MINUTES OF THE SPECIAL MEETING

BOARD OF TRUSTEES

THE UNIVERSITY OF TENNESSEE

July 31, 1998

Knoxville, Tennessee

The Board of Trustees of The University of Tennessee met in special session at 10:00 a.m. Eastern Daylight Time, Friday, July 31, 1998 by telephone conference call originating from the Office of the General Counsel and Secretary, 721 Andy Holt Tower, Knoxville campus. The following members were present:

Mrs. Barbara Castleman Mr. Charles Coffey Mr. Roger Dickson Mr. J. Steven Ennis Mr. Amon Carter Evans Dr. Joseph E. Johnson Mr. Clayton McWhorter Mr. Arnold Perl Mr. William B. Sansom Dr. Leonard Share Mrs. Lucy Y. Shaw Commissioner Dan Wheeler Mrs. Susan R. Williams

The Secretary announced a quorum was present.

Also present were Executive Vice President Emerson H. Fly; Secretary and General Counsel Beauchamp E. Brogan; Deputy General Counsel Catherine Mizell; Director James W. Bennett; Assistant Secretary Linda Logan and members of the news media.

Mr. William B. Sansom called the meeting to order. Mr. Sansom said at the June 1998 Board of Trustees meeting Governor Don Sundquist asked that he, as Vice Chairman of the Board of Trustees, recommend for the approval of the full Board a Presidential Search Committee to undertake the task of securing applicants for the position of President of The University of Tennessee.

Mr. Sansom made the following motion:

That the Presidential Search Committee (Exhibit 1) be comprised of the following Trustees:

Mr. William B. Sansom, Chairman Mr. James A. Haslam, II Mrs. Johnnie Amonette Mr. Roger W. Dickson Mr. J. Steven Ennis Mr. R. Clayton McWhorter Mr. Arnold Perl

The motion was seconded by Mr. J. Steven Ennis.

Mrs. Susan Williams recommended that attention be given in appointing the advisory committee to a greater representation of women and minorities.

Mrs. Lucy Shaw reiterated Mrs. Williams comments regarding the need for greater female and minority input in the search process.

Mr. Sansom said he appreciated the comments from Mrs. Williams and Mrs. Shaw. He said the alignment of the search committee was an effort to maintain a workable, odd number of committee members and encompass all areas of the State. He said their comments would be kept in mind when appointing the advisory committee.

Mrs. Williams asked how the advisory committee is chosen.

Mr. Sansom said the search committee will select the members of the advisory committee.

Mr. Brogan said the advisory committee will be appointed by the search committee on the recommendation of the Chairman. The full Board does not approve the advisory committee.

Mr. Sansom said past advisory committees have been composed of various constituencies of the University, including the president of the Alumni Association and those holding similar positions, but the search committee can appoint individuals who are not necessarily chosen based upon the position they hold. The advisory committee is the opportunity to get community, campus and faculty involvement in the search process. Mr. Sansom said that although he did not want to speak for the entire search committee, he would hope a search firm would be hired to assist in the process.

Mr. McWhorter asked how the search firm will be chosen.

Mr. Sansom said some requests will be distributed and the search committee will meet and choose a search firm.

Page 2, Special Meeting Board of Trustees July 31, 1998 Dr. Leonard Share asked whether the composition of the advisory committee would allow for representation by faculty members.

Mr. Amon Evans said from having served on two search committees in the past he could attest to the fact that all campuses and all elements of all campuses of the University are fully represented in the search process.

Mr. Sansom said his recollection of previous searches is that the most recent search process did not have an advisory committee.

Mr. Evans said the recollection is correct, but that meetings were held by the Search Committee on every campus of the University.

Mr. Brogan said an advisory committee was a part of the search process when President Alexander was chosen, but campus meetings without an advisory committee were used as a means of involving individuals across the State during the search process when President Johnson was chosen.

Mr. Sansom said the search committee will respond accordingly to all concerns voice during the meeting and include the various constituencies in the advisory committee.

Mrs. Shaw asked how long the selection process is expected to take.

Mr. Sansom said Dr. Johnson has indicated he will retire at the end of June 1999, but has also said he will continue to serve until the process is completed. Mr. Sansom said the process should not be handled like a track meet but should be carefully done. He said although a year is the desirable time frame, the process should be done without a sense of panic.

Mr. Ennis said the time frame that has been created will afford the opportunity to get comments from all those whose input should be solicited.

Mr. McWhorter asked if any interest in the position has become apparent since Dr. Johnson's retirement announcement.

Mr. Brogan said no nominations or applications have been received. He said that before the search process can actually begin the search committee must adopt a position announcement, advertisements must be made and a plan to attract minority candidates adopted. The position announcement must first be adopted.

Mrs. Williams said it is very important the job description be carefully laid out setting forth the mission of the new president. She said the job description needs to have a good bit of time and

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discussion spent on it because there are a number of things to be considered.

Mr. Sansom agreed. He said the job description is the search committee's biggest initial mission, along with the appointment of an advisory committee and the hiring or a search firm to aid the process. Mr. Sansom said the search committee needs to also be aware of the work of the Council on Excellence in Higher Education to see what develops.

Mr. Sansom assured Board members they would be kept involved and informed throughout the search process.

The motion to approve the Search Committee unanimously carried.

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

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Beauchamp E. Brogan Secretary

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