

**Tennessee State University Board of Trustees
Executive Committee Meeting. June 13, 2019
Tennessee State University – Main Campus – McWherter Administration Building,
President’s Conference Room – 3500 John A. Merritt Blvd., Nashville, Tennessee**

MINUTES

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

Other Board Members Present: Trustees Mitchell, Sekmen, Simpson, Lewis, Freeman, and Corbeil.

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

I. CALL TO ORDER

Chair Walker called the meeting to order at 9:50 a.m. He then proceeded to the second item on the agenda.

II. ROLL CALL/DECLARATION OF A QUORUM

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

Secretary Pendleton announced the presence of a quorum.

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

Chair Walker introduced the first order of business — the approval of the February 21, 2019, Executive Committee meeting minutes. Chair Walker informed the Committee that the minutes for the Executive Committee’s February 21, 2019, meeting were included in the Board materials for the June 13, 2019, Board meeting.

Chair Walker moved to recommend to the full Board the approval of the February 21, 2019, Executive Committee meeting minutes, as contained in the Board materials for the June 13, 2019, Board meeting. Trustee Cole seconded the motion. With there being no discussion, Chair Walker called for a vote. The motion carried unanimously.

IV. APPROVAL OF AN AMENDMENT TO ARTICLE III OF THE BOARD’S BYLAWS

Chair Walker introduced the next item on the agenda – approval of an amendment to Article III of the Board’s bylaws. Chair Walker asked Secretary and General Counsel Pendleton to address this agenda item.

Secretary Pendleton addressed the basis for the amendment. He stated that the amendment to Board Bylaw III.2A is recommended out of an abundance of caution to ensure compliance with

accreditation requirements related to mission review. The amendment provides more specification as to the timing of the Board's mission review.

Chair Walker moved to recommend to the full Board the approval of an 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 the motion. With there being no discussion, Chair Walker called for a vote. The motion carried unanimously.

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

Chair Walker introduced the next item on the agenda – approval of an amendment to Article VII of the Board's bylaws. Chair Walker asked Secretary and General Counsel Pendleton to address this agenda item.

Secretary Pendleton addressed the basis for the amendment. He stated that during recent sunrise hearings at the General Assembly, at least one lawmaker commented on the timeframe in which institutions allow individuals to request to come before the governing boards. To address this concern and shorten the period by which individuals can request to appear before the Board, an amendment is being proposed to Article VII.F.1 of the Bylaws.

Secretary Pendleton clarified that under the proposed amendment, individuals can request to appear before the board no later than five days prior to the board meeting, and the Chair has the discretion to permit an individual to request to appear before the board up to the day of the board meeting.

Chair Walker moved to recommend to the full Board the approval of an amendment to Article VII of the Board's bylaws, as contained in the Board materials for the June 13, 2019, Board meeting. Trustee Martin seconded the motion. With there being no discussion, Chair Walker called for a vote. The motion carried unanimously.

VI. REPORT ON BOARD COMMITTEE ASSIGNMENTS

Chair Walker indicated that the Board Committee Assignments would remain the same. He commended the Committee Chairs and the Committees for their great work in conducting the Committees' business and aiding the full board in the review and consideration of important board matters. He noted the Committees' momentum and indicated that he did not want to disturb that momentum with any changes to the current committees.

VII. REPORT ON PRESIDENT’S ANNUAL PERFORMANCE REVIEW PROCESS

Chair Walker asked Secretary Pendleton to provide a report on the President’s annual performance review process.

Secretary Pendleton provided information to the Committee on the performance evaluation procedures. He indicated that Chair Walker and the Executive Committee would be moving forward to commence the process.

VIII. SECRETARY’S REPORT

Chair Walker asked Secretary Pendleton to provide a report to the Board. Secretary Pendleton addressed Board member terms. He indicated that Governor Lee has yet to make any announcements on board appointments or reappointments.

Secretary Pendleton reminded the Executive Committee that Board officers serve for a two-year term, or until a successor has been duly appointed and qualified. Secretary Pendleton also noted that the Chair and Vice Chair may serve a maximum of two full consecutive terms.

Secretary Pendleton noted the THEC sponsored professional development sessions in Memphis on August 15-16, and THEC is encouraging board members to attend, if possible.

Secretary Pendleton also noted the passage of Public Chapter 507, which regulates legalized online sports gambling in the state. He stated that the new law prohibits trustees from directly or indirectly placing a wager or bet on a sporting event in this state. He noted that violations of the law are subject to criminal prosecution.

Secretary Pendleton concluded his report. Chair Walker thanked Secretary Pendleton for his report.

IX. ADJOURNMENT

Chair Walker opened the floor for any additional business. With no further business, Chair Walker moved for adjournment. Trustee Martin seconded the motion.

With there being no discussion, Chair Walker called for a vote. The motion carried unanimously. Chair Walker adjourned the meeting at 10:30 a.m.