MINUTES OF THE EXECUTIVE COMMITTEE MEETING BOARD OF TRUSTEES

THE UNIVERSITY OF TENNESSEE

August 18, 2003 Knoxville, Tennessee

The Executive Committee of the Board of Trustees of The University of Tennessee met at 11:00 a.m. EDT, Monday, August 18, 2003 in Room 1-A of the Nashville Public Library.

I. CALL TO ORDER

Mrs. Johnnie D. Amonette, Chair, called the meeting to order.

II. ROLL CALL

The Secretary called the roll, and the following members were present:

Mrs. Johnnie D. Amonette, Chair Mr. J. Steven Ennis Mr. James A. Haslam, II Mr. Jerry L. Jackson Mr. John C. Thornton

The Secretary announced the presence of a quorum.

III. RECOMMENDATION OF AN INTERIM PRESIDENT. Mrs. Amonette said proposed criteria for an interim President (Exhibit 1) were distributed to each Committee member

Mr. Jerry L. Jackson moved adoption of the proposed criteria. Mr. James A. Haslam, II, seconded, and the motion carried unanimously.

Mrs. Amonette said based upon the criteria presented, six potential candidates were identified. Two of those candidates, Dr. Bill Snyder and Mr. Eli Fly, indicated their wish not to be considered. Four other candidates graciously agreed to be considered. Mrs. Amonette said they are Margaret Perry, Frederick W. Obear, Joseph E. Johnson and William R. Rice. She asked for nominations of others who might be considered. Mrs. Amonette called attention to biographical information on each of the candidates (Exhibit 2) and opened the floor for discussion.

Members of the committee agreed that qualification of each candidates would make him or her qualified to fill the position following distinguished careers with The University of Tennessee. Mr. John C. Thornton said without question all the candidates were qualified. He said three of the candidates worked for one of the candidates at one time or another. Mr. Thornton said that in his opinion Dr. Joe Johnson is the best choice from the field of candidates presented. Dr. Johnson has led the University and has spent almost forty years at the University. Dr. Johnson has the respect of the student and faculty. Mr. Thornton said the rest of the Board salutes Dr. Johnson for the job he has done in the past.

Mr. Jackson said Dr. Johnson would offer instant credibility which the University needs.

Mr. Haslam said although each of the candidates had distinguished careers at The University of Tennessee, Dr. Johnson has the unique skills to pull the various constituencies together.

Mr. J. Steven Ennis nominated Dr. Joseph E. Johnson to serve The University of Tennessee in the capacity of Interim President. Mr. John c. Thornton seconded, and the motion carried unanimously.

Mrs. Amonette said the Executive Committee's recommendation would be forwarded to the full Board for consideration on August 21, 2003

Mrs. Amonette asked Mr. Ennis as Chair of the Finance Committee to draft a proposed compensation package for presentation to the Board at the August 21, 2003 meeting.

V. ADJOURNMENT

There being no further business come before the Executive Committee, the meeting was adjourned.

Respectfully submitted,

Catherine S. Mizell

Vice President, General Counsel and Secretary