

**Tennessee State University Board of Trustees
Executive Committee Meeting. November 15, 2018
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 Steve Corbeil, Bill Freeman, Edith Peterson Mitchell, Ali Sekmen, and Braxton Simpson.

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

I. CALL TO ORDER

Chair Walker called the meeting to order at 11:50 p.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 SEPTEMBER 20, 2018 EXECUTIVE COMMITTEE MEETING MINUTES

Chair Walker introduced the first order of business — the approval of the September 20, 2018, Executive Committee meeting minutes. Chair Walker informed the Committee that the minutes for the Executive Committee’s September 20, 2018, meeting were included in the Board materials for the November 15, 2018, Board meeting.

Chair Walker moved to recommend to the full Board the approval of the September 20, 2018, Executive Committee meeting minutes, as contained in the Board materials for the November 15, 2018, 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 BOARD POLICY 006: POLICY GOVERNING BOARD CONSIDERATION OF TUITION AND MANDATORY FEE INCREASES

Chair Walker moved to the next agenda item – approval of Board Policy 006 - Policy Governing Board Consideration of Tuition and Mandatory Fee Increases. Chair Walker asked Secretary Pendleton to address this agenda item.

Secretary Pendleton noted that the state of Tennessee enacted a law in the 2018 legislative session that requires all higher education institution governing boards to provide notice to the public prior to approving increases in tuition and fees, develop criteria upon which the board will consider tuition and fee increases, and submit a required annual report addressing the expenditure of funds derived from increases in tuition and fees. Secretary Pendleton explained that Board Policy 006 codifies the requirements of the law into a Board policy.

Chair Walker asked President Glover if she had any comments on the proposed policy. President Glover indicated that she had no comments.

Chair Walker moved for the Executive Committee to recommend to the full Board the approval of Board Policy 006 - Policy Governing Board Consideration of Tuition and Mandatory Fee Increases, as contained in the materials for the November 15, 2018, Board meeting. Trustee Martin seconded the motion. Chair Walker called for a vote. The motion carried unanimously.

V. UPDATE ON STATUS OF PRESIDENT'S ANNUAL PERFORMANCE REVIEW

Chair Walker reminded the Executive Committee and other Board members that he charged Vice Chair Cole with leading and coordinating the performance review process on behalf of the Executive Committee, including the solicitation of confidential feedback on President Glover's confidential self-assessment, meeting with President Glover, and ultimately creating a performance review document.

Chair Walker asked Vice Chair Cole to provide an update on the status of the performance review process. Vice Chair Cole noted that she was wrapping up the President's annual performance evaluation process. She noted that she had submitted the President's confidential self-assessment to the Board and selected invitees on August 17, 2018, and asked for the Board and invitees to submit written feedback on the President's confidential written self-assessment by August 27, 2018. Vice Chair Cole noted that she had met with the President and prepared a confidential written assessment of the President's performance and shared this assessment with the Board. She further noted that she would be meeting with President Glover to develop a final evaluation document and would provide a copy to the Board members.

Chair Walker thanked Vice Chair Cole for her hard work on administering the review process.

VI. SECRETARY'S REPORT

Chair Walker asked Secretary Pendleton to provide a report to the Board. Secretary Pendleton addressed Board member terms. He noted that the Governor's office has informed the institutions that the three year terms will end on July 1, 2019. Secretary Pendleton stated that the Governor's office has indicated that the new Governor will address board member

reappointments. He noted that under the FOCUS Act, board members continue to serve in their position until they are reappointed or replaced.

Secretary Pendleton referenced the conflict of interest forms and asked each board member to fill out another form.

Secretary Pendleton informed the Executive Committee that Governor Haslam will not be able to attend the board meeting, due to scheduling issues. He also noted that TSU and the other locally governed institutions will be participating in a Sunset Hearing on December 19 in front of the General Assembly's Joint Government Operations Committee.

Secretary Pendleton also reminded the Executive Committee and Board members that the Finance and Budget Committee will be holding a meeting on January 22, 2019, with the Foundation Board, and every board member is welcome to attend.

Secretary Pendleton then addressed the Board's bylaws and code of ethics and conflict of interest policy and reiterated some of the provisions contained in those documents, including board communications with personnel and student, conduct affecting the board, and protocol for raising board matters. He noted that board discussion is driven by the board agenda, and that matters should be raised in committee before being considered for deliberation and action at the board meeting. He further noted that under the Board's code of ethics policy, board members must avoid impeding board efficiency or economy, losing independence or impartiality, and adversely affecting the confidence of the public in the integrity of the board.

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

VII. ADJOURNMENT

Chair Walker opened the floor for any additional business. After seeing none, 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 12:15 p.m.