

THE UNIVERSITY OF TENNESSEE
BOARD OF TRUSTEES

MINUTES OF THE TRUSTEESHIP COMMITTEE

May 15, 2012
Nashville, Tennessee

The Trusteeship Committee of the Board of Trustees of The University of Tennessee met at 9:00 a.m. CDT on Tuesday, May 15, 2012, in the offices of Bradley Arant Boult Cummings in Nashville, Tennessee.

I. CALL TO ORDER

James L. Murphy, III, Chair, called the meeting to order.

II. ROLL CALL

Catherine S. Mizell, Secretary, called the roll, and the following members of the Trusteeship Committee were present:

James L. Murphy, III, Chair
Anne Holt Blackburn
Joseph A. DiPietro
D. Crawford Gallimore
Don C. Stansberry, Jr.

The Secretary announced the presence of a quorum of the Committee. Members of the administrative staff were also present.

III. APPROVAL OF MINUTES OF PRIOR MEETING

Chair Murphy called for any corrections to the minutes of the January 27, 2012 meeting of the Committee. Hearing none, Trustee Stansberry moved approval of the minutes as presented. Trustee Gallimore seconded the motion, and it carried unanimously.

IV. HEALTH AFFAIRS COMMITTEE CHARTER

Chair Murphy recognized the Secretary to present the proposed charter for the new Health Affairs Committee. She explained that the proposed charter tracks language of the Bylaw amendments creating the Health Affairs Committee concerning the purpose, powers and responsibilities, and composition of the committee. The charter also includes standard language concerning various procedural

requirements for committee meetings (number of meetings, notice, agenda, quorum, and minutes).

The Secretary reported that the Health Affairs Committee will consider the proposed charter at its first meeting, scheduled for June 20, 2012 in conjunction with the Annual Meeting of the Board of Trustees. Because the Trusteeship Committee is not scheduled to meet during the Annual Meeting, the Committee's action to recommend the charter to the Board for approval will be subject to subsequent approval of the charter by the Health Affairs Committee.

Trustee Stansberry moved that the charter for the Health Affairs Committee (Exhibit 1) be recommended to the Board of Trustees for approval, subject to subsequent approval by the Health Affairs Committee. Trustee Gallimore seconded the motion, and it carried unanimously.

V. TRUSTEESHIP COMMITTEE CHARTER

Chair Murphy led the committee in a review of the Trusteeship charter (Exhibit 2) to determine whether changes in the charter or in the Committee's focus were needed. No needed changes were identified. Chair Murphy noted that the Statement of Governance Principles, which was developed by the Committee several years ago as required by the Committee charter, should be reviewed to ensure its alignment with the new System Strategic Plan.

The Secretary noted that the Association of Governing Boards (AGB) recommends that every committee have both a chair and vice chair and suggested that before new committee appointments are made in 2013, consideration should be given to appointing a vice chair for each standing committee. She also suggested that consideration may need to be given to expanding the size of the Trusteeship Committee. The Secretary also reported that the meeting evaluation process has not been successful in the past and shared an example of an evaluation form used by another organization (Exhibit 3). Committee members expressed interest in an online meeting evaluation process and asked the Secretary to pursue development of an electronic evaluation form.

The Secretary also suggested that when the System Strategic Plan is in place, meeting agenda could be developed for an entire year to align with strategic priorities. She noted that routine items might need to be handled by consent in committee meetings as well as in the full Board meeting. Committee members agreed that many items do not need to be presented and discussed in both a committee meeting and the full Board meeting. Chair Murphy requested that the Secretary review and advise what Bylaw changes would be required to accomplish

an expanded use of the consent agenda.

Regarding new Trustee orientation, Trustee Gallimore suggested that a list of University-specific acronyms be provided to new Trustees. It was also suggested that new Trustees should try to visit each campus within their first year, and Dr. DiPietro said he would be willing to take Trustees with him on scheduled campus visits. There was also discussion of rotating the summer workshop as a means of ensuring new Trustee exposure to campuses other than UT Knoxville, but it was noted that there is also value in using a central, neutral location in the Nashville area for the workshop.

VI. ROLE OF TRUSTEESHIP COMMITTEE IN PROMOTING TRUSTEE CONTINUING EDUCATION

Committee members briefly discussed ways in which they could model continuing education expectations, including attending all meetings, reading the daily UT System News Roundup, and reading AGB's bimonthly magazine, *Trusteeship*, to stay current on higher education issues. Chair Murphy suggested that continuing education could be incorporated as part of the summer workshop each year.

VII. SUMMARY OF AGB NATIONAL CONFERENCE ON TRUSTEESHIP

The President and the Secretary attended AGB's National Conference on Trusteeship in Washington, D.C. The Secretary reviewed highlights of the conference plenary sessions and an article entitled, "Can Higher Education Be Fixed? The Innovative University" (Exhibit 4). She also shared a video on Professor Clay Christensen's theory of disruptive innovation.

VIII. OTHER BUSINESS

Chair Murphy called for any other business to come before the Committee. There was none.

IX. ADJOURNMENT

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


Catherine S. Mizell, Secretary