public health managers and physicians in partner countries to work with scientists, advance public health agendas, and improve health outcomes by using the newest tools of public health. The Local Government program is a short-term program to train current and future local government employees, in Tennessee, on how effectively and efficiently to manage public sector organizations at the local government level.

Trustee Martin noted 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. Based on the Committee's review of the policy and discussion of the policy with University personnel, the Committee voted to recommend for approval by the full board the institution's proposed new certificate programs in public health and local government, as contained in the Board's September 20, 2018, meeting materials.

Trustee Martin moved to approve the institution's new certificate programs in public health and local government, as contained in the Board's September 20, 2018, meeting materials. Trustee Cole seconded the motion, which carried. (7Ayes/ 0 Nays).

Trustee Martin reported that the last action item taken up by the Academic Affairs and Student Affairs Committee involved the institution's proposed inactivation of the School of Psychology Concentration in the M.S. program in Psychology.

Trustee Martin reported that based on the Committee's review and discussion of this agenda item, the Committee voted to refer this agenda item back to the committee for further study and consideration. Trustee Martin moved to approve the referral of the inactivation of the School of Psychology Concentration in the M.S. program in Psychology, as contained in the September 20, 2018, Board meeting materials back to the Academic Affairs and Student Affairs committee. (7Ayes/ 0 Nays).

F. 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: (1) the approval of the minutes of the June 21, 2018, Executive Committee meeting, (2) the approval of the minutes of the August 15, 2018, Executive Committee meeting, (3) the approval of an amendment to Board Policy 002: Committees of the Board Policy, and (4) approval of Board Policy 005: Board Self-Assessment and Trustee Orientation.

Chair Walker moved to approve the minutes of the June 21, 2018, Executive Committee meeting, as contained in the Board materials for the September 20, 2018, Board meeting. Trustees Cole and Mitchell seconded the motion. There was no discussion and the motion carried unanimously (8 Ayes/ 0 Nays).

Chair Walker moved to approve the minutes of the August 15, 2018, Executive Committee meeting, as contained in the Board materials for the September 20, 2018, Board meeting. Trustee Mitchell seconded the motion. There was no discussion and the motion carried unanimously (8 Ayes/ 0 Nays).

Chair Walker moved to approve the amendment of Board Policy 002: Committees of the Board Policy, as contained in the Board materials for the September 20, 2018, Board meeting. Trustees Cole seconded the motion. There was no discussion and the motion carried unanimously (8 Ayes/ 0 Nays).

Chair Walker moved to approve the amendment of Board Policy 005: Board Self-Assessment and Trustee Orientation Policy, as contained in the Board materials for the September 20, 2018, Board meeting. Trustees Cole seconded the motion. There was no discussion and the motion carried unanimously (8 Ayes/ 0 Nays).

G. THE PRESIDENT'S REPORT

The President provided a report to the Board and attendees on (1) Enrollment of the New Freshmen class. She noted that the average grade point average and ACT scores were higher for this year's class as compared to previous years' classes. The President confirmed that a decline in enrollment was recognized. She noted that Tennessee Promise, a program offering free tuition to in-state students to community colleges, contributed to declining enrollment. The President also noted that the increased admission standards resulted in the denial of admission to over 900 students and she noted that the increased enrollment standards resulted in part from a faculty mandate for higher performing students. President Glover commented that financial constraints on returning students resulted in reduced enrollment. The President clarified for attendees that Tennessee's state appropriations funding model does not rest on enrollment, but on student progress through the program and graduation. President Glover acknowledged and thanked Alpha Kappa Alpha Sorority, Thurgood Marshall Foundation, and Cigna Corporation for providing funding to help students return to school.

President Glover noted that she has received criticism for not purging students and commented that her leadership philosophy rests on doing all in her and the university's power to help students stay in school. She acknowledged that purging students is only a last resort. President Glover acknowledged that students who do not come from wealthy families have to borrow money to attend university and that the university has an obligation to help these students to manage their debt.

President Glover moved onto improvements to campus IT systems and highlighted improvements in marketing and online application processes.

President Glover detailed the "ground-game" the university is implementing to increase enrollment. She highlighted an MOU she and Dr. Jackie Mitchell signed with Nashville State's president to create a Nashville State Community College to TSU pipeline. President Glover

recounted the paradigm shift the university is developing for its graduating seniors to consider obtaining a graduate degree from TSU.

President Glover discussed the TSU Renaissance consisting of the new academic standards, marketing plan, and associated costs.

President Glover reported on the enrollment by major throughout the university. President Glover also touched on retention initiatives including Winter Xpress where students can take classes over the winter break. President Glover discussed potential changes to work-study programs where funds earned by students could be paid directly to student accounts to lower balances and improve retention.

President Glover commented on the increase in degree production from 2014 through 2017 from 988 to 1,173. She noted that the graduation rates will be evaluated under the new model, which will count part time students.

President Glover moved onto salary adjustments. She noted that effective July 1, 2018, all faculty received a 2% salary increase while staff received a 1.5% salary increase. All faculty salaries were brought up to \$55,000 minimum annually, all department chair annual salaries were brought up to \$90,000 minimum, and the President's cabinet did not receive an increase. President Glover also noted that no faculty cuts are planned and have not been discussed. She commented that cuts may be necessary to balance the budget, but those cuts will be from auxiliary expenses including employee cell phones and car allowances.

President Glover moved onto SACSCOC accreditation and the emphasis on student placement.

President Glover then moved to Grants and Research and noted that from FY 2014-15 to FY 2017-18, the total awards increased from \$51,528,795 to \$52,860,542. She noted that the FY 2017-2018 goal was exceeded by \$2,860,542.

President Glover reported on the HBCU Endowment rankings and showed that TSU's endowment is ranked at 10 of all HBCUs and number 2 of public school endowments. The value of the endowment is \$56,767,885.

President Glover noted that during HBCU week, Alpha Kappa Alpha raised over \$1.1 million, \$100,000 of which will be awarded to Tennessee State. She invited other members of the National Pan-Hellenic council to participate in raising funds for HBCUs.

President Glover then reported on campus safety. The university has increased police visibility, access to campus is better controlled, \$1.9 million in funding was awarded to the university for campus safety initiatives, and 93% of freshmen report feeling safe on campus.

President Glover reported on planned campus construction of two residence halls, a Health Sciences building, a campus gateway entrance, an Alumni House and Welcome Center, engineering building, and the Cumberland Project.

President Glover highlighted TSU newsworthy items, including AOB's performance with Keith Urban, the James Shaw Jr. Foundation kickoff, and swearing in of Martesha Johnson (TSU alum) as Nashville's new Public Defender. President Glover commended Trustee Mitchell on being awarded the Jefferson Clinical award from Thomas Jefferson University.

The Chair commended President Glover on being awarded the Thurgood Marshall Fund's HBCU President of the Year this fall and thanked her for the President's report.

H. THE CHAIRMAN'S REPORT

Chair Walker thanked the Cabinet, faculty, and administration. Chair Walker reiterated the critical work that occurs in the Board committees and the heavy lifting being done by the board members in the committees. He noted his appreciation for their work, including the Student Trustee. Chair Walker opened the floor for other discussion.

Trustee Sekmen asked to bring a final faculty comment to the board. Trustee Sekmen commented that based on his twenty years of service to TSU, his roles as faculty representative to the board, past chair of the council of chairs, he is in a position to garner significant input from the campus community. He noted that the campus stakeholders have deep concerns about the state of the university and questioned whether the board is effectively able to affect the direction of the university.

Trustee Sekmen moved that the board authorize an independent third party to conduct a comprehensive campus wide climate survey of faculty prior to the November 15, 2018, board meeting. Chair Walker commented that as Chair, he has a responsibility to gate keep the integrity of the process. He also commented that the Board members devote their time and attention to the Board and analyze and challenge institutional data. He also referred to the committees in addressing and mitigating many items. He further commented that based on his extensive experience serving on other boards, the Board of Trustees is one of the most effective and responsible boards on which he has served.

Trustee Sekmen repeated his motion and Chair Walker asked if there was a second. There was no second, and the motion failed.

Chair Walker moved to adjourn the meeting. The motion was seconded by Trustee Mitchell. There was no discussion and the motion carried (8 ayes/ 0 nays.) The meeting was adjourned at 3:37 p.m. CST.