



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

2018 FALL MEETING OF THE BOARD OF TRUSTEES

1:15 p.m. EDT	Hollingsworth Auditorium
Friday	2421 Joe Johnson Drive
November 2, 2018	Knoxville, Tennessee

AGENDA

- I. Call to Order and Invocation
- II. Roll Call
- III. Opening Remarks
- IV. [President’s Address](#) Tab 1
- V. [Resolution Honoring the Service of President Joseph A. DiPietro and Bestowing President Emeritus Status – Action](#) Tab 2
- VI. [Appointment of New Trustees to Standing Committees – Action](#) Tab 3
- VII. [Ratification of the Chair’s Appointment of the Special Committee on University of Tennessee Athletics Programs – Action](#)..... Tab 4
- VIII. Report of the Education, Research, and Service Committee – Action
 - A. [UTC Procedures for Periodic Post-Tenure Review of all Tenured Faculty](#) Tab 5
 - B. [UTHSC Procedures for Periodic Post-Tenure Review of all Tenured Faculty](#) Tab 6
 - C. [UTIA Procedures for Periodic Post-Tenure Review of all Tenured Faculty](#) Tab 7
 - D. [UTK Procedures for Periodic Post-Tenure Review of all Tenured Faculty](#) Tab 8
 - E. [UTM Procedures for Periodic Post-Tenure Review of all Tenured Faculty](#) Tab 9
- IX. [Report of the Audit and Compliance Committee](#) Tab 10
- X. Consent Agenda – Action
 - A. [Minutes of Prior Meetings of the Board of Trustees](#) Tab 11
 - B. [Resolution Appointing a Managerial Group for U.S. Government Contracts](#) Tab 12
 - C. [Authorization to Confer Degrees, December 2018](#) Tab 13
 - D. [Audit and Compliance Committee Charter](#) Tab 14



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Note concerning the following items E and F: The Bylaws of the Board provide that any item unanimously approved by a committee that is meeting in conjunction with a meeting of the Board will be placed on the consent agenda of the Board meeting. Therefore, any of the following items not unanimously approved in committee will be moved to the regular agenda of the Board. Further, any Trustee may request that an item on the consent agenda of the Board be moved to the regular agenda even if unanimously approved in committee.

- E. Items from the Education, Research, and Service Committee
 - 1. [Education, Research, and Service Committee Charter](#) Tab 15
 - 2. Campus Policies and Procedures Governing Application for Tenure before the Sixth Year of the Probationary Period
 - a. [UTC Policies and Procedures](#) Tab 16
 - b. [UTHSC Policies and Procedures](#) Tab 17
 - c. [UTIA/UTK Policies and Procedures – Extension of Time for Submission](#) Tab 18
 - d. [UTM Policies and Procedures](#) Tab 19
 - 3. Campus Procedures for Enhanced Tenure-Track Review
 - a. [UTC Procedures](#) Tab 20
 - b. [UTHSC Procedures](#) Tab 21
 - c. [UTIA/UTK Procedures – Extension of Time for Submission](#) Tab 22
 - d. [UTM Procedures](#) Tab 23
 - 4. Tenure upon Initial Appointment at UTHSC
 - a. [Paul Hauptman, M.D.](#) Tab 24
 - b. [John Lynn Jefferies, M.D.](#) Tab 25
 - c. [Scott Strome, M.D.](#) Tab 26
- F. Items from the Finance and Administration Committee
 - 1. [FY 2018 Annual Flight Operations Report](#) Tab 27
 - 2. [Authorization for Check Signatures](#) Tab 28
 - 3. [UAPA Public Records Rule](#) Tab 29
 - 4. [Disposal by Easement of Property on Phillip Fulmer Way to KUB \(UTK\)](#) Tab 30
 - 5. [Disposal by Easement of Property on Cherokee Farm to City of Knoxville for Water Quality \(UTK\)](#) Tab 31
 - 6. [Disposal by Easement of Property along Alcoa Highway and Cherokee Trail Interchange to KUB \(UTK/UTIA/UHS\)](#) Tab 32
 - 7. [Transfer of Jurisdiction of Property along Alcoa Highway/Singleton Station Road to TDOT \(UTIA\)](#) Tab 33
 - 8. [Transfer of Jurisdiction of Property at Maloney Road to TDOT \(UTIA\)](#) Tab 34
 - 9. [Finance and Administration Committee Charter](#) Tab 35
 - 10. [FY 2019-20 Operating Budget Appropriations Request for Non-Formula Units](#) Tab 36
 - 11. [Revised Policy on Approval of Student Fees to Include Factors to be Considered when Developing Recommendations to Increase Tuition and Mandatory Fees](#) Tab 37
 - 12. [Revised Investment Policies and Procedures](#) Tab 38
 - 13. [Second Amendment of Lease and Transfer Agreement with University Health System, Inc.](#) Tab 39



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14. [Authorization for the President to Approve an Affiliation Agreement with West Tennessee Medical Group, Inc., Related to the Physician Practice Plan for Family Medicine in Jackson, Tennessee.....](#) Tab 40

- XI. Closing Remarks
- XII. Other Business [*Note: Under the Bylaws of the Board, items not appearing on the agenda may be considered only upon an affirmative vote representing a majority of the total voting membership of the Board. Other business necessary to come before the committee at this meeting should be brought to the Chair's attention before the meeting.*]
- XIII. Adjournment

President's Address

November 2, 2018

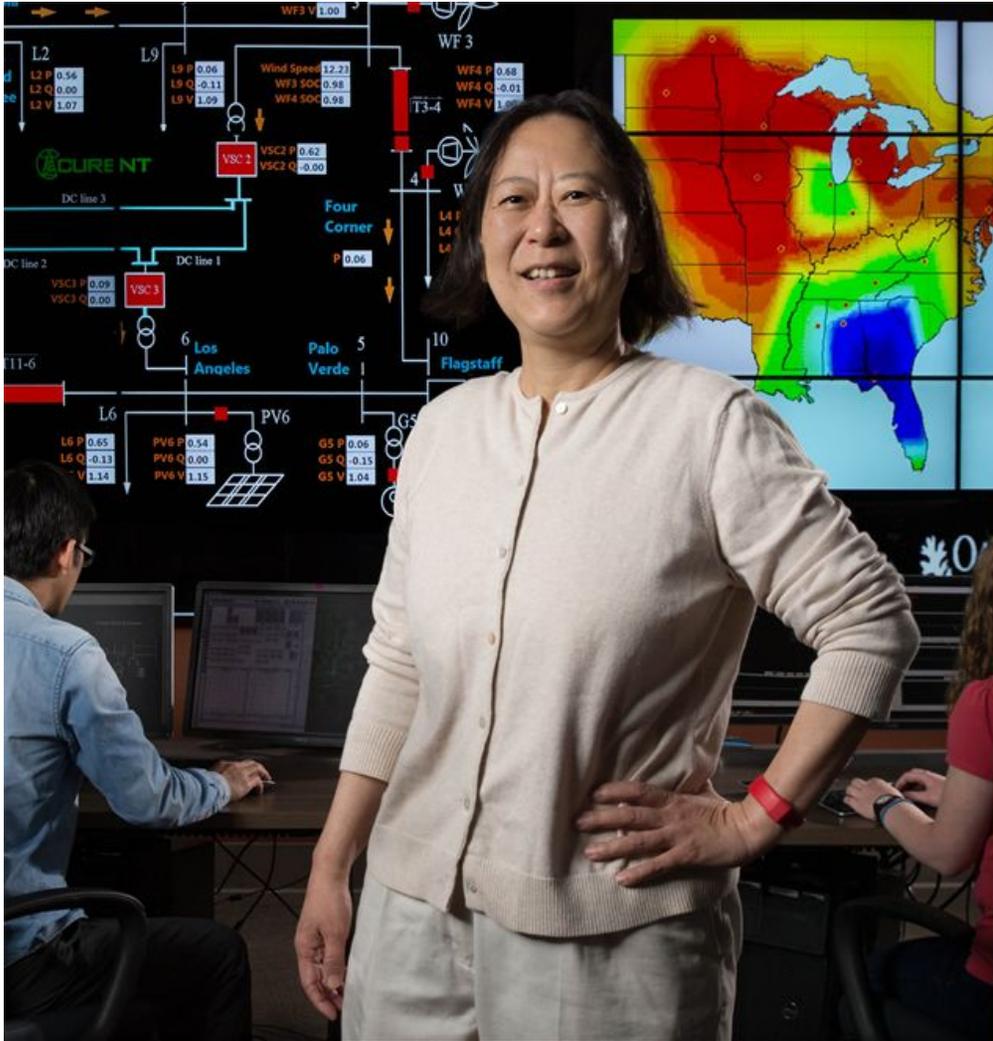


Student
enrollment

up 2.6%

Six year
graduation rate

up 6%



Record high
\$481
million
in sponsored
research

5 million
contacts with
Tennesseans
each year

Record-breaking
fundraising year –

\$397 million

Record four years
of tuition increases
below 3%





Thank You



UT THE UNIVERSITY OF TENNESSEE



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

Meeting Date: November 2, 2018

Item: **Resolution Honoring the Service of President Joseph A. DiPietro and Bestowing President Emeritus Status**

Type: Action

Presenter: John C. Compton, Chair

The University of Tennessee and the Board of Trustees have been privileged to have the benefit of President DiPietro’s leadership since January 1, 2011. On his watch, the University has achieved unprecedented success on many fronts. It is only fitting, therefore, that the Board honor President DiPietro’s service and bestow on him the richly deserved status of President Emeritus.

Motion: I move adoption of the Resolution presented in the meeting materials to honor the service of President DiPietro and bestow on him President Emeritus status.

[Resolution follows]



The University of Tennessee
Board of Trustees

Resolution 00_2018*

Honoring the Service of President Joseph A. DiPietro and Bestowing President Emeritus Status

WHEREAS, President Joseph A. DiPietro earned a bachelor's degree in consumer and environmental sciences at the University of Illinois, a master's degree in veterinary medicine at the University of Illinois, and a doctorate of veterinary medicine at the University of Illinois; and

WHEREAS, he served as instructor, professor, assistant dean for research, and associate dean for research at the University of Illinois College of Veterinary Medicine; and

WHEREAS, he served as professor and dean of the University of Florida College of Veterinary Medicine; and

WHEREAS, he joined The University of Tennessee as Vice President of the Institute of Agriculture in 2006 and was named Chancellor of the Institute in 2010; and

WHEREAS, he was elected President of The University of Tennessee in 2011, providing leadership to advance academic excellence, deliver discoveries, and serve Tennessee communities; and

WHEREAS, as President, he created a five-year strategic plan, "Defining the Future," to align University priorities with state and national goals to increase enrollment and graduation rates, enhance economic development and respond to the changing needs of the state's workforce; and

WHEREAS, he established the Budget Advisory Group in 2015 after University leaders discovered a then-projected \$377 million funding shortfall by 2025, and by 2018, the budget gap had been closed by cost cutting, fund reallocation, and unexpected increases in state appropriations; and

WHEREAS, he led efforts to hold tuition increases to 3 percent or lower for a record-setting four straight years; and

WHEREAS, he oversaw historic fundraising efforts, which included the addition of four named colleges across the University system; and

WHEREAS, during his time in office, the University increased student enrollment system-wide by 2.6 percent from 2011 to 2017; and

WHEREAS, the University's system-wide freshman retention rate rose from 75.6 percent in 2011 to 81 percent in 2017, while the University graduated almost 14 percent more students system-wide during that same time period; and

WHEREAS, the University achieved a record-high, system-wide \$481 million in sponsored-program expenditures under his leadership in 2017; and

WHEREAS, the University saw alumni donors increase by 17.5 percent, from 26,323 to 30,926 during his time in office; and

WHEREAS, Deb DiPietro, dearly loved wife and mother of Robin, Joe, and Rose, has been a constant source of support and counsel to President DiPietro throughout his distinguished career and has graciously consented to his devotion of countless evening and weekend hours away from home on University business;

NOW, THEREFORE, BE IT RESOLVED that The University of Tennessee Board of Trustees, meeting in Knoxville, Tennessee, on November 2, 2018:

1. Bestows on President Joseph A. DiPietro the honorary status of President Emeritus in recognition of his exceptional service to The University of Tennessee;
2. Invites him to return to Tennessee every year to attend the Annual Meeting of the Board; and
3. Wishes him many years of happiness with Deb and their children and grandchildren.

Adopted this 2nd day of November, 2018.

* Number will be inserted after adoption.



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

Meeting Date: November 2, 2018

Item: **Appointment of New Trustees to Standing Committees**

Type: Action

Presenter: John C. Compton, Chair

By statute and Bylaws of the Board, standing committee appointments are made by the Board on the recommendation of the Chair.

The Chair recommends the following standing committee appointments for newly-appointed Trustees Decosta Jenkins and Jamie Woodson for a term beginning November 2, 2018 and ending June 30, 2020:

Decosta Jenkins: Audit and Compliance Committee

Jamie Woodson: Education, Research, and Service Committee

In compliance the UT FOCUS Act, the Chair recommends appointment of Kenneth Packer, who is the non-voting student member of the Board, as a voting member of the Education, Research, and Service Committee for a term beginning November 2, 2018 and ending upon the expiration of his appointment to the Board on June 30, 2019.

Motion: I move adoption of the Resolution presented in the meeting materials to appoint Decosta Jenkins, Jamie Woodson, and Kenneth Packer to standing committees of the Board.

[Resolution to appoint follows]



The University of Tennessee
Board of Trustees

Resolution 00_-2018*
Appointment of New Trustees to Standing Committees

Resolved:

1. The Board of Trustees appoints Decosta E. Jenkins to the Audit and Compliance Committee of the Board and Jamie R. Woodson to the Education, Research, and Service Committee, each to serve a term beginning November 2, 2018 and ending June 30, 2020; and
2. The Board of Trustees appoints Kenneth I. Packer, the non-voting student member of the Board, as a voting member of the Education, Research, and Service Committee for a term beginning November 2, 2018 and ending upon the expiration of his appointment to the Board on June 30, 2019.

Adopted this 2nd day of November, 2018.

* Number will be inserted after adoption.



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

Meeting Date: November 2, 2018

Item: **Ratification of the Chair's Appointment of the Special Committee on University of Tennessee Athletics Programs**

Type: Action

Presenter: John C. Compton, Chair

By the letter dated August 30, 2018 and included in the meeting materials, the Chair appointed the Special Committee on University of Tennessee Athletics Programs to complete certain tasks assigned to the former standing committee on athletics. The special committee is composed of former Trustee Charlie Anderson and current Trustees Kara Lawson and Lang Wiseman.

The Bylaws provide for an individual who is not a Trustee to chair a special committee if the individual has special knowledge and experience directly related to the committee's assignments, as long as the majority of voting members of the committee are voting members of the Board. Because of his experience as chair of the former athletics committee and his knowledge of intercollegiate athletics, the Chair appointed Charlie Anderson to chair the special committee.

The committee's assignments are outlined in the charge included in the meeting materials and are generally intended to provide assurance to the newly-constituted Board of Trustees that the University's three athletics programs are operating effectively and in compliance with applicable University policies and NCAA and conference rules. The term of appointment is through June 30, 2020 or upon the earlier completion of the committee charge.

Motion: I move adoption of the Resolution presented in the meeting materials to ratify appointment of the Special Committee on University of Tennessee Athletics Programs.

[Resolution to ratify follows]



The University of Tennessee
Board of Trustees

Resolution 00_-2018*
Ratification of the Chair's Appointment of the
Special Committee on University of Tennessee Athletics Programs

Resolved: The Board of Trustees ratifies the appointment of the Special Committee on University of Tennessee Athletics Programs composed of Charlie Anderson, Kara Lawson, and Lang Wiseman to carry out the committee charge issued by the Chair of the Board, which shall be attached to this Resolution after adoption, and for a term ending on June 30, 2020 or upon the earlier completion of the committee charge.

Adopted this 2nd day of November, 2018.

* Number will be inserted after adoption.



THE UNIVERSITY OF TENNESSEE
BOARD OF TRUSTEES

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SPECIAL COMMITTEE ON UNIVERSITY OF TENNESSEE ATHLETICS PROGRAMS
COMMITTEE CHARGE

Purpose

In accordance with applicable NCAA principles and rules, the Board of Trustees has delegated direct responsibility for administration and control of the intercollegiate athletics programs to the Chancellor of each campus with an athletics program. Nevertheless, the Board of Trustees must oversee and monitor the athletics programs and, through the President, hold the Chancellors accountable for the appropriate execution of their responsibility for administration and control of those programs.

In the exercise of the Board's oversight and monitoring responsibilities, this Special Committee on Athletics Programs shall carry out the following specific tasks to provide assurance to the Board of Trustees that the three athletics programs are operating effectively and in compliance with applicable University policies and NCAA and conference rules:

1. Recommending to the Board mission statements for the athletics departments that reflect the University's mission and academic values;
2. Recommending to the Board any Board policies necessary for the proper exercise of the Board's oversight responsibility with respect to intercollegiate athletics programs;
3. In consultation with the President and Chancellors, recommending to the Board standards of accountability and benchmarks against which to measure the success of the intercollegiate athletics programs;
4. Determining the adequacy of the compliance function within each athletics department, including the process for reporting and investigating alleged violations of NCAA rules;
5. Reviewing the policies and standards concerning admissions, academic progress, and academic integrity for student-athletes to determine whether they are generally consistent with policies and standards for the general student body; and
6. Recommending the kind of academic, fiscal, compliance, and other reports the full Board should receive on a regular basis concerning the intercollegiate athletics programs.

In carrying out this charge, members of the special committee must avoid involvement in the day-to-day operations of the athletics programs, including personnel matters and matters involving particular student-athletes.

Term of Appointment

The Special Committee on Athletics Programs is appointed for a term ending on June 30, 2020 or upon the earlier completion of the tasks outlined in this charge.

Meetings

The provisions of Article V of the Bylaws of the Board of Trustees apply to meetings of the Special Committee on Athletics Programs. All meetings shall be open to the public except as authorized by a statutory or judicially recognized exception to the Tennessee Open Meetings Act, and adequate public notice of meetings must be given. Minutes of all meetings shall be prepared and provided to all members of the committee.

THE UNIVERSITY OF TENNESSEE



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Board of Trustees

August 30, 2018

Charles C. Anderson, Jr.
265 Brookview Center Way, Suite 501
Knoxville, Tennessee 37919

Kara Lawson
7018 Vantage Drive
Alexandria, Virginia 22306

Lang Wiseman
Wiseman Bray PLLC
8001 Centerview Parkway, Suite 103
Memphis, Tennessee 38018

Re: Appointment to a Special Committee on University of Tennessee Athletics Programs

Dear Charlie, Kara, and Lang:

Thank you for your willingness to serve on a special committee to accomplish various tasks related to the intercollegiate athletics programs at UT Chattanooga, UT Knoxville, and UT Martin. In 2016, the General Assembly required the Board to establish a standing committee on athletics, and Charlie served as its chair. Under the UT FOCUS Act of 2018, the size of the Board was reduced from 27 to 12 and the requirement of a standing committee on athletics was eliminated. However, the former athletics committee was planning to undertake several important tasks to provide assurance to the Board of Trustees that the three athletics programs are operating effectively and in compliance with applicable University policies and NCAA and SEC rules. Because it is important for those tasks to be accomplished under the newly constituted Board, I decided that a special committee should be appointed to carry out those tasks and make needed reports and recommendations to the Board.

I am appointing this special committee on an interim basis, subject to ratification by the Board of Trustees at its next regular meeting. Because of Charlie's experience as chair of the former athletics committee and his knowledge of intercollegiate athletics, I believe he is in the best position to chair this special committee. The committee's assignments are outlined in the attached charge, and the committee is appointed for a term ending on June 30, 2020 or upon the earlier completion of its charge. General Counsel Matthew Scoggins will serve as staff liaison for the committee.

Thank you again for your willingness to serve the University in this important matter.

Sincerely,

John C. Compton
Chair, Board of Trustees

Attachment

**c/with att: Members of the Board of Trustees
President Joe DiPietro
Chancellor Steve Angle
Chancellor Keith Carver
Chancellor Wayne Davis
General Counsel Matthew Scoggins
Secretary Catherine Mizell**



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

5

Meeting Date: November 2, 2018

Committee: Education, Research, and Service

Item: **UTC Procedures for Periodic Post-Tenure Review of all Tenured Faculty**

Type: Action

Presenter(s): Donald J. Smith, Committee Chair
Joseph A. DiPietro, President

Background (See Tab 12)

Summary of UTC Procedures

The template for periodic post-tenure review procedures developed by the President and his staff (see Tab 12) leaves to each campus the choice regarding certain issues, primarily: (1) whether to make its chief academic officer or its college deans responsible for overseeing the process; (2) how to select the post-tenure review committee members; (3) how to conduct external review; and (4) whether to conduct committee voting anonymously or non-anonymously. A summary of UTC's choice on these issues appears below, and the complete set of UTC procedures follows the Resolution for approval.

Responsibility for Post-Tenure Review	College Deans
Committee Selection	Department heads nominate members to serve on a college-wide pool of potential committee members; the dean chooses members of individual committees from this pool.
External Reviews	The committee selects one reviewer from a list supplied by the faculty member and one reviewer from a list supplied by the committee; the faculty member himself or herself may request external review in addition to a request from the committee or the dean.
Type of Committee Voting	Non-anonymous

Committee Action: The Education, Research, and Service Committee will consider this item at a meeting on November 2. If recommended for approval by the Committee, the item will come forward to the full Board for action on the Committee's recommendation. The appropriate motion appears below.

Motion by Committee Chair: On the recommendation of the Education, Research, and Service Committee, I move adoption of the Resolution presented in the meeting materials to approve the UTC procedures for periodic post-tenure review of all tenured faculty.



The University of Tennessee
Board of Trustees

Resolution 00_-2018*
UTC Procedures for Periodic Post-Tenure Review of all Tenured Faculty

Resolved: The Board of Trustees approves the UTC procedures for periodic post-tenure review of all tenured faculty as presented in the meeting materials, which shall be attached to this Resolution after adoption.

Adopted this 2nd day of November, 2018.

* Number will be inserted after adoption.

ATTACHMENT A

Revisions to UTC Faculty Handbook incorporating UTC's policies and procedures for Periodic Post-Tenure Performance Review to comply with the Revised Board Policy on Tenure

UTC FACULTY HANDBOOK

Chapter 3 Tenure-Track and Tenured Faculty

3.4. FACULTY EVALUATION AND DEVELOPMENT

....

3.4.8. Periodic Post-Tenure Performance Review

The academic freedom afforded to faculty by a grant of tenure is essential to the University's principal mission of discovery and dissemination of truth through teaching, research, and service. The Board has recognized and affirmed the importance of tenure in [UT Policy BT0006](#). The Board has also recognized its fiduciary responsibility to students, parents, and all citizens of Tennessee to ensure that faculty members effectively serve the needs of students and the University throughout their careers. To balance its dedication to academic freedom with its responsibilities, UTC, with the approval of the President and the Board, has established the procedures under this Section 3.4.8. under which every tenured faculty member shall receive a comprehensive performance review no less often than every six years.

1. Post-Tenure Review Period

Except as otherwise provided in the procedures under this Section 3.4.8., each tenured faculty member must undergo some form of comprehensive performance review ("post-tenure review" or "PTR") no less often than every six years. The PTR shall not substitute for the EDO process in the year a faculty member is scheduled for PTR.

The dean of each college shall develop, and submit to the Provost for approval, an initial plan for staggering post-tenure reviews to avoid excessive administrative burden at any given time. The initial staggering plan may be revised with the approval of the Provost if later developments require changes in order to avoid excessive administrative burden. The post-tenure review period begins at the granting of tenure, and, except as otherwise provided by

the staggering plan, a faculty member's PTR will occur no less often than every six years thereafter unless one of the following circumstances results in a different timetable:

- (1) Suspension of PTR Period: A faculty member's PTR period is suspended during any year in which the faculty member is granted a leave of absence or a modified duties assignment.
- (2) Restarting of PTR Period Due to Alternative Comprehensive Review: A comprehensive review of a faculty member's performance restarts the faculty member's PTR period under the following circumstances:
 - (a) If a tenured faculty member undergoes a successful promotion review or a promotion is in progress during the year scheduled for the faculty member's PTR, the promotion review fulfills the PTR requirement and the PTR period is modified to require a PTR six years after the promotion review.
 - (b) If a tenured faculty member undergoes an Enhanced Post-Tenure Performance Review (EPPR) (generally triggered by annual performance review rating(s)) and is either rated as meeting expectations or successfully completes the terms of the EPPR improvement plan, the EPPR process fulfills the PTR requirement and the PTR cycle is modified to begin with the date of the EPPR committee's report.
- (3) Start of the PTR Period Upon Conclusion of an Administrative Appointment: Full-time administrators and faculty members with a majority administrative appointment (more than 50%) are not subject to PTR; faculty members holding a less than majority administrative appointment (50% or less) are subject to PTR regarding their faculty duties based on expectations consistent with their faculty duty allocation. When a full-time or majority-time administrator leaves his or her administrative position to assume a tenured faculty position, the faculty member's initial PTR shall occur within six years after leaving the administrative post.
- (4) Commitment to Retire: When a faculty member submits a letter of resignation with a termination date within the academic year during which a post-tenure review would have taken place, and provided the letter of resignation is accepted by the Provost, the post-tenure review shall be deemed unnecessary.
- (5) Good Cause: A faculty member's scheduled PTR may be otherwise deferred or modified only for good cause approved by the Provost.

2. Annual Schedule for Post-Tenure Reviews

All post-tenure reviews will be conducted and completed during the Fall semester according to the following schedule:

- The Provost shall notify all faculty members subject to post-tenure review

in a given academic year no later than April 1 of the preceding academic year.

- The dean of the faculty member's college shall appoint all PTR Committees as set forth in Section 3.4.8.3. below no later than May 1 of the preceding academic year.
- Each PTR Committee shall convene and elect a chair and shall be provided with the materials required by Section 3.4.8.3. below no later than September 1.
- When external review is required as part of the post-tenure review by the PTR Committee in accordance with college bylaws or by the dean in accordance with college bylaws, or is requested by the faculty member for his or her post-tenure review, the PTR Committee shall solicit reviews from at least three (3) valid external reviewers no later than October 1.
- Each PTR Committee shall submit its report required under Section 3.4.8.6. below no later than December 15.

3. Appointment and Composition of Post-Tenure Review Committee

- (1) All post-tenure reviews must be conducted by college-level committees established for the sole purpose of post-tenure review. Each PTR Committee shall include a minimum of three (3) members, provided the number is odd. Deans of larger colleges may opt to appoint a larger committee. The committee is appointed by the dean of the faculty member's college in the following manner:
- Each department may nominate at least one (1) member, but no more than three (3) members of its tenured faculty, to serve on a college-level PTR Committee. The nominees should include no faculty member who is subject to post-tenure review in that cycle. The department nominee may hold the rank of Associate Professor only with prior approval of the dean and only in the event that no full Professor is eligible or available to serve.
 - From among the departmental nominees, the dean shall appoint faculty members to serve on a PTR Committee for any specific faculty member (or group of faculty members) undergoing review. The members of a PTR Committee shall be appointed so as to avoid any conflict of interest with any faculty member (or group of faculty members) undergoing review.
 - For the purpose of this process, a conflict of interest shall be defined as any professional or personal consideration between a PTR Committee member and a faculty member undergoing post-tenure review which may compromise, or have the appearance of compromising, the independence of the former's judgment during review of the latter.

(2) The composition of the PTR Committee must meet the following requirements:

- Each PTR Committee member must be a tenured full-time faculty member who is at the same or higher academic rank (except as provided under Section 3.4.8.3.(1) above), and whose locus of tenure is at the same campus as the faculty member being reviewed.
- One, and only one, PTR Committee member must hold an appointment in the same department as the faculty member being reviewed, unless there is no such faculty member eligible to serve.

College bylaws may further define the size and membership of a PTR Committee, accounting for the characteristics of the departments and faculties which constitute the college itself.

The Provost, working with the University of Tennessee Office of Academic Affairs and Student Success, will provide instructions, guidelines, and best practices to members of PTR Committees.

Each PTR Committee shall convene and elect a chair. The chair shall solicit and collect all required materials from each faculty member under review and the department head of each faculty member under review. The chair shall subsequently ensure that the committee meets in person for a thorough review of those materials.

4. Materials to be Reviewed by Post-Tenure Review Committee

The PTR Committee must review:

- (1)** a completed EDO (including the department head's evaluation and rating of the faculty member's performance, and student and any peer evaluation of teaching) for each year since the last review;
- (2)** EDO goals for the current review period;
- (3)** the faculty member's current Curriculum Vitae;
- (4)** a narrative, not to exceed two pages, prepared by the faculty member describing the faculty member's milestone achievements and accomplishments since the last review as well as goals for the next post-tenure review period; and
- (5)** if there has been a previous PTR, a copy of the narrative submitted as a part of the faculty member's previous PTR.

Items (1) – (2) above should be supplied by the faculty member's department head. Items (3) – (5) above should be supplied by the faculty member.

The PTR Committee may also review:

- (6) external reviews, when external reviews are deemed necessary by the PTR Committee in accordance with college bylaws or when external reviews are deemed necessary by the dean of the faculty member's college in accordance with college bylaws. In the event that an external review is not deemed necessary by the PTR Committee or dean, external reviews may be requested by the faculty member undergoing post-tenure review.

When an external review is deemed necessary, or is requested, for a faculty member's post-tenure review, the materials to be reviewed for that faculty member (i.e., the materials listed under (1) – (5) above), will be sent to no fewer than three external reviewers. At least two external reviewers must provide written reviews.

The selection of the external reviewers for a faculty member is a collaboration between that faculty member and the PTR Committee conducting the review. The faculty member shall submit to the PTR Committee two lists: one list of no fewer than five names of valid reviewers, and a second list of names of individuals who must be excluded from the external review. Relying on its own counsel and expertise, the PTR Committee will create its own list of no fewer than five valid reviewers.

A valid reviewer is a tenured faculty member at a comparable institution of higher education holding the rank of full Professor and a terminal degree in the same discipline, or sufficiently-related discipline, as the faculty member undergoing post-tenure review. Preference should be given to valid reviewers from institutional peers of UTC.

From these two lists, the PTR Committee shall select exactly one name of a valid reviewer from the faculty member's list and two names of valid reviewers from its own list. From this panel of three reviewers, the PTR Committee shall solicit external reviews using a form letter provided by the Provost for this purpose. Each reviewer shall receive the same packet of materials (i.e., the materials listed under (1) – (5) as above), along with clear instructions on timely return of a review to the PTR Committee. Should a reviewer decline to review a candidate for post-tenure review, the PTR Committee may return to the two lists of valid reviewers and select another valid reviewer from whom to solicit a review.

At least two valid external reviewers must supply reviews to the PTR Committee reviewing a candidate for post-tenure review. In the event that two reviews from valid external reviewers cannot be secured, the chair of a PTR Committee may appeal to the Provost for a waiver of this requirement.

The reviews of external reviewers are advisory to the PTR Committee. In its conclusions and report, the PTR Committee should highlight relevant observations made by external reviewers, and describe the role that those observations played in the PTR Committee's conclusions and report.

5. Criteria for Post-Tenure Review

The post-tenure review process should ensure the faculty member has demonstrated continued professional growth and productivity in the areas of teaching, research (including published scholarship and creative achievement), service, and/or clinical care pertinent to his or her faculty responsibilities. The criteria for assessing the faculty member's performance must be consistent with established expectations of the department, college, and UTC and provide sufficient flexibility to consider changes in academic responsibilities and/or expectations. The expectations for faculty performance may differ by college, department, and even among sub-disciplines within a department or program. Those expectations may be commonly-held standards in the discipline or sub-discipline. Those expectations may be stated explicitly in the faculty member's own past annual performance reviews, work assignments, goals or other planning tools (however identified), as well as department or college bylaws, this Handbook (including without limitation this Section 3.4.8.), and in other generally-applicable policies and procedures (for example, fiscal, human resources, safety, research, or information technology policies and procedures).

6. PTR Committee's Conclusions and Report

The PTR Committee is charged to review the faculty member's performance during the review period and to conclude whether the faculty member's performance satisfies the expectations for the faculty member's discipline and academic rank. All conclusions and recommendations shall be adopted upon the vote of a simple majority of the PTR Committee. No member of the PTR Committee may abstain or recuse himself or herself from voting. Based on the judgment of its members, the PTR Committee must conclude either:

- That the faculty member's performance satisfies the expectations for the faculty member's discipline and academic rank; or
- That the faculty member's performance does not satisfy the expectations for the faculty member's discipline and academic rank.

The committee must report its conclusions and recommendations in writing using a standard format prepared by the Provost, including (a) an enumeration of the vote, (b) the supporting reasons for its conclusion, (c) a dissenting explanation for any conclusion that is not adopted unanimously, (d) an identification of any incongruences observed between the faculty member's performance and his or her annual evaluations, (e) a statement of any additional concerns identified or actions recommended, and (f) if applicable, an identification of areas of extraordinary contribution and/or performance.

The detailed PTR Committee report shall be provided to the faculty member, department head, dean, and Provost.

Faculty members and department heads must have the opportunity to provide a written response to the PTR Committee report. The dean shall either accept or reject the PTR Committee's determination that the faculty member's performance satisfies or does not satisfy the expectations for the faculty member's discipline and academic rank. The Provost and the Chancellor shall

indicate whether or not they concur in the dean's determination. If the PTR Committee report is not unanimous, the dean shall provide the supporting reasons for his or her determination. If the dean, the Provost, or the Chancellor do not concur in a determination, then he or she shall provide the supporting reasons for the non-concurrence. The dean's determination, the Provost's and Chancellor's concurrences, and any written responses of the faculty member and department head will be maintained with the PTR Committee report in UTC Faculty Records and submitted electronically to the University of Tennessee Office of Academic Affairs and Student Success.

7. Appeal

Within thirty (30) days of receipt of the PTR Committee report, the faculty member may appeal any conclusion with which the faculty member disagrees. The procedure for appeal is described in Section 5.3. of this Handbook, except that a final decision on the appeal shall be made within ninety (90) days of the faculty member's appeal, and the decision of the Chancellor on an appeal shall be final and not be appealable to the President.

8. Further Actions

If the PTR Committee concludes that the faculty member's performance has not satisfied the expectations for the faculty member's discipline and rank, a PTR improvement plan must be developed using the same procedures used for the development of an EPPR improvement plan as detailed in Appendix E to [UT Policy BT0006](#).

If the Provost concludes that deficiencies exist in the departmental annual performance review process (including failure of department heads to conduct rigorous annual performance reviews) or other incongruences are observed between the PTR performance review and rankings assigned through the annual performance review process, the Provost must develop a process for addressing the issues.

9. Annual Report to the Board

The Provost shall prepare an annual assessment report of campus post-tenure review processes, procedures and outcomes for submission by the Chancellor to the Board, through the President, no later than June 1 of each year. The report shall include a description of any deficiencies identified in departmental annual performance review processes and the plan for addressing the issues.



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

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Meeting Date: November 2, 2018

Committee: Education, Research, and Service

Item: **UTHSC Procedures for Periodic Post-Tenure Review of all Tenured Faculty**

Type: Action

Presenter(s): Joseph A. DiPietro, President

Background (See Tab 12)

Summary of UTHSC Procedures

The template for periodic post-tenure review procedures developed by the President and his staff (see Tab 12) leaves to each campus the choice regarding certain issues, primarily: (1) whether to make its chief academic officer or its college deans responsible for overseeing the process; (2) how to select the post-tenure review committee members; (3) how to conduct external review; and (4) whether to conduct committee voting anonymously or non-anonymously. A summary of UTHSC’s choice on these issues appears below, and the complete set of UTHSC procedures follows the Resolution for approval.

Responsibility for Post-Tenure Review	Chief Academic Officer
Committee Selection	The chief academic officer selects committee members from list compiled by the faculty member undergoing review and the faculty member’s department chair.
External Reviews	External reviewers are selected based on the mutual agreement of the faculty member undergoing review and the chair of the review committee; if agreement cannot be reached, the chief academic officer selects reviewer from a list in which the faculty member and the committee chair each place three names.
Type of Committee Voting	Anonymous
Other Significant Campus-Level Decisions	<ul style="list-style-type: none"> • UTHSC has several large departments that are broken down into divisions that resemble departments on other campuses; the committee may contain two members from the same department as long as they are from different divisions.



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

	<ul style="list-style-type: none">• In addition to specifying whether the faculty member's performance meets expectations for discipline and academic rank, the committee must specify whether the faculty member's six annual performance reviews satisfy the expectations of being reasonably, fair, accurate, and of high quality.
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Committee Action: The Education, Research, and Service Committee will consider this item at a meeting on November 2. If recommended for approval by the Committee, the item will come forward to the full Board for action on the Committee's recommendation. The appropriate motion appears below.

Motion by Committee Chair: On the recommendation of the Education, Research, and Service Committee, I move adoption of the Resolution presented in the meeting materials to approve the UTHSC procedures for periodic post-tenure review of all tenured faculty.



The University of Tennessee
Board of Trustees

Resolution 00_-2018*

UTHSC Procedures for Periodic Post-Tenure Review of all Tenured Faculty

Resolved: The Board of Trustees approves the UTHSC procedures for periodic post-tenure review of all tenured faculty as presented in the meeting materials, which shall be attached to this Resolution after adoption.

Adopted this 2nd day of November, 2018.

* Number will be inserted after adoption.

Periodic Post-Tenure Performance Review (PPPR) / Post-Tenure Review (PTR)

Proposed location in the UTHSC Faculty Handbook, resulting in a re-numbering of the following sections):

- 4.16 Career Development and Evaluation of Tenured Faculty Members
- 4.16.1 General
- 4.16.2 Career Development Planning and Evaluation Process for Tenured Faculty Members
- 4.16.3 Annual Performance and Planning Review
- 4.16.4 Post-Tenure Review (PTR)
- 4.16.5 Enhanced Post-Tenure Performance Review (EPPR)
- 4.16.6 Career Remediation Program
- 4.16.7 Recognition of Excellence

Summary of Proposed UTHSC Changes to the Post-Tenure Performance Review (PTR) Template

The review areas are addressed below from two perspectives. One, the template material that was intended for each campus to make campus-specific. Two, additional proposed revisions with a brief explanation as to the decision for having additional revisions beyond the yellow-highlighted material.

A. Revisions in Template Material

1. We inserted The University of Tennessee Health Science Center (UTHSC) in any area where we were prompted to insert the campus name (*I. Introduction*)
2. We added an exception for faculty members who have made a binding commitment to retire (*II. Post-Tenure Review (“PTR”) Period, #4*)
3. Instead of indicating Fall or Spring semester for completion of PTRs, we merely noted they would be completed during the academic year according to the proposed schedule (*III. Annual Schedule for Post-Tenure Review*)
4. Our campus decision was to have the chief academic officer (CAO), not the dean of the faculty member’s college, manage the process (*III. Annual Schedule for Post-Tenure Review, #1* and other relevant sections throughout the document)
5. PTR committees will be appointed by the CAO no later than mid-August (*III. Annual Schedule for Post-Tenure Review, #1*)
6. PTR committees will be provided with materials no later than September 1 (*III. Annual Schedule for Post-Tenure Review, #2*)
7. We included a time frame for soliciting external review materials (*III. Annual Schedule for Post-Tenure Review, #3*)
8. PTR committees will submit their reports no later than March 1 (*III. Annual Schedule for Post-Tenure Review, #4*)

9. Our decision was to have three (3) members on each PTR committee (*IV. Appointment and Composition of Post-Tenure Review Committee*)
10. Insert manner of selection of committee; among other things, address assuring that no PTR committee member will have an actual or apparent conflict of interest and what to do in case of the need for an alternate member: our edits here (*IV. Appointment and Composition of Post-Tenure Review Committee, A. Appointment of the PTR Committee, # 1-6*) included-
 - a. Where there are legitimately recognized divisions in departments (occurs in many College of Medicine clinical departments), the division will serve as the smallest organizing unit
 - b. The faculty member under review will nominate 3 committee members (one from within the division/department, two from outside the division/department)
 - c. The department chair, in consultation with the division chief and college dean, nominates 6 committee members (two from within the division/department and four from outside the division/department)
 - d. The faculty member may ask to have one of the names from the chair's list removed
 - e. Nominations (either eight [if faculty member has asked to remove one of the names] or nine) are forwarded to the CAO for final selection for the committee. This ensures a sufficient number of nominees in case alternates are required.
 - f. One of the three committee members must be from the faculty member's list of nominees
 - g. No faculty members who are relatives as defined in HR0115: Employment of Relatives policy will be placed on the PTR committee of the faculty member under review
11. Given that UTHSC has several formally-recognized divisions along with departments, we developed requirements for the composition of the PTR committee (*IV. Appointment and Composition of Post-Tenure Review Committee, B. Composition of the PTR Committee, # 1-5*). These requirements include:
 - a. Committee members being required to have sufficient expertise in the field or and/or similarity of activities to the faculty member whose progress is being evaluated
 - b. Only one member can be from the faculty member's division (or department, if that is the smallest unit)
 - c. At least one PTR committee member must hold an appointment in a different division/department from the faculty member being reviewed, but should be from the same college
 - d. Since basic science and clinical departments in the College of Medicine function so differently, we specified that they will be considered as different colleges
 - e. The third PTR committee member may be from a different college from the faculty member being reviewed or, if in the same college, must be from a different department than the faculty member being reviewed
12. We inserted language for functioning of the PTR committees, including the role of the chair *IV. Appointment and Composition of Post-Tenure Review Committee*)
13. We specified that external reviews may be requested by the PTR committee, the CAO, or the faculty member under review (*V. Materials to be Reviewed by Post-Tenure Review Committee*)

14. We developed procedures for soliciting external reviews (*V. Materials to be Reviewed by Post-Tenure Review Committee, B. Procedures and Approvals for External Reviews*)
15. Since UTHSC requires anonymous voting, we left intact the sentence that the PTR committee's voting must be conducted by anonymous ballots as well as the language in the following paragraph re: anonymous voting (*VII. Post-Tenure Review Committee's Conclusions and Report*)
16. In terms of the two procedural options for managing the review of the PTR committee report once the work has been concluded, UTHSC selected the option for the CAO being in charge of the PTR process. We specified the report must be retained in the official faculty file located in the CAO's office (*VII. Post-Tenure Review Committee's Conclusions and Report*)
17. We inserted the UTHSC Faculty Handbook appeal section (*VIII. Appeal*)

Additional Proposed Revisions (outside of the template material) with rationale

1. II. paragraph #1 – the insertion of “as described below” and deletion of “some form of” clarifies that the PTR is required every six years, except when the listed circumstances occur
2. II. Paragraph #2 - note that the CAO, rather than the dean, is the person who develops the initial plan. If left to the deans, there would be several variations of a plan, versus the single plan for the campus that will be developed by the CAO
3. II. paragraph #2 – the last sentence specifies an annual random selection procedure to be used during the first six years conducted by the CAO and with participation of the Faculty Senate will result in the selection of faculty members to undergo reviews. While there is a universe of tenured faculty members, the exclusions need to be considered each year to determine the potential pool. We also intend that the random selection process be transparent, thereby lessening the chance that faculty members feel as if they are being targeted for PTR.
4. III. in item #4 – references a new section in the document, Section XI, where timelines for conducting the PTR are included
5. IV. For PTR committee members - two PTR committee members can be from the same department, provided they are from different divisions. Some of the departments in the College of Medicine are so large (departments of pediatrics and of medicine, for instance) that the different divisions are essentially like different departments in other colleges.
6. IV. in item #5 – provides option for the third PTR committee member to hold appointment in the same college as the faculty member under review or in a different college. Some faculty members would find reviewers with more expertise and similarity of activities in the same college, while others will find those individuals in a different college
7. V. A. #1 and #2 – clarified that the annual review materials are bounded by the last six years OR since the last PTR review
8. V. B. – developed a full procedure for external reviews, that was based on the already approved procedure for external reviews recently approved for UTHSC's tenure materials. Qualifications

of external reviewers are virtually identical to the June 2018 approval for UTHSC's tenure section 4.11.2.1. Specified how external evaluators are to be identified and what to do when mutual agreement for identifying evaluators does not work. Specified materials to send to evaluators (essentially, what the PTR committee receives) and general information to provide to external evaluators. Notes, specifically, that the external evaluator will review materials and make a determination similar to that of the PTR committee (the faculty member's performance for the time period under review does/does not satisfy expectations for the faculty member's discipline and rank).

9. VI. – altered language for the “areas” that are specified to be consistent with that used at UTHSC: teaching, research/creative and other scholarly activities, service, and/or clinical care. We do not reference “artistic” work at UTHSC.
10. VII. – included language that the PTR committee is required to make a judgment on the candidate's performance as well as on the adequacy of the annual performance reviews written/completed by the division chief or department chair - so, reviewing the faculty member under review as well as the reviews of that faculty member
11. VII. Added the requirement for “supporting reasons for the conclusions” for the PTR committee's report
12. VII. - Specified that the electronic versions of reports will be submitted to the UT office of AASS upon request rather than automatically
13. IX – if a PTR improvement plan is required, specified that the plan will be evaluated quarterly for a minimum of four quarters and evaluated as part of the faculty member's next annual performance review
14. X – specification that outcomes of the PTR process will be evaluated on an annual basis and shared with a variety of groups and individuals
15. XI – three timelines developed, mirroring the EPPR timelines, for (a) timeline for conducting the PTR, (b) timeline for conducting the PTR if external reviews are required, and (c) additional timeline if a PTR improvement plan is required

Additional Items not included in the Procedures document

1. Each year, the CAO's office will develop and post a list of faculty members by rank, division (where relevant), department and college who are eligible for nomination to a PTR committee. This will facilitate development of the lists of nominees by the faculty member under review and the department chair.

TEMPLATE

CAMPUS PROCEDURES FOR PERIODIC POST-TENURE PERFORMANCE REVIEW

I. Introduction

In its Policies on Academic Freedom, Responsibility, and Tenure (Board Policy BT0006), the Board of Trustees has recognized and affirmed the importance of tenure in protecting academic freedom and thus promoting the University's principal mission of discovery and dissemination of truth through teaching, research, and service. The Board has also recognized its fiduciary responsibility to students, parents, and all citizens of Tennessee to ensure that faculty members effectively serve the needs of students and the University throughout their careers. To implement these principles, [The University of Tennessee Health Science Center \(UTHSC\)](#), with the approval of the President and the Board, has established these procedures under which every tenured faculty member shall receive a comprehensive performance review no less often than every six (6) years.

II. Post-Tenure Review ("PTR") Period

Except as otherwise provided in these procedures, each tenured faculty member must undergo ~~some form of~~ comprehensive performance review as described below no less often than every six (6) years. The PTR shall not substitute for the Annual Performance and Planning Review in the year a faculty member is scheduled for PTR.

The chief academic officer shall develop, and submit to the dean of each college for ~~approval~~review, an initial plan for staggering post-tenure reviews to avoid excessive administrative burden at any given time. The initial staggering plan may be revised ~~with by~~ the ~~approval of the~~ chief academic officer if later developments require changes in order to avoid excessive administrative burden. Selection of faculty members to undergo review in any given year shall be determined during the first six (6) years by an annual random selection procedure to be conducted by the chief academic officer with participation of the Faculty Senate in order to select each year an approximately equal number of faculty members meeting the criteria for undergoing PTR.

The post-tenure review period begins at the granting of tenure, and, except as otherwise provided by the staggering plan, a faculty member's PTR will occur no less often than every six (6) years thereafter unless one of the following circumstances results in a different timetable:

1. Suspension of post-tenure review period – A faculty member's post-tenure review period is suspended during any year in which the faculty member is granted a leave of absence or a modified duties assignment.
2. Restarting of post-tenure review period due to alternative comprehensive review – A comprehensive review of a faculty member's performance restarts the faculty member's PTR period under the following circumstances:
 - a. If a tenured faculty member undergoes a successful promotion review or a promotion is in progress during the year scheduled for PTR, the promotion review fulfills the PTR requirement and the PTR period is modified to require PTR six (6) years after the promotion review.

- b. If a tenured faculty member undergoes an Enhanced Post-Tenure Performance Review (EPPR) (generally triggered by annual performance review rating(s)) and is either rated as meeting expectations or successfully completes the terms of the EPPR improvement plan, the EPPR process fulfills the PTR requirement and the PTR cycle is modified to begin with the date of the EPPR committee’s report.
- 3. Start of the PTR period upon conclusion of an administrative appointment – Full time administrators and faculty members with a majority administrative appointment (more than 50%) are not subject to PTR; faculty members holding a less than majority administrative appointment (50% or less) are subject to PTR regarding their faculty duties based on expectations consistent with their faculty duty allocation. When a full-time or majority-time administrator leaves his or her administrative position to assume a tenured faculty position, the faculty member’s initial PTR shall occur within six (6) years after leaving the administrative post.
- 4. Exception of the scheduled PTR for retirement - A faculty member who has made a binding commitment to retire within the next twelve (12) months and whose retirement date has been accepted by UTHSC will be exempted from a PTR if the PTR is scheduled in the year during which their retirement is to take place. Should the faculty member’s retirement be renegotiated with the approval of UTHSC, the faculty member’s originally scheduled PTR will take place during the next cycle of PTR reviews.
- 5. A faculty member’s scheduled PTR may be otherwise deferred or modified only for good cause approved by the chief academic officer.

III. Annual Schedule for Post-Tenure Review

All post-tenure reviews will be conducted and completed during the academic year according to the following schedule:

- 1. The chief academic officer shall appoint all PTR Committees as set forth in Section IV below no later than mid-August.
- 2. Each PTR Committee shall be provided with the materials required by Section V below no later than September 1.
- ~~2-3.~~ When external reviews are necessary, identification of the evaluator should take no more than fourteen (14) days and there should be no more than four (4) weeks between the request to the evaluator and the evaluator’s decision.
- 4. Each PTR Committee shall submit its report required by Section VII below no later than March 1. Section XI provides a timeline for conducting the PTR, indicating the steps in the process, typical timing of each step, as well as additional timelines if external review materials are required or if a PTR improvement plan is required.

IV. Appointment and Composition of Post-Tenure Review Committee

A. Appointment of the PTR Committee

All post-tenure reviews must be conducted by a committee established for the sole purpose of post-tenure review. Each PTR Committee shall include three (3) members, appointed by the chief academic officer in the following manner:

1. In the case of departments with formally recognized divisions, the division serves as the organizing unit.
2. The faculty member under review nominates three (3) committee members: one (1) from within division/department and two (2) from outside division/department. The department chair, in consultation with the division chief and dean, nominates six (6), two (2) from within the division/department and four (4) from outside the division/department (either in the college or outside the college).
3. The faculty member can ask that one (1) of the nominees from the chair's list be removed.
4. Nominations will be forwarded to the chief academic officer for selection.
5. One (1) of the three (3) committee members must be from the faculty member's list of nominees.
6. To prevent conflict of interest in decision-making due to factors of kinship among employees, no faculty members who are relatives as defined in the HR0115: Employment of Relatives policy will be placed on the PTR Committee of the faculty member under review.

B. Composition of the PTR Committee

The composition of the PTR Committee must meet the following requirements:

1. Each PTR Committee member must be a tenured full-time faculty member who is at the same or higher academic rank, and whose locus of tenure is at ~~the same campus UTHSC, as the faculty member being reviewed.~~
2. Committee members shall have sufficient expertise in the field of and/or similarity of activities to those of the faculty member whose progress is being evaluated.
3. For faculty members undergoing PTR who are in departments without recognized divisions, one (1), and only one (1), PTR Committee member must hold an appointment in the same department as the faculty member being reviewed, unless there is no such faculty member eligible to serve, in which case the choice defaults to the college. For faculty members undergoing PTR who are in departments organized into recognized divisions, one (1), and only one (1), PTR Committee member must hold an appointment in the same division as the faculty member being reviewed, unless there is no such faculty member eligible to serve, in which case the choice defaults to the department; provided that no other PTR Committee members may hold an appointment in the same division.
4. At least one (1) PTR Committee member must hold an appointment in a different division or division/department from the faculty member being reviewed, but from the same college. For purposes of PTR Committee membership, College of Medicine basic science and clinical departments are considered as different colleges.
5. The final PTR Committee member may hold an appointment in a different college from the faculty member being reviewed or, if in the same college, must hold an appointment in a different department from the faculty member being reviewed.

The chief academic officer, working with the University of Tennessee Office of Academic Affairs and Student Success, will provide instructions, guidelines, and best practices to members of PTR Committees.

Members of the PTR Committee will select their committee's chair. The chair of the PTR Committee will (1) ensure adherence to the timeline for the PTR Committee's work; (2) draft the initial report of the PTR Committee, using a standardized template; (3) edit, distribute, revise and obtain Committee approval of the PTR Committee's report; and (4) serve as the official communicator of the PTR Committee with the chief academic officer. In the event that an external review is deemed necessary or requested, the chair of the PTR Committee will be responsible for managing this process.

V. Materials to be Reviewed by Post-Tenure Review Committee**A. Materials to be Reviewed by the PTR Committee**

The PTR Committee must review:

1. annual review materials (including the division chief's and/or department chair's evaluation(s) and rating(s) of the faculty member's performance, and student and any peer evaluation of teaching) for each year of the last six (6) years or since the last PTR review (to be supplied by the division chief and/or department chair);
2. the faculty member's current CV; a narrative, not to exceed two (2) pages, prepared by the faculty member describing the faculty member's milestone achievements and accomplishments for each of the last six (6) years or since the last PTR review as well as goals for the next PTR review period; and (if there has been a previous PTR) a copy of the narrative submitted as a part of the faculty member's previous PTR (each to be supplied by the faculty member); and
- ~~1-3.~~ external reviews when deemed necessary by the PTR Committee or the chief academic officer, or when requested by the faculty member undergoing PTR.

B. Procedures and Approvals for External Reviews

External review may be requested by any member of the PTR Committee, chief academic officer or by the faculty member undergoing PTR. Typically, an external review is requested when sufficient expertise is lacking among the members of the PTR Committee to make an appropriate judgment as to whether the performance of the faculty member undergoing PTR satisfies the expectations for the faculty member's discipline and academic rank. In the rare instance that external reviews are deemed necessary or requested, the following procedures will apply.

Qualifications of external evaluators include the following:

1. External evaluators are individuals who are not employed by or affiliated with UTHSC or UTHSC's affiliated institutions.
2. External evaluators should be distinguished individuals in the faculty member's field who are in a position to provide an assessment of the faculty member's continued professional growth and productivity based on the materials provided in V.A. (above).
3. External evaluators must themselves hold tenure if offered at their institution or the equivalent if tenure is not offered.
4. External evaluators must be at or above the faculty member's current rank (or equivalent).
5. External evaluators should not hold any conflict of interest, as defined in the National Institutes of Health (NIH) definition of conflict of interest, or who would be in any professional or personal relationship with the faculty member that could reduce objectivity. In cases where conflict of interest is raised, the chief academic officer will make the final determination as to the external evaluator's appropriateness.
6. Whenever possible, external evaluators should be individuals (a) at UTHSC's comparable or aspirational peer institutions or (b) from an outside institution similar to UTHSC (e.g., academic health science center or research-intensive institution).

External evaluators are to be identified by mutual agreement of the faculty member undergoing PTR and the chair of the PTR Committee. The faculty member and chair of the PTR Committee independently identify three (3) prospective external evaluators and exchange their lists with each other. Within five (5) days the faculty member and PTR Committee chair should agree on a priority ranking of three (3) evaluators, allowing for options in obtaining an external review if the top ranked evaluator is unable to participate in the appropriate time frame (four [4] weeks). If the faculty member and PTR Committee chair cannot agree, within five (5) days, upon receiving the reasoning for/against each potential evaluator, the

chief academic officer will decide the disposition of the issue by selecting one (1) of the six (6) prospective external evaluators from the identified lists.

The chair of the PTR Committee solicits the external review, using the following guidance. A standard form letter must be used for all external review requests.

1. Materials to be sent to external evaluators:
 - a. Required materials submitted by the division chief (if relevant) and/or department chair
 - b. Required materials submitted by the faculty member
 - c. UTHSC Faculty Handbook statements about PTR and, if available/developed, college and (if present) departmental bylaws about PTR

2. General information to provide to external evaluators in the request for evaluation:
 - a. Faculty member's name
 - b. Description of the PTR process
 - c. The external evaluator will be asked to review the materials submitted (see item #1 above) and conclude that the faculty member's performance (a) satisfies the expectations for the faculty member's discipline and rank or (b) does not satisfy the expectations for the faculty member's discipline, rank, effort distribution, and expectations listed in the annual reviews provided. The external evaluator will also be asked to provide a one-paragraph explanation of his or her conclusion.
 - d. Request for evaluator to state the nature of any association with the faculty member
 - e. Request for the evaluator's letter to be submitted on institutional letterhead with the evaluator's signature that includes rank as well as tenure status
 - f. Date when the letter must be received
 - g. Thank you

3. External reviews should be addressed to the PTR Committee chair who requested the review.

4. Letters should be submitted via email.

5. Any letters solicited and received must be included in the PTR Committee's report.

VI. Criteria for Post-Tenure Review

The post-tenure review process should ensure the faculty member has demonstrated continued professional growth and productivity in the areas of teaching, research (including ~~scholarly~~, creative and ~~artistic work~~ other scholarly activities), service, and/or clinical care pertinent to his or her faculty responsibilities. The criteria for assessing the faculty member's performance must be consistent with established expectations of the division, department, and school/college, ~~and campus~~ and provide sufficient flexibility to consider changes in academic responsibilities and/or expectations. The expectations for faculty performance may differ by ~~campus,~~ college, department, and even among sub-disciplines within a department or program. Those expectations may be commonly-held standards in the discipline or sub-discipline. Those expectations may be stated explicitly in the faculty member's own six (6) past annual performance reviews, work assignments, goals or other planning tools (however identified), as well as department or college bylaws, the ~~campus-~~UTHSC faculty handbook, this policy, and in other generally-applicable policies and procedures (for example, fiscal, human resources, safety, research, or information technology policies and procedures).

VII. Post-Tenure Review Committee's Conclusions and Report

The PTR Committee is charged to review the faculty member's performance during the review period and to conclude whether the faculty member's performance satisfies the expectations for the faculty member's discipline and academic rank. The PTR Committee's voting must be conducted by anonymous ballots. All conclusions, the supporting reasons for the conclusions, and recommendations shall be adopted upon the vote of a simple majority of the PTR Committee. No member of the PTR Committee may abstain or recuse himself or herself from voting. Based on the judgment of its members, the PTR Committee must conclude for the candidate's performance either:

- That the faculty member's performance satisfies the expectations for the faculty member's discipline and academic rank; or
- That the faculty member's performance does not satisfy the expectations for the faculty member's discipline and academic rank.

The PTR Committee must conclude for the annual reviews either:

- That the faculty member's six (6) annual performance reviews satisfy the expectations of being reasonable, fair, accurate and high quality.
- That the faculty member's six (6) annual performance reviews do not satisfy the expectations of being reasonable, fair, accurate and high quality.

The committee must report its conclusions, the supporting reasons for the conclusions, and recommendations in writing using a standard format prepared by the chief academic officer, including (1) an enumeration of the anonymously cast vote, (2) the supporting reasons for its conclusion, (3) a dissenting explanation for any conclusion that is not adopted unanimously if a dissenting member chooses to provide one, (4) an identification of any incongruences observed between the faculty member's performance and his or her annual evaluations, (5) a statement of any additional concerns identified or actions recommended, and (6) if applicable, an identification of areas of extraordinary contribution and/or performance.

The detailed PTR Committee report shall be provided to the faculty member, division chief, department chair, dean, and chief academic officer.

The faculty member under review, his or her division chief, department chair, and dean must have the opportunity to provide a written response to the PTR Committee report. These responses must be submitted to the chief academic officer with copies to the faculty member, the division chief, department chair, dean, and Committee. The chief academic officer shall either accept or reject the PTR Committee's determination that the faculty member's performance satisfies or does not satisfy the expectations for the faculty member's discipline and academic rank. Additionally, the chief academic officer shall either accept or reject the PTR Committee's determination that annual performance reviews satisfy or do not satisfy the expectations for the conduct of reasonable, fair, accurate and high quality reviews. The Chancellor shall indicate in writing whether or not he or she concurs in the chief academic officer's determination. If the PTR Committee report is not unanimous, the chief academic officer shall provide the supporting reasons for his or her determination. If the chief academic officer or the Chancellor do not concur in a determination, then he or she shall provide the supporting reasons for the non-concurrence. The chief academic officer's determination, the Chancellor's concurrence, and any written

responses of the faculty member, [division chief](#), department chair and the dean will be maintained with the PTR Committee report in [the official faculty file located in the chief academic officer's office](#) and, [upon request](#), submitted electronically to the University of Tennessee Office of Academic Affairs and Student Success.

VIII. Appeal

Within thirty [\(30\)](#) days of receipt of the PTR Committee report, the faculty member may appeal any conclusion with which the faculty member disagrees. The procedure for appeal is described in [Section 7 of the UTHSC Faculty Handbook](#), except that a final decision on the appeal shall be made within ninety (90) days of the faculty member's appeal, and the final decision of the Chancellor on an appeal shall not be appealable to the President.

IX. Further Actions

If the PTR Committee concludes that the faculty member's performance has not satisfied the expectations for the faculty member's discipline and rank, a PTR improvement plan must be developed using the same procedures used for the development of an EPPR improvement plan as detailed in Board Policy BT0006 Appendix E [Section 7.b. The PTR improvement plan will be evaluated quarterly for a minimum of four \(4\) quarters. The evaluation of the PTR improvement plan will be conducted as part of the faculty member's next annual performance review.](#)

If the chief academic officer, [based on the PTR Committee's report](#), concludes that deficiencies exist in the departmental annual performance review process (including failure of [division chiefs-or](#) department chairs to conduct rigorous [\(i.e., reasonable, fair, accurate, high quality\)](#) annual performance reviews) or other incongruences are observed between the PTR performance review and rankings assigned through the annual performance review process, the chief academic officer must develop a process for addressing the issues.

X. Annual Report to the Board of Trustees

The chief academic officer shall prepare an annual assessment report of campus post-tenure review processes, procedures and outcomes for submission by the Chancellor to the Board of Trustees, through the President, no later than June 1 of each year. The report shall include a description of any deficiencies identified in departmental annual performance review processes and the plan for addressing the issues.

[The outcomes of the PTR process will be evaluated on an annual basis, with data reported to the Board of Trustees also shared with the Faculty Senate Executive Committee, deans, department chairs, and division chiefs.](#)

XI. Timelines for Conducting the PTR

[All PTR deadlines are counted in calendar days rather than business days, except when the last day of the time period falls during a holiday or administrative closure lasting five \(5\) business days or longer \(such as the administrative closure between fall and spring semesters or an extended weather-related closure\). The following tables summarize key events in the PTR process that have deadlines.](#)

Timeline for Conducting the PTR (using the EPPR process as a basis)

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<u>Example 2019 Dates</u>	<u>Event begins</u>	<u>Days (Weeks)</u>	<u>Event ends</u>
<u>July 1</u>	<u>Written notice from the chief academic officer that the faculty member is required to have a PTR – normally will occur by July 1.</u>	<u>42 (6)</u>	<u>PTR Committee is selected.</u>
<u>Aug. 12</u>	<u>PTR Committee is selected.</u>	<u>7 (1)</u>	<u>Chief academic officer provides instructions, guidelines, template for report, and best practices to the PTR Committee.</u>
<u>Aug. 19</u>	<u>Chief academic officer provides instructions, guidelines, template for report, and best practices to the PTR Committee.</u>	<u>7 (1)</u>	<u>PTR Committee receives all required materials from division chief (if relevant), department chair, from faculty member, and determines if external reviews are needed.</u>
<u>Aug. 26</u>	<u>PTR Committee receives all required materials from division chief (if relevant), department chair, from faculty member, and determines if external reviews are needed.</u>	<u>42 (6)</u>	<u>PTR Committee report is prepared; dissenting explanation prepared if a dissenting member chooses to provide one. Report is distributed for review by the faculty member, division chief (if relevant), department chair, and dean.</u>
<u>Oct. 7</u>	<u>PTR Committee report is prepared; dissenting explanation prepared if a dissenting member chooses to provide one. Report is distributed for review by the faculty member, division chief (if relevant), department chair, and dean.</u>	<u>14 (2)</u>	<u>Faculty member, division chief (if relevant), department chair, and dean submit written responses to the chief academic officer.</u>
<u>Oct. 21</u>	<u>Faculty member, division chief (if relevant), department chair, and dean submit written responses to the chief academic officer.</u>	<u>14 (2)</u>	<u>Chief academic officer reviews timely responses to the report and makes an independent evaluation.</u>
<u>Nov. 4</u>	<u>Chief academic officer reviews timely responses to the report and makes an independent evaluation.</u>	<u>14 (2)</u>	<u>Chief academic officer submits to the Chancellor the committee’s report, all timely responses, and any additional conclusions and recommendations based on the chief academic officer’s independent evaluation.</u>
<u>Nov. 18</u>	<u>Chief academic officer submits to the Chancellor the committee’s report, all timely responses, and any additional conclusions and recommendations based on the chief academic officer’s independent evaluation.</u>	<u>14 (2)</u>	<u>Chancellor indicates whether or not he or she concurs in the chief academic officer’s determination.</u>
<u>Dec. 2</u>	<u>Chancellor indicates whether or not he or she concurs in the chief academic officer’s determination.</u>	<u>30 (4+)</u>	<u>(1) Within 30 days of the receipt of the PTR Committee report, the faculty member may appeal any conclusion with which he or she disagrees (note: the PTR procedure does not halt based on a faculty member’s appeal). (2) If the PTR Committee concludes that the faculty member has not satisfied the expectations for the faculty member’s discipline and rank, a PTR improvement plan must be developed using the procedures using for development of an EPPR improvement plan (see next table: Additional Timeline Required if a PTR improvement plan is required).</u>
<u>Jan. 1</u>	<u>Within 30 days of the receipt of the PTR Committee report, the faculty member may appeal any conclusion with which he or she disagrees.</u>	<u>90 (13)</u>	<u>Within 90 days of the faculty member’s appeal, the Chancellor renders a final decision on the faculty member’s appeal. The decision is not appealable to the President.</u>

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			<u>Within 90 days would be by March 31, 2020.</u>
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Timeline for Conducting the PTR (using the tenure process as a basis) – if EXTERNAL REVIEWS are required

<u>Example 2019 Dates</u>	<u>Event begins</u>	<u>Days (Weeks)</u>	<u>Event ends</u>
<u>July 1</u>	<u>Written notice from the chief academic officer that the faculty member is required to have a PTR – normally will occur by July 1.</u>	<u>42 (6)</u>	<u>PTR Committee is selected.</u>
<u>Aug. 12</u>	<u>PTR Committee is selected.</u>	<u>7 (1)</u>	<u>Chief academic officer provides instructions, guidelines, template for report, and best practices to the PTR Committee.</u>
<u>Aug. 19</u>	<u>Chief academic officer provides instructions, guidelines, template for report, and best practices to the PTR Committee.</u>	<u>7 (1)</u>	<u>PTR Committee receives all required materials from division chief (if relevant), department chair, from faculty member, and determines if external reviews are needed.</u>
<u>Aug. 26</u>	<u>PTR Committee receives all required materials from division chief (if relevant), department chair, from faculty member, and determines if external reviews are needed.</u>	<u>42 (6)</u>	<u>Allow 2 weeks for deciding if external reviews are required and who will provide external review. Require any external reviews to be received within 4 weeks.</u>
<u>Oct. 7</u>	<u>Allow 2 weeks for deciding if external reviews are required and who will provide external review. Require any external reviews to be received within 4 weeks.</u>	<u>21 (3)</u>	<u>PTR Committee report is prepared; dissenting explanation prepared if a dissenting member chooses to provide one. Report is distributed for review by the faculty member, division chief (if relevant), department chair, and dean.</u>
<u>Oct. 28</u>	<u>PTR Committee report is prepared; dissenting explanation prepared if a dissenting member chooses to provide one. Report is distributed for review by the faculty member, division chief (if relevant), department chair, and dean.</u>	<u>14 (2)</u>	<u>Faculty member, division chief (if relevant), department chair, and dean submit written responses to the chief academic officer.</u>
<u>Nov. 11</u>	<u>Faculty member, division chief (if relevant), department chair, and dean submit written responses to the chief academic officer.</u>	<u>14 (2)</u>	<u>Chief academic officer reviews timely responses to the report and makes an independent evaluation.</u>
<u>Nov. 25</u>	<u>Chief academic officer reviews timely responses to the report and makes an independent evaluation.</u>	<u>14 (2)</u>	<u>Chief academic officer submits to the Chancellor the committee’s report, all timely responses, and any additional conclusions and recommendations based on the chief academic officer’s independent evaluation.</u>
<u>Dec. 9</u>	<u>Chief academic officer submits to the Chancellor the committee’s report, all timely responses, and any additional conclusions and recommendations based on the chief academic officer’s independent evaluation.</u>	<u>14 (2)</u>	<u>Chancellor indicates whether or not he or she concurs in the chief academic officer’s determination.</u>
<u>Dec. 23</u>	<u>Chancellor indicates whether or not he or she concurs in the chief academic officer’s determination.</u>	<u>30 (4+)</u>	<u>(1) Within 30 days of the receipt of the PTR Committee report, the faculty member may appeal any conclusion with which he or she disagrees (note: the PTR procedure does not halt based on a faculty member’s appeal). (2) If the PTR Committee concludes that the faculty member has not satisfied the</u>

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			<u>expectations for the faculty member's discipline and rank, a PTR improvement plan must be developed using the procedures used for development of an EPPR improvement plan (see next table: <i>Additional Timeline Required if a PTR improvement plan is required</i>).</u>
<u>Jan. 22</u>	<u>Within 30 days of the receipt of the PTR Committee report, the faculty member may appeal any conclusion with which he or she disagrees.</u>	<u>90 (13)</u>	<u>Within 90 days of the faculty member's appeal, the Chancellor renders a final decision on the faculty member's appeal. The decision is not appealable to the President.</u>

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Additional Timeline Required if a PTR Improvement Plan is Required (using the EPPR process as a basis)

If the PTR Committee concludes that the faculty member has not satisfied the expectations for the faculty member's discipline and rank, a PTR improvement plan must be developed using the procedures used for development of an EPPR improvement plan.

The division chief (if relevant) and department chair are encouraged to engage the faculty member in the early stages of development of the PTR improvement plan. If development of the PTR improvement plan becomes the responsibility of the PTR Committee, the committee is encouraged to engage the faculty member in the plan's development.

<u>2020 Dates</u>	<u>Event Begins</u>	<u>Days (Weeks)</u>	<u>Event Ends</u>
<u>Jan. 6</u>	<u>If a PTR improvement plan is required, the chief academic officer provides written notice to all parties (faculty member, division chief (if relevant), department chair, dean, PTR Committee.</u>	<u>21 (3)</u>	<u>Division chief (if relevant) and department chair submit to the chief academic officer a proposed improvement plan supported by the dean, chief academic officer, and a majority of the PTR Committee.</u>
<u>Jan. 27</u>	<u>Division chief (if relevant) and department chair submit to the chief academic officer a proposed improvement plan supported by the dean, chief academic officer, and a majority of the PTR Committee.</u>	<u>14 (2)</u>	<u>If the division chief (if relevant) and department chair fail to produce an improvement plan supported by the dean, chief academic officer, and a majority of the PTR Committee, then the PTR Committee assumes responsibility for drafting a plan.</u>
<u>Feb. 10</u>	<u>If the division chief (if relevant) and department chair fail to produce an improvement plan supported by the dean, chief academic officer, and a majority of the PTR Committee, then the PTR Committee assumes responsibility for drafting a plan.</u>	<u>14 (2)</u>	<u>PTR Committee submits the proposed PTR improvement plan to the dean and chief academic officer for review and approval.</u>
<u>Feb. 24</u>	<u>PTR Committee submits the proposed PTR improvement plan to the dean and chief academic officer for review and approval.</u>	<u>14 (2)</u>	<u>Upon approval by the chief academic officer, the proposed PTR improvement plan is sent to the faculty member for review.</u>
<u>Mar. 9</u>	<u>Upon approval by the chief academic officer, the proposed PTR improvement plan is sent to the faculty member for review.</u>	<u>14 (2)</u>	<u>Faculty member submits to the PTR Committee any written response (including any requested modifications to the improvement plan).</u>
<u>Mar. 23</u>	<u>Faculty member submits to the PTR Committee any written response (including any requested modifications to the improvement plan).</u>	<u>14 (2)</u>	<u>PTR Committee considers faculty member's response and may revise the proposed PTR improvement plan.</u>

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<u>Apr. 6</u>	<u>PTR Committee considers faculty member’s response and may revise the proposed PTR improvement plan.</u>	<u>14</u> <u>(2)</u>	<u>PTR Committee submits the proposed PTR improvement plan to the chief academic officer for review and approval.</u>
<u>Apr. 20</u>	<u>PTR Committee submits the proposed PTR improvement plan to the chief academic officer for review and approval.</u>	<u>7</u> <u>(1)</u>	<u>Chief academic officer reviews the proposed PTR improvement plan, responds to the PTR Committee as needed, and approves a final PTR improvement plan.</u>
<u>Apr. 27</u>	<u>Chief academic officer reviews the proposed PTR improvement plan, responds to the PTR Committee as needed, and approves a final PTR improvement plan.</u>	<u>7</u> <u>(1)</u>	<u>Chief academic officer sends the approved PTR improvement plan to the faculty member, division chief (if relevant), department chair, and dean for implementation.</u>



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

Meeting Date: November 2, 2018

Committee: Education, Research, and Service

Item: **UTIA Procedures for Periodic Post-Tenure Review of all Tenured Faculty**

Type: Action

Presenter(s): Joseph A. DiPietro, President

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Background (See Tab 12)

Summary of UTIA Procedures

The template for periodic post-tenure review procedures developed by the President and his staff (see Tab 12) leaves to each campus the choice regarding certain issues, primarily: (1) whether to make its chief academic officer or its college deans responsible for overseeing the process; (2) how to select the post-tenure review committee members; (3) how to conduct external review; and (4) whether to conduct committee voting anonymously or non-anonymously. A summary of UTIA's choice on these issues appears below, and the complete set of UTIA procedures follows the Resolution for approval.

Responsibility for Post-Tenure Review	Chief Academic Officer
Committee Selection	The chief academic officer will appoint the committee members after consultation with the faculty member undergoing review and the faculty member's department head.
External Reviews	The chief academic officer selects one reviewer from a list supplied by the faculty member and one reviewer from a list supplied by the tenured faculty in the faculty member's department; the faculty member himself or herself may request external review in addition to a request from the committee or the dean.
Type of Committee Voting	Anonymous
Other Significant Campus-Level Decisions	If a faculty member receives a rating of does not satisfy expectations for discipline and rank, the faculty member's improvement plan will be developed using the same procedures as for the Enhanced Post-Tenure Performance Review (EPPR) process, including a



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	selection of a new committed for that purpose, but the faculty member will not actually enter the EPPR process.
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Committee Action: The Education, Research, and Service Committee will consider this item at a meeting on November 2. If recommended for approval by the Committee, the item will come forward to the full Board for action on the Committee's recommendation. The appropriate motion appears below.

Motion by Committee Chair: On the recommendation of the Education, Research, and Service Committee, I move adoption of the Resolution presented in the meeting materials to approve the UTIA procedures for periodic post-tenure review of all tenured faculty.



The University of Tennessee
Board of Trustees

Resolution 00_-2018*

UTIA Procedures for Periodic Post-Tenure Review of all Tenured Faculty

Resolved: The Board of Trustees approves the UTIA procedures for periodic post-tenure review of all tenured faculty as presented in the meeting materials, which shall be attached to this Resolution after adoption.

Adopted this 2nd day of November, 2018.

* Number will be inserted after adoption.

TEMPLATE

CAMPUS PROCEDURES FOR PERIODIC POST-TENURE PERFORMANCE REVIEW

I. Introduction

In its Policies on Academic Freedom, Responsibility, and Tenure (Board Policy BT0006), the Board of Trustees has recognized and affirmed the importance of tenure in protecting academic freedom and thus promoting the University's principal mission of discovery and dissemination of knowledge through teaching, research, and service. The Board has also recognized its fiduciary responsibility to students, parents, and all citizens of Tennessee to ensure that faculty members effectively serve the needs of students and the University throughout their careers. To implement these principles, the University of Tennessee Institute of Agriculture (UTIA), with the approval of the President and the Board, has established these procedures under which every tenured faculty member shall receive a comprehensive performance review no less often than every six years.

II. Post-Tenure Review (PTR) Period

Except as otherwise provided in these procedures, each tenured faculty member must undergo some form of comprehensive performance review no less often than every six years. The Post-Tenure Review (PTR) shall not substitute for the Annual Performance and Planning Review in the year a faculty member is scheduled for PTR.

The dean(s) of each college or unit shall develop, and submit to the chief academic officer for approval, an initial plan for staggering PTR to avoid excessive administrative burden at any given time. The initial staggering plan may be revised with the approval of the chief academic officer (Chancellor of UTIA) if later developments require changes in order to avoid excessive administrative burden. The PTR period begins at the granting of tenure, and, except as otherwise provided by the staggering plan, a faculty member's PTR will occur no less often than every six years thereafter unless one of the following circumstances results in a different timetable:

- Suspension of PTR period: A faculty member's PTR period is suspended during any year in which the faculty member is granted a leave of absence or a modified duties assignment, such as a temporary assignment that differs from the primary, regular appointment.
- Restarting of PTR period due to alternative comprehensive review: A comprehensive review of a faculty member's performance restarts the faculty member's PTR period under the following circumstances:
 - If a tenured faculty member undergoes a successful promotion review or a promotion is in progress during the year scheduled for PTR, the promotion review fulfills the PTR requirement and the PTR period is modified to require PTR six years after the promotion review. Since promotions are effective July 1 of each year, the next PTR review must be conducted beginning with the review period that is initiated 5.5 years after the promotion (e.g., promotion on July 1, 2019, results in a PTR beginning in December 2024 and completed in March 2025).
 - If a tenured faculty member undergoes an Enhanced Post-Tenure Performance Review (EPPR) (generally triggered by annual performance review rating(s)) and is either rated as

meeting expectations or successfully completes the terms of the EPPR improvement plan, the EPPR process fulfills the PTR requirement and the PTR cycle is modified to begin with the date of the EPPR Committee's report.

- Start of the PTR period upon conclusion of an administrative appointment: Full-time administrators and faculty members with a majority administrative appointment (more than 50 percent, as determined by the chief academic officer) are not subject to PTR; faculty members holding a less-than-majority administrative appointment (50 percent or less, as determined by the chief academic officer) are subject to PTR regarding their faculty duties based on expectations consistent with their faculty duty allocation. When a full-time or majority-time administrator leaves his or her administrative position to assume a tenured faculty position, the faculty member's initial PTR shall occur within six years after leaving the administrative post.
- A faculty member's scheduled PTR may be waived if the faculty member submits a written and binding commitment to retire no later than one year after the year in which the PTR was scheduled.
- A faculty member's scheduled PTR may be otherwise deferred or modified only for good cause approved by the chief academic officer.

III. Annual Schedule for Post-Tenure Review (PTR)

All Post-Tenure Reviews (PTR) will be conducted and completed during the spring semester according to the following schedule:

- The chief academic officer shall appoint all PTR Committees as set forth in Section IV below no later than December 1 prior to the spring semester in which the review will occur.
- Each PTR Committee shall be provided with the materials required by Section V below no later than December 31.
- Each PTR Committee shall submit its report required by Section VII below no later than March 31.
- Extensions of these deadlines will be granted only for good cause approved by the chief academic officer.

IV. Appointment and Composition of Post-Tenure Review (PTR) Committee

All Post-Tenure Reviews (PTR) must be conducted by a committee established for the sole purpose of PTR. Each PTR Committee shall include three members, appointed by the chief academic officer after consultation with the faculty member under review and her or his department head. The chief academic officer shall avoid choosing PTR Committee members who have an obvious or apparent conflict of interest. Faculty members who hold administrative appointments at 50 percent or greater, as determined by the chief academic officer, are not eligible to serve. In addition to these general principles of inclusion, the composition of the PTR Committee must meet the following requirements:

- Each PTR Committee member must be a tenured, full-time faculty member who is at the same or higher academic rank and whose locus of tenure is at the same campus as the faculty member being reviewed.

- One, and only one, PTR Committee member must hold an appointment in the same department as the faculty member being reviewed, unless there is no such faculty member eligible to serve.
- The committee chair will be chosen by the chief academic officer from among the members of the committee who are not from the same department as the faculty member being reviewed.
- The three-member PTR Committee for a given faculty member under review is selected from a standing pool of UTIA faculty of full professorial rank serving a three-year term selected by the deans and appointed by the chief academic officer. The pool shall include at least one member from each department. The PTR Committee will include one departmental representative and balanced representation of the responsibilities (e.g., teaching, research, Extension, clinical practice) associated with the faculty member's appointment. For example, a faculty member with a majority research appointment will have at least one PTR Committee member appointed who also has a majority research appointment.

The chief academic officer will provide a written charge to members of PTR Committees. The charge will include the following elements:

1. Purpose of PTR, as described in Part I of this document;
2. Scope of PTR, as described in Part VI of this document;
3. Process of PTR, as described in Part VII of this document;
4. Obligation to provide a fair and objective review;
5. Obligation to keep confidential the committee's deliberations and findings; and
6. Any other instructions that the chief academic officer deems necessary to carry out the review.

These elements will be discussed with the pool of faculty members serving on PTR Committees to promote consistency and clarity of the charge, the responsibilities, and the outcomes of the reviews.

Meetings of the PTR Committees shall follow *Robert's Rules of Order*. The chair is responsible for organizing and running the meetings. The chair shall ensure committee members have access to all pertinent review documents and will liaise with the chief academic officer, including transmitting committee findings in writing.

V. Materials to be Reviewed by Post-Tenure Review (PTR) Committee

The Post-Tenure Review (PTR) Committee must review the following documents:

1. Annual review materials for each year since the last review or for the last six years in cases where this is the first review, including the following for the time frame spanning the previous six years (to be supplied by the department head):

- Two Annual Performance Review documents for each year of the review period submitted by faculty—one Annual Expectations Form and one Faculty Annual Report for each year;
 - Any and all evaluation narratives written by the department head, as well as the Faculty Annual Review Report Form with final performance ratings for each year;
 - Any and all responses by the faculty member, deans, and chief academic officer for each Annual Performance Review; and
 - Any student and peer evaluation of teaching.
2. Copies of the appropriate department's and college's performance criteria for faculty according to rank, as published in the bylaws of the respective units (to be supplied by the department head);
 3. A current curriculum vitae of the faculty member under review (to be supplied by the faculty member);
 4. A narrative, not to exceed two pages of 12-point text, prepared by the faculty member describing the faculty member's milestone achievements and accomplishments since the last review as well as goals for the next review period (to be supplied by the faculty member);
 5. A copy of the narrative submitted as a part of the faculty member's previous PTR (to be supplied by the faculty member);
 6. External reviews when deemed necessary by the PTR Committee, or the dean of the faculty member's majority appointment, or when requested by the faculty member undergoing PTR.
 - Letters from no more than three external reviewers may be considered by the PTR Committee;
 - Requests for external letters by faculty undergoing PTR must be made in writing to the committee chair at the time their materials are submitted to the PTR Committee;
 - The chief academic officer, or their designee, shall request the external reviews, in conformity with the following requirements:
 - One reviewer will be chosen from a list provided by the faculty member undergoing PTR;
 - One or more reviewers will be chosen from a list provided by the tenured faculty in the department of the faculty member undergoing PTR;
 - Reviewers shall be selected in accord with the *Manual for Faculty Evaluation*, Part IV;
 - Each member of the PTR Committees will record the time devoted to the review process.

VI. Criteria for Post-Tenure Review (PTR)

The Post-Tenure Review (PTR) process must assess the faculty member's continuing professional growth and productivity in the areas of teaching, research (including scholarly, creative, and artistic work), service, and/or clinical care pertinent to his or her faculty responsibilities. The criteria for assessing the faculty member's performance must be consistent with established expectations of the department, school/college, and campus and provide sufficient flexibility to consider changes in academic responsibilities and/or expectations. The expectations for faculty performance may differ by college, department, and even among subdisciplines within a department or program. Those expectations may be commonly held standards in the discipline or subdiscipline. Those expectations may be stated explicitly in the faculty member's own past annual performance reviews, work assignments, goals or other planning tools (however identified), as well

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as department or college bylaws, the *Faculty Handbook*, this policy, and in other generally applicable policies and procedures (for example, fiscal, human resources, safety, research, or information technology policies and procedures).

VII. Post-Tenure Review (PTR) Committee's Conclusions and Report

The Post-Tenure Review (PTR) Committee is charged to assess the faculty member's performance during the review period and to conclude whether the faculty member's performance satisfies the expectations for the faculty member's discipline and academic rank. The PTR Committee's voting must be conducted by anonymous ballots. Voting is to be done in person as part of a committee's deliberations; neither proxies or in absentia votes are allowed. All conclusions and recommendations shall be adopted upon the vote of a simple majority of the PTR Committee. No member of the PTR Committee may abstain or recuse himself or herself from voting. Based on the judgment of its members, the PTR Committee must conclude either

- That the faculty member's performance satisfies the expectations for the faculty member's discipline and academic rank, or
- That the faculty member's performance does not satisfy the expectations for the faculty member's discipline and academic rank.

The committee must report its conclusions and recommendations in writing using a standard format prepared by the chief academic officer, including (1) an enumeration of the anonymously cast vote, (2) the supporting reasons for its conclusion, (3) a dissenting explanation for any conclusion that is not adopted unanimously if a dissenting member chooses to provide one, (4) identification of any incongruences observed between the faculty member's performance and his or her annual evaluations, (5) a statement of any additional concerns identified or actions recommended, (6) if applicable, an identification of areas of extraordinary contribution and/or performance, and (7) a summary of the time spent by the PTR Committee in conducting the report and developing the report and recommendation.

The detailed PTR Committee report shall be provided to the faculty member, department head, appropriate deans, and chief academic officer. The department head will write a response indicating support or dissent with the PTR Committee report and send it to the faculty member, appropriate deans, and the chief academic officer. Following the receipt of the department head letter, the appropriate deans will write a response indicating support or dissent with the PTR Committee report and the department head, and send it to the faculty member, the department head, and the chief academic officer.

Upon receipt of the report and each subsequent response by department heads and deans, faculty members, department heads, and deans must have the opportunity to provide a written response to the PTR Committee report. The chief academic officer shall either accept or reject the PTR Committee's determination that the faculty member's performance satisfies or does not satisfy the expectations for the faculty member's discipline and academic rank after considering the responses of the department head and the dean(s). If the PTR Committee report is not unanimous, the chief academic officer shall provide the supporting reasons for his or her determination. If the chief academic officer does not concur in a determination, then he or she shall provide the supporting reasons for the non-concurrence. The chief academic officer's determination—and any written responses of the faculty member, department head/chair, and the dean—will be maintained with the PTR Committee report in the chief academic officer's office, and submitted electronically to the University of Tennessee Office of Academic Affairs and Student Success, with copies provided to the dean(s) and the department head.

VIII. Further Actions

If, as a result of Post-Tenure Review (PTR), the chief academic officer concludes that the faculty member's performance has not satisfied the expectations for the faculty member's discipline and rank, a PTR improvement plan must be developed. A peer review committee to develop the improvement plan will be appointed as specified in Section 3 of Board Policy BT0006, Appendix E. This committee will be provided the review materials submitted as outlined in Section V above and the results of the PTR Review as outlined in Section VII above. This peer review committee will be charged with the development of an improvement plan, following the procedures and timeline as detailed in Board Policy BT0006, Appendix E, as included in Chapter 3 of the *Faculty Handbook*.

If, as a result of PTR, the chief academic officer concludes that deficiencies exist in the departmental annual performance review process (including failure of department heads to conduct rigorous annual performance reviews) or other incongruences are observed between the PTR performance review and rankings assigned through the annual performance review process, the chief academic officer must develop a process for addressing the issues. Any such process developed by the chief academic officer will have no bearing on the requirement that a PTR improvement plan be developed for a faculty member who has not satisfied expectations for rank.

All documents related to the PTR process will be submitted electronically to the University of Tennessee Office of Academic Affairs and Student Success.

IX. Appeal

The faculty member under review may appeal the chief academic officer's determination regarding the outcome of Post-Tenure Review (PTR) within thirty days of notification of that outcome. The procedure for appeal is described in Chapter 5 of the *Faculty Handbook*, except that a final decision on the appeal shall be made within ninety days of the faculty member's appeal, and the final decision of the Chancellor on an appeal shall not be appealable to the President.

X. Annual Report to the Board of Trustees

The chief academic officer shall prepare an annual assessment report of campus Post-Tenure Review (PTR) processes, procedures, and outcomes for submission by the Chancellor to the Board of Trustees, through the President, no later than June 1 of each year. The report shall include a description of any deficiencies identified in departmental annual performance review processes and the plan for addressing the issues.

The annual report will also include a summary of the time and resources devoted to PTRs conducted during the year. A public version of the report will be produced that protects individual identities of PTR results. The public version will be made available to all faculty.



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

Meeting Date: November 2, 2018

Committee: Education, Research, and Service

Item: **UTK Procedures for Periodic Post-Tenure Review of all Tenured Faculty**

Type: Action

Presenter(s): Joseph A. DiPietro, President

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Background (See Tab 12)

Summary of UTK Procedures

The template for periodic post-tenure review procedures developed by the President and his staff (see Tab 12) leaves to each campus the choice regarding certain issues, primarily: (1) whether to make its chief academic officer or its college deans responsible for overseeing the process; (2) how to select the post-tenure review committee members; (3) how to conduct external review; and (4) whether to conduct committee voting anonymously or non-anonymously. A summary of UTK’s choice on these issues appears below, and the complete set of UTK procedures follows the Resolution for approval.

Responsibility for Post-Tenure Review	Chief Academic Officer
Committee Selection	College deans nominate members to serve on a campus-wide pool of potential committee members; the chief academic officer chooses members of individual committees from this pool.
External Reviews	No method for selecting external reviewers is specified – UTK will use the selection method used for selecting external reviewers for tenure decisions as set forth in its Manual for Faculty Evaluation.
Type of Committee Voting	Anonymous
Other Significant Campus-Level Decisions	If a faculty member receives a rating of “does not satisfy expectations for discipline and rank,” the faculty member enters the Enhanced Post-Tenure Performance Review process.

[continued on next page]



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

Committee Action: The Education, Research, and Service Committee will consider this item at a meeting on November 2. If recommended for approval by the Committee, the item will come forward to the full Board for action on the Committee's recommendation. The appropriate motion appears below.

Motion by Committee Chair: On the recommendation of the Education, Research, and Service Committee, I move adoption of the Resolution presented in the meeting materials to approve the UTK procedures for periodic post-tenure review of all tenured faculty.



The University of Tennessee
Board of Trustees

Resolution 00_-2018*
UTK Procedures for Periodic Post-Tenure Review of all Tenured Faculty

Resolved: The Board of Trustees approves the UTK procedures for periodic post-tenure review of all tenured faculty as presented in the meeting materials, which shall be attached to this Resolution after adoption.

Adopted this 2nd day of November, 2018.

* Number will be inserted after adoption.

UTK PROCEDURES FOR PERIODIC POST-TENURE PERFORMANCE REVIEW

I. Introduction

In its Policies on Academic Freedom, Responsibility, and Tenure (Board Policy BT0006), the Board of Trustees has recognized and affirmed the importance of tenure in protecting academic freedom and thus promoting the University's principal mission of discovery and dissemination of knowledge through teaching, research, and service. The Board has also recognized its fiduciary responsibility to students, parents, and all citizens of Tennessee to ensure that faculty members effectively serve the needs of students and the University throughout their careers. In order to affirm the importance of tenure and carry out its fiduciary responsibilities, the Board revised BT0006 and established mandatory periodic comprehensive performance reviews for eligible tenured faculty. In compliance with this requirement, UTK, with the approval of the President and the Board, has established the following procedures under which each eligible tenured faculty member shall receive a comprehensive performance review no less often than every six years.

II. Post-Tenure Review ("PTR") Period

Except as otherwise provided in these procedures, each tenured faculty member must undergo some form of comprehensive performance review no less often than every six years. The PTR shall not substitute for the Annual Performance and Planning Review in the year a faculty member is scheduled for PTR.

The dean of each college shall develop, and submit to the chief academic officer for approval, an initial plan for staggering post-tenure reviews. The initial staggering plan may be revised with the approval of the chief academic officer if later developments require changes in order to avoid excessive administrative burden. The post-tenure review period begins at the granting of tenure, and, except as otherwise provided by the staggering plan, a faculty member's PTR will occur no less often than every six years thereafter unless one of the following circumstances results in a different timetable:

- *Suspension of post-tenure review period:* A faculty member's post-tenure review period is suspended during any year in which the faculty member is granted a leave of absence or a modified duties assignment under UTK's Family Care Policy.
- *Restarting of post-tenure review period due to alternative comprehensive review:* A comprehensive review of a faculty member's performance restarts the faculty member's PTR period under the following circumstances:
 - If a tenured faculty member undergoes a successful promotion review or a promotion is in progress during the year scheduled for PTR, the promotion review fulfills the PTR requirement and the PTR period is modified to require PTR six years after the promotion review.
 - If a tenured faculty member undergoes an Enhanced Post-Tenure Performance Review (EPPR) (generally triggered by annual performance review rating(s)) and is either rated as meeting expectations or successfully completes the terms of the EPPR improvement plan,

the EPPR process fulfills the PTR requirement and the PTR cycle is modified to begin with the date of the EPPR committee's report.

- *Start of the PTR period upon conclusion of an administrative appointment:* Full time administrators and faculty members with a majority administrative appointment (including, but not limited to, deans, associate deans, directors, and department heads, or as determined by the chief academic officer) are not subject to PTR; faculty members holding a less-than-majority administrative appointment (as determined by the chief academic officer) are subject to PTR regarding their faculty duties based on expectations consistent with their faculty duty allocation. When a full-time or majority-time administrator leaves his or her administrative position to assume a tenured faculty position, the faculty member's initial PTR shall occur within six years after leaving the administrative position.
- A faculty member's scheduled PTR may be waived if the faculty member submits a written and binding commitment to retire no later than one year after the year in which the PTR was scheduled.
- A faculty member's scheduled PTR may be otherwise deferred or modified only for good cause, as determined and approved by the chief academic officer.

III. Annual Schedule for Post-Tenure Review

All post-tenure reviews will be conducted and completed during the spring semester according to the following schedule:

- The chief academic officer, in consultation with the dean of each college, shall appoint all PTR Committees as set forth in Section IV below no later than December 1 prior to the spring semester in which the review will occur.
- The chief academic officer shall provide each PTR Committee and the faculty member under review with the materials required by Section V below no later than January 15.
- Each PTR Committee shall submit its report required by Section VII below no later than March 31.
- Extensions of these deadlines will be granted only for good cause approved by the chief academic officer.

IV. Appointment and Composition of Post-Tenure Review Committee

All post-tenure reviews will be conducted by a committee established for the sole purpose of post-tenure review. Each PTR Committee will include three (3) members, appointed by the chief academic officer, who will avoid choosing PTR Committee members with obvious or apparent conflicts of interest. Faculty members who hold administrative appointments, as determined by the chief academic officer, are not eligible to serve.

In addition to these general principles of inclusion, the composition of the PTR Committee must meet the following requirements:

- Each PTR Committee member must be a tenured full-time faculty member who is at the same or higher academic rank, and whose locus of tenure is at the same campus, as the faculty member being reviewed.
- One, and only one, PTR Committee member must hold an appointment in the same department as the faculty member being reviewed, unless there is no such faculty member eligible to serve.
- The committee chair will be appointed by the chief academic officer from among the members of the committee who are not from the same department as the faculty member being reviewed.

The chief academic officer will also be responsible for establishing a university-wide pool of faculty members to serve on PTR committees. The pool will be constituted in the following manner:

- Each college dean will provide nominees to the chief academic officer, according to the following considerations:
 - In colleges with departments, the dean will nominate individuals who are eligible to serve on a PTR committee of any colleague from the same department who is scheduled to be reviewed in that academic year. The total number of nominees put forward by the dean will be determined by the number of faculty from unique departments who are scheduled for review in that academic year. For example, if there are 20 faculty members in 14 unique departments in the College of Arts and Sciences, the dean of the college will submit 14 nominees, one from each of the unique departments. A college with departments must nominate at least one faculty member even if no faculty from that college are scheduled to undergo PPPR in a given year.
 - In colleges without departments, each dean will nominate one faculty member for the university-wide pool.
 - Each college will determine the process whereby nominees are selected and recommended to the chief academic officer
 - Nominees will serve for a minimum of one year, and they may serve for up to three years, as recommended by the deans.
 - At his or her discretion, the chief academic officer may ask deans to provide additional nominees or replacements for those nominated.

In consultation with the dean of the college of the faculty member under review, the chief academic officer will appoint and provide a written charge to the committee. The charge will include the following elements:

1. Purpose of PTR, as described in Part I of this document;
2. Scope of PTR, as described in Part VI of this document;

3. Process of PTR, as described in Part VII of this document;
4. Materials to be reviewed in PTR, as described in Part V of this document; the chief academic officer will emphasize that only in rare circumstances, and where expertise to evaluate the faculty member's scholarly output cannot otherwise be obtained, will the committee request external letters of assessment.
5. Obligation to provide a fair and objective review;
6. Obligation to keep confidential the committee's deliberations and findings;
7. Any other instructions that the chief academic officer deems necessary to carry out the review.

V. Materials to be Reviewed by Post-Tenure Review Committee

The PTR Committee must review the following documents:

1. Annual review materials for each year since the last review or for the last six years in cases where this is the first review, including the following:
 - a. APPR summary rating forms from the UTK Online Faculty Review System;
 - b. Any and all evaluation narratives written by department head during the PTR period;
 - c. Any and all responses by the faculty member, dean, and chief academic officer for each APPR;
 - d. SAIS / End of Course Survey forms for the PTR period;
 - e. Any peer evaluation of teaching for the PTR period;

A, b, and c will be supplied by the Office of the Chief Academic Officer. D and e will be supplied by the department head.

2. Copies of the appropriate department's and college's performance expectations for faculty according to rank, as published in the bylaws of the respective units (*to be supplied by the department head*);
3. A current *curriculum vitae* of the faculty member under review (*to be supplied by the faculty member*);
4. A narrative, not to exceed two pages, prepared by the faculty member describing the faculty member's milestone achievements and accomplishments for the review period as well as goals for the next review period (*to be supplied by the faculty member*);
5. If this is not the first PTR, a copy of the narrative submitted as a part of the faculty member's previous PTR (*to be supplied by the faculty member*);
6. External reviews only when deemed necessary by the PTR Committee or the chief academic officer.

VI. Criteria for Post-Tenure Review

The post-tenure review process must assess the faculty member's continuing professional growth and productivity in the areas of teaching, research (including scholarly, creative and artistic work), service, and/or clinical care pertinent to his or her faculty responsibilities. The criteria for assessing the faculty

member's performance must be consistent with established expectations of the department, school/college, and campus and provide sufficient flexibility to consider changes over time in the faculty member's academic responsibilities and/or the department's expectations. The expectations for faculty performance may differ by campus, college, department, and even within a department or program. Those expectations may be commonly held standards in the discipline or sub-discipline, and should be published in the unit's bylaws. In addition, they may be stated explicitly in the faculty member's past annual performance reviews, work assignments, goals, or other planning tools (however identified). They may also be found in college bylaws, the Faculty *Handbook*, and in other generally applicable policies and procedures (for example, fiscal, human resources, safety, research, or information technology policies and procedures).

VII. Post-Tenure Review Committee's Conclusions and Report

The PTR Committee is charged to assess the faculty member's performance during the review period and to conclude whether the faculty member's performance satisfies the expectations for the faculty member's discipline and academic rank. The PTR Committee's voting must be conducted by anonymous ballots. All conclusions and recommendations shall be adopted upon the vote of a simple majority of the PTR Committee. No member of the PTR Committee may abstain or recuse himself or herself from voting. Based on the judgment of its members, the PTR Committee must conclude either

- That the faculty member's performance satisfies the expectations for the faculty member's discipline and academic rank, or
- That the faculty member's performance does not satisfy the expectations for the faculty member's discipline and academic rank.

The committee must report its conclusions and recommendations in writing using a standard format prepared by the chief academic officer, including (1) an enumeration of the anonymously cast vote; (2) the supporting reasons for its conclusion; (3) in cases where there is a dissenting vote, the report shall include a record of the grounds for the dissenting vote, as those grounds were expressed in the committee's deliberations; (4) identification of any incongruences observed between the faculty member's performance and his or her annual evaluations, (5) a statement of any additional concerns identified or actions recommended; (6) if appropriate, an identification of areas of extraordinary contribution or performance; and (7) a summary of the time spent by the PTR committee in conducting the PPPR.

The detailed PTR Committee report shall be provided to the faculty member, department head, dean, and chief academic officer.

1. Upon receipt of the report, faculty members and department heads have fourteen (14) calendar days to provide the dean with a written response to the PTR Committee report.
2. The dean will consider any written responses in a decision to either accept or reject the PTR Committee's determination that the faculty member's performance satisfies or does not satisfy the expectations for the faculty member's discipline and academic rank. If the PTR Committee report is not unanimous, or if the dean does not accept the PTR Committee's determination, the dean shall provide supporting reasons for his or her determination. Within fourteen (14) calendar days of the end of the response period for the faculty member's and department head's

responses, if any, the dean will provide his or her recommendation and any supporting reasons to the chief academic officer regarding the PTR Committee report, with a copy to the faculty member and the department head.

3. Upon receipt of the dean's recommendation, the faculty member has fourteen (14) calendar days to provide the chief academic officer with a written response to the dean's recommendation.
4. At the end of the fourteen-calendar-day response period, the chief academic officer shall notify the candidate under review whether he or she concurs or does not concur in the dean's determination. If the chief academic officer does not concur in a determination, then he or she shall provide the supporting reasons for the non-concurrence.

VIII. Further Actions

If, as a result of PTR, the chief academic officer concludes that the faculty member's performance has not satisfied the expectations for the faculty member's discipline and rank, an Enhanced Post-Tenure Performance Review (EPPR) will be initiated, as detailed in Board Policy BT0006, Appendix E, as included in Chapter 3 of the *Faculty Handbook*. The triggering of EPPR will run concurrently with any appeal undertaken by the faculty member, as described in section IX, below.

If, upon review of the PTR report, the chief academic officer believes that deficiencies exist in the departmental annual performance review process (including failure of department heads to conduct rigorous annual performance reviews) or observes incongruences between the PTR performance review and rankings assigned through the annual performance review process, the chief academic officer must develop a process for addressing the issues. Any such process developed by the chief academic officer will have no bearing on the requirement that an Enhanced Post-Tenure Performance Review be initiated for a faculty member who has not satisfied expectations for rank.

All documents related to the PTR process will be maintained in the Online Faculty Review and submitted electronically to the University of Tennessee Office of Academic Affairs and Student Success.

IX. Appeal

The faculty member under review may appeal the chief academic officer's determination regarding the outcome of PTR within thirty (30) calendar days of notification of that outcome. The procedure for appeal is described in Chapter 5 of the *Faculty Handbook*, except that the administrative appeal is to the Chancellor, a final decision on the appeal shall be made within ninety (90) days of the faculty member's appeal, and the final decision of the Chancellor on an appeal shall not be appealable to the President.

X. Annual Report to the Board of Trustees

The chief academic officer shall prepare an annual assessment report of campus post-tenure review processes, procedures and outcomes for submission by the Chancellor to the Board of Trustees, through the President, no later than June 1 of each year. The report shall include a description of any deficiencies identified in departmental annual performance review processes and the plan for addressing the issues.

The annual report will also include a summary of the time and resources devoted to the post-tenure reviews conducted during the year. A public version of the report that protects individual identities will be made available to all faculty.



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

Meeting Date: November 2, 2018

Committee: Education, Research, and Service

Item: **UTM Procedures for Periodic Post-Tenure Review of all Tenured Faculty**

Type: Action

Presenter(s): Joseph A. DiPietro, President

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Background (See Tab 12)

Summary of UTM Procedures

The template for periodic post-tenure review procedures developed by the President and his staff (see Tab 12) leaves to each campus the choice regarding certain issues, primarily: (1) whether to make its chief academic officer or its college deans responsible for overseeing the process; (2) how to select the post-tenure review committee members; (3) how to conduct external review; and (4) whether to conduct committee voting anonymously or non-anonymously. A summary of UTM's choice on these issues appears below, and the complete set of UTM procedures follows the Resolution for approval.

Responsibility for Post-Tenure Review	College Deans
Committee Selection	The dean selects the members of the committees without any stated restrictions.
External Reviews	The dean selects external reviewers from a list supplied by the faculty member undergoing review.
Type of Committee Voting	Anonymous

Committee Action: The Education, Research, and Service Committee will consider this item at a meeting on November 2. If recommended for approval by the Committee, the item will come forward to the full Board for action on the Committee's recommendation. The appropriate motion appears below.

Motion by Committee Chair: On the recommendation of the Education, Research, and Service Committee, I move adoption of the Resolution presented in the meeting materials to approve the UTM procedures for periodic post-tenure review of all tenured faculty.



The University of Tennessee
Board of Trustees

Resolution 00_-2018*

UTM Procedures for Periodic Post-Tenure Review of all Tenured Faculty

Resolved: The Board of Trustees approves the UTM procedures for periodic post-tenure review of all tenured faculty as presented in the meeting materials, which shall be attached to this Resolution after adoption.

Adopted this 2nd day of November, 2018.

* Number will be inserted after adoption.

The University of Tennessee at Martin

Change to UT Martin Faculty Handbook

Addition of Appendix B – Procedures for Periodic Post-Tenure Performance Review (PPPR)

Summary of Change

Addition of procedures for conducting PPPR. Procedures are referenced in section 2.5.5 being added to the UT Martin Faculty Handbook.

Submitted for Approval:

October 17, 2018

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APPENDIX B – PROCEDURES FOR PERIODIC POST-TENURE PERFORMANCE REVIEW (PPPR)

I. Introduction

In its Policies on Academic Freedom, Responsibility, and Tenure (Board Policy BT0006), the Board of Trustees has recognized and affirmed the importance of tenure in protecting academic freedom and thus promoting the University's principal mission of discovery and dissemination of truth through teaching, research, and service. The Board has also recognized its fiduciary responsibility to students, parents, and all citizens of Tennessee to ensure that faculty members effectively serve the needs of students and the University throughout their careers. To implement these principles, the University of Tennessee at Martin, with the approval of the President and the Board, has established these procedures under which every tenured faculty member shall receive a comprehensive performance review no less often than every six years.

II. Post-Tenure Review ("PTR") Period¹

Except as otherwise provided in these procedures, each tenured faculty member must undergo some form of comprehensive performance review no less often than every six years. The PTR shall not substitute for the Annual Performance and Planning Review in the year a faculty member is scheduled for PTR.

The dean of each college shall develop, and submit to the chief academic officer for approval, an initial plan for staggering post-tenure reviews to avoid excessive administrative burden at any given time. The initial staggering plan may be revised with the approval of the chief academic officer if later developments require changes in order to avoid excessive administrative burden. The post-tenure review period begins at the granting of tenure, and, except as otherwise provided by the staggering plan, a faculty member's PTR will occur no less often than every six years thereafter unless one of the following circumstances results in a different timetable:

¹ See also sections 2.5.4 and 2.5.5 of the *Faculty Handbook* on post-tenure review under "PPPR."

- Suspension of post-tenure review period – A faculty member’s post-tenure review period is suspended during any year in which the faculty member is granted a leave of absence or a modified duties assignment.
- Restarting of post-tenure review period due to alternative comprehensive review – A comprehensive review of a faculty member’s performance restarts the faculty member’s PTR period under the following circumstances:
 - If a tenured faculty member undergoes a successful promotion review or a promotion is in progress during the year scheduled for PTR, the promotion review fulfills the PTR requirement and the PTR period is modified to require PTR six years after the promotion review.
 - If a tenured faculty member undergoes an Enhanced Post-Tenure Performance Review (EPPR) (generally triggered by annual performance review rating(s)) and is either rated as meeting expectations or successfully completes the terms of the EPPR improvement plan, the EPPR process fulfills the PTR requirement and the PTR cycle is modified to begin with the date of the EPPR committee’s report.
- Start of the PTR period upon conclusion of an administrative appointment – Full time administrators and faculty members with a majority administrative appointment (more than 50%) are not subject to PTR; faculty members holding a less than majority administrative appointment (50% or less) are subject to PTR regarding their faculty duties based on expectations consistent with their faculty duty allocation. When a full-time or majority-time administrator leaves his or her administrative position to assume a tenured faculty position, the faculty member’s initial PTR shall occur within six years after leaving the administrative post.
- Faculty members who have made a binding commitment to retire, within 12 months of the scheduled PTR, following the procedures determined by the Human Resources Office, are exempt from the scheduled PTR.
- A faculty member’s scheduled PTR may be otherwise deferred or modified only for good cause approved by the chief academic officer.

III. Annual Schedule for Post-Tenure Review

All post-tenure reviews will be conducted and completed during the Spring semester according to the following schedule:

- The dean of the faculty member’s college shall appoint all PTR Committees as set forth in Section IV below no later than November 15.
- Each PTR Committee shall be provided with the materials required by Section V below no later than January 15.
- Each PTR Committee shall submit its report required by Section VII below no later than March 31.
- If the dean or the committee request an external review, the request must be made no later than February 15.

IV. Appointment and Composition of Post-Tenure Review Committee

All post-tenure reviews must be conducted by a committee established for the sole purpose of post-tenure review. Each PTR Committee shall include three members, appointed by the dean of the faculty member's college in the following manner: The Dean in the faculty member's college will appoint a review committee and instruct the committee's members on review procedures. The dean will ensure that no faculty member who has an actual or apparent conflict of interest is selected. In the event that a conflict of interest for one of the committee members is identified during the committee's review, the dean will appoint an alternate faculty member to replace that committee member.

The composition of the PTR Committee must meet the following requirements:

- Each PTR Committee member must be a tenured full-time faculty member who is at the same or higher academic rank, and whose locus of tenure is at the same campus, as the faculty member being reviewed.
- One, and only one, PTR Committee member must hold an appointment in the same department as the faculty member being reviewed, unless there is no such faculty member eligible to serve.

The chief academic officer, working with the University of Tennessee Office of Academic Affairs and Student Success, will provide instructions, guidelines, and best practices to members of PTR Committees.

V. Materials to be Reviewed by Post-Tenure Review Committee

The PTR Committee must review (1) annual review materials (including the department head's/chair's evaluation and rating of the faculty member's performance, and student and any peer evaluation of teaching) for each year since the last review (to be supplied by the department head/chair); (2) the faculty member's current CV; a narrative, not to exceed two pages, prepared by the faculty member describing the faculty member's milestone achievements and accomplishments since the last review as well as goals for the next review period; and (if there has been a previous PTR) a copy of the narrative submitted as a part of the faculty member's previous PTR (each to be supplied by the faculty member); and (3) external reviews when deemed necessary by the PTR Committee or when deemed necessary by the dean of the faculty member's college. If a request for an external review is approved by the VCAA, the candidate will each provide a list of three potential reviewers and a description of why they are qualified. The dean will select the reviewers. In the event of a disagreement between the faculty member and the dean about the selection, the VCAA will make the selection. The dean will be responsible for requesting the letters from the reviewers.

VI. Criteria for Post-Tenure Review

The post-tenure review process should ensure the faculty member has demonstrated continued professional growth and productivity in the areas of teaching, research (including scholarly, creative and artistic work), service, and/or clinical care pertinent to his or her faculty responsibilities. The criteria for assessing the faculty member's performance must be consistent with established expectations of the department, school/college, and campus and provide sufficient flexibility to consider changes in academic responsibilities and/or expectations. The expectations for faculty performance may differ by campus, college, department, and even among sub-disciplines within a department or program. Those expectations may be commonly-held standards in the discipline or sub-discipline. Those expectations may be stated explicitly in the faculty member's own past annual performance reviews, work assignments, goals or other planning tools (however identified), as well as department or college bylaws, the campus faculty handbook, this policy, and in other

generally-applicable policies and procedures (for example, fiscal, human resources, safety, research, or information technology policies and procedures).

VII. Post-Tenure Review Committee's Conclusions and Report

The PTR Committee is charged to review the faculty member's performance during the review period and to conclude whether the faculty member's performance satisfies the expectations for the faculty member's discipline and academic rank. The PTR Committee's voting must be conducted by anonymous ballots. All conclusions and recommendations shall be adopted upon the vote of a simple majority of the PTR Committee. No member of the PTR Committee may abstain or recuse himself or herself from voting. Based on the judgment of its members, the PTR Committee must conclude either:

- That the faculty member's performance satisfies the expectations for the faculty member's discipline and academic rank; or
- That the faculty member's performance does not satisfy the expectations for the faculty member's discipline and academic rank.

The committee must report its conclusions and recommendations in writing using a standard format prepared by the chief academic officer, including (1) an enumeration of the anonymously cast vote, (2) the supporting reasons for its conclusion, (3) a dissenting explanation from the committee if the vote is not unanimous, (4) an identification of any incongruences observed between the faculty member's performance and his or her annual evaluations, (5) a statement of any additional concerns identified or actions recommended, and (6) if applicable, an identification of areas of extraordinary contribution and/or performance.

The detailed PTR Committee report shall be provided to the faculty member, department head/chair, dean, and chief academic officer.

Faculty members and department heads/chairs must have the opportunity to provide a written response to the PTR Committee report. The dean shall either accept or reject the PTR Committee's determination that the faculty member's performance satisfies or does not satisfy the expectations for the faculty member's discipline and academic rank. The VCAA and the Chancellor shall indicate whether or not they concur in the dean's determination. If the PTR Committee report is not unanimous, the dean shall provide the supporting reasons for his or her determination. If the dean, the VCAA, or the Chancellor do not concur in a determination, then he or she shall provide the supporting reasons for the non-concurrence. The dean's determination, the VCAA's and Chancellor's concurrences, and any written responses of the faculty member and department head/chair will be maintained with the PTR Committee report in the VCAA's office and submitted electronically to the University of Tennessee Office of Academic Affairs and Student Success.

VIII. Appeal

Within thirty days of receipt of the PTR Committee report, the faculty member may appeal any conclusion with which the faculty member disagrees. The procedure for appeal is described in Section 4.4.3, except that a final decision on the appeal shall be made within ninety (90) days of the faculty member's appeal, and the final decision of the Chancellor on an appeal shall not be appealable to the President.

IX. Further Actions

If the PTR Committee concludes that the faculty member's performance has not satisfied the expectations for the faculty member's discipline and rank, a PTR improvement plan must be developed using the same

procedures used for the development of an EPPR improvement plan as detailed in Board Policy BT0006 Appendix E.

If the VCAA concludes that deficiencies exist in the departmental annual performance review process (including failure of department heads/chairs to conduct rigorous annual performance reviews) or other incongruences are observed between the PTR performance review and rankings assigned through the annual performance review process, the VCAA will develop a process for addressing the issues.

X. Annual Report to the Board of Trustees

The VCAA shall prepare an annual assessment report of campus post-tenure review processes, procedures and outcomes for submission by the Chancellor to the Board of Trustees, through the President, no later than June 1 of each year. The report shall include a description of any deficiencies identified in departmental annual performance review processes and the plan for addressing the issues.

Pending Final Vote



The University of Tennessee
Board of Trustees

Report of the Audit and Compliance Committee
Submitted to the Board on November 2, 2018

The Audit and Compliance Committee met on September 27, 2018. Ms. Sandy Jansen, Chief Audit and Compliance Officer, provided an orientation for the benefit of the newly appointed Chair and Committee members. The orientation included an overview of the two divisions of the Office of Audit and Compliance (OAC): Audit, which encompasses the internal audit function and information technology audits and security assessments, and Compliance, which includes the institutional compliance function and Title IX oversight for the UT system.

Ms. Jansen presented information on the annual audit plan development and approval process, discussed the current process for distributing audit reports and other information to the Committee, and provided an overview of staffing. She also provided information on the University of Tennessee's Code of Conduct and the UT Compliance Hotline.

The Committee reviewed OAC's 2018 goals and the status of the 2018 audit plan. Ms. Jansen highlighted audits that were added during the year and those that had been cancelled.

Ms. Jansen also presented a report of outstanding audit issues for the Committee's review and explained the monitoring process for audit recommendations and management's corrective actions. The report is provided to the Committee at each meeting and includes the significant audit recommendations to be addressed by management.

At the meeting, the members also reviewed and approved the Committee charter. Afterward, they discussed the importance of ensuring the requirements outlined in the charter are addressed each year. Ms. Jansen reviewed the meeting agendas for the upcoming year which include standing items to address the requirements.

The Committee also met in a nonpublic session to review ongoing investigations.

Respectfully Submitted,

A handwritten signature in black ink, appearing to read "Amy Miles".

Amy Miles, Committee Chair

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THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

Meeting Date: November 2, 2018

Item: **Minutes of Prior Meetings of the Board of Trustees**

Type: Action

Minutes of the August 1, 2018 and September 25, 2018 meetings of the Board of Trustees are presented in the meeting materials for approval.

If there are no additions or corrections to the minutes, the following will be the appropriate motion for approval:

I move that the reading of the minutes of the August 1, 2018 and September 25, 2018 meetings of the Board of Trustees be omitted and that the minutes be approved, provided that the Secretary be authorized to make any necessary edits to correct spelling, grammatical, or format errors or other technical errors subsequently identified.



THE UNIVERSITY OF TENNESSEE
BOARD OF TRUSTEES

MINUTES OF A SPECIAL MEETING
August 1, 2018
Nashville, Tennessee

Upon the call of Governor Bill Haslam pursuant to Public Chapter 657 (2018), a special meeting of The University of Tennessee Board of Trustees was held at 1:30 p.m. CDT on Wednesday, August 1, 2018, in the Nashville Public Library.

I. CALL TO ORDER AND ROLL CALL

Governor Haslam called the meeting to order and explained he would chair the meeting until the Board elects a Chair. He also noted that under the Bylaws, only items listed on the agenda may be considered at a special meeting of the Board.

The Secretary, Catherine S. Mizell, called the roll, and the following members were present:

John C. Compton
Kara Lawson
Amy E. Miles
William (Bill) C. Rhodes III
Donald J. Smith
Commissioner Jai Templeton
Kim H. White
T. Lang Wiseman

The Secretary announced the presence of a quorum. Members of the administrative staff and media representatives were present. The meeting was also webcast for the convenience of the University community, the general public, and the media.

II. ADMINISTRATION OF THE TRUSTEE OATH OF OFFICE

Governor Haslam recognized Tennessee Supreme Court Chief Justice Jeffrey S. Bivins to administer the oath of office to the Trustees.

III. OPENING REMARKS BY THE GOVERNOR

Governor Haslam described the inaugural meeting of the newly-constituted Board of Trustees as a historic occasion and thanked the new Trustees for their willingness to



serve. He also thanked the former Board for positioning the University so well—four consecutive years with tuition increases less than 3% and two years in a row of 0% increases; highest rated student body in the history of the University in terms of academic credentials; increasing graduation rates; fundraising at record levels; campuses facilities in the best condition ever, and the student experience better than ever before.

The Governor noted that the new Board faces new challenges: Commissioner Templeton is the only member with prior service; President DiPietro is in his last year of service to the University; and a new Governor will take office in January. Despite the fairly uncharted waters, the Governor said he has full confidence in the new Board. The nation and State of Tennessee have been in good economic times, he said, and the state has been able to fund both operational and capital requests for higher education to strong levels, but going forward, controlling expenses is key to not getting behind the curve. He said the Trustees have a bigger mission than just what happens on campuses; rather, it is about what happens across the state. Noting that although the smaller Board will be able to function more efficiently, each member has more responsibility. The Governor reiterated the value of the University of Tennessee as a system and said it would be unwise to dismantle the system. At the same time, he said, how the campuses and the system administration relate needs to be examined to determine if there are ways to eliminate confusion in roles and streamline processes to make the campus-system relationship more effective.

The Governor closed by saying the University has never been in better shape, and he has full confidence in the Trustees and their view and vision for the future of the University.

IV. REMARKS BY THE PRESIDENT

President DiPietro thanked Governor Haslam for his advocacy for increased funding for higher education in the state's budget and the General Assembly for approving his funding requests, all of which allowed the University to close a large projected funding gap. He also thanked the former Board for their efforts in that regard. He thanked the new Board for their willingness to serve and asked for their indulgence as he offered some advice for going forward:

- Remember that you represent the interests of UT's shareholders, that being the citizens of the state.
- Stay in touch—we are committed to keeping you informed; and when you read or hear from someone about us that troubles you or impresses you, don't be reluctant to make contact with us to let us know or get more information.
- You are an impressive group with incredible and valuable credentials, accomplishments, and experience. Be willing to share frequently and openly



insights and perspectives from your careers to benefit us. Many of our biggest successes over my tenure are the result of your predecessors doing so.

- Strive to learn all you can about higher education and all components of UT.
 - Care about all the campuses and institutes.
 - Care as much about the Institute for Public Service as you do UT Knoxville.
 - Remember, while there are many similarities between campuses and institutes, each is also very unique and different from one another.
 - You have no idea how much it means to the University for you to visit a campus or institute to become better acquainted. I encourage you to do so.
- Ask questions and challenge us.
- Resist the temptation to micromanage the University, and be willing to counsel each other when you slip into doing so (“we’re down in the weeds”).
- Weigh merits of a decision based on what is the best interest of the institution for both internal and external constituencies – students, faculty and staff as well as the citizens of the state.
- Challenge us with stretch goals and understand that sincere and documented efforts on the institution’s part should be appreciated even if we don’t always achieve the goal.
- Demand that we are relentless in striving for excellence and efficiency – that is, to be better at what we do day, after day, after day.
- Understand that we are a big, complex organization, with lots of moving parts, and with constituents with broad and varying views and opinions of us.
- While we strive to always please those we serve, at times (and it is inevitable) we are bound to disappoint some people.
- Always focus on advancing our core mission, that is, to educate, to discover and to connect.
- Be engaged, come prepared, hold us accountable, strive for transparency, and be absolute truth tellers with us.
- Engage in a strategic partnership with the president.
- Lastly, thrill in our successes with us, and help us get better when we fall short of the mark.

V. ADOPTION OF BYLAWS OF THE BOARD OF TRUSTEES

The Governor recognized the Secretary, who explained that the Trustees had received the proposed Bylaws well in advance of the meeting and had been given an opportunity to ask questions for clarification. She then presented a brief overview of the proposed Bylaws.

Trustee Compton asked the Secretary to clarify how the process for selecting the President differs from that for a Chancellor. She explained that the Bylaws incorporate

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provisions from state law concerning the confidentiality of information about candidates for the positions of President and Chancellor. This year, she said, the statute concerning a search for President was amended to provide for information about the candidates to remain confidential until the search committee has selected “up to three” candidates for recommendation to the Board. For Chancellors, she explained, the statute is different; information is confidential until the search committee has selected three candidates as finalists to be recommended to the Board.

Governor Haslam called for a motion, and Trustee Miles moved adoption of the following Resolution presented in the meeting materials:

Resolution 001-2018
Adoption of Bylaws of the Board of Trustees

Resolved:

1. The Bylaws of the Board of Trustees are adopted as presented at the meeting of the Board on August 1, 2018; and
2. The Secretary is authorized to make format changes and any necessary grammatical, spelling, or other technical corrections to the Bylaws before publication.

Adopted this 1st day of August, 2018.

Trustee Wiseman seconded the motion, and the motion passed by roll-call vote.

VI. ELECTION OF THE CHAIR OF THE BOARD

Governor Haslam opened the floor for nominations for Chair of the Board to serve for a term beginning on the date of election and ending June 30, 2020.

Trustee Rhodes nominated John Compton, whom he described as uniquely qualified to lead the Board because he has served on many governing boards, has been very close to the University, especially the College of Business, and lives in Knoxville, all of which are advantages.

The Governor called for any other nominations. Hearing none, he called for a motion that nominations cease. Trustee Smith so moved, Trustee White seconded the motion, and the motion carried.

Returning to the motion to elect John Compton as Chair, the Governor called for a second. Trustee Smith seconded the motion, and the Governor called for discussion. Trustee Smith said Trustee Compton has proven successful over the years in many different



leadership roles, has had a long engagement with the University, and has an appreciation for our culture, which will be very important during this transition. Trustee Miles added that she has had the opportunity to work with Trustee Compton and that he embodies all the characteristics needed as leader of the Board. She also said that having served with him for many years on the College of Business Advisory Board, she can attest to his commitment and passion for the University.

Hearing no further comments, the Governor called for a voice vote on the motion to elect John Compton as Chair, and the motion passed.

As he assumed the Chair, Trustee Compton turned to the Governor and said on behalf of all Trustees that they are honored, humbled, and proud to serve on the Board. He committed to do his very best as Chair to serve the Board and the University's stakeholders. He also paid a memorial tribute to his sisters, both of whom spent their careers in the public school system of Tennessee and would be his guardian angels as he serves in this role.

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VII. APPOINTMENT OF STANDING COMMITTEES AND COMMITTEE CHAIRS, AUGUST 1, 2018 THROUGH JUNE 30, 2020

Chair Compton directed the Board's attention to the Resolution concerning appointment of the standing committees of the Board and committee chairs for a term beginning August 1, 2018 and ending June 30, 2020. After naming the members and chair of each committee, he ask if there were any objections. Hearing none, he called for a motion. Trustee White moved adoption of the following Resolution presented in the meeting materials:

Resolution 002-2018
 Appointment of Standing Committees and Committee Chairs
 August 1, 2018 through June 30, 2020

Resolved: The Board of Trustees appoints the following standing committees and committee chairs for a term beginning August 1, 2018 and ending June 30, 2020:

Executive Committee*

- John Compton
- Amy Miles
- Bill Rhodes
- Donnie Smith
- Kim White

* Chair of the Board is ex officio Chair of the Executive Committee



Audit and Compliance Committee

Amy Miles, Chair
Crawford Gallimore, External Member
Lang Wiseman
Chair of the Board, Ex Officio Voting

Education, Research, and Service Committee

Donnie Smith, Chair
Kara Lawson
Commissioner of Agriculture, Ex Officio Voting
Student Trustee
Faculty Representative
Chair of the Board, Ex Officio Voting
President, Ex Officio Voting

Finance and Administration Committee

Bill Rhodes, Chair
Amy Miles
Kim White
Chair of the Board, Ex Officio Voting
President, Ex Officio Voting

Adopted this 1st day of August, 2018.

Trustee Rhodes seconded the motion, and the motion passed by a voice vote.

VIII. AUTHORIZATION FOR THE EXECUTIVE COMMITTEE TO APPOINT A STUDENT TRUSTEE

Chair Compton directed the Board's attention to the Resolution concerning appointment of a student Trustee. The Chair explained that the UT FOCUS Act provides for the Board to select and appoint a non-voting student in a manner determined by the Board and for the initial appointment to come from the UT Health Science Center. The Chair added that a Board determination that the Executive Committee should select and make the initial appointment will ensure it is completed before the Fall Meeting of the Board.

Hearing no questions or objections, the Chair called for a motion, and Trustee Rhodes moved adoption of the following Resolution presented in the meeting materials:



Resolution 003-2018
Authorization for the Executive Committee
to Appoint a Student Trustee

Resolved: The Board of Trustees authorizes the Executive Committee to select and appoint a student enrolled at the UT Health Science Center to serve as a non-voting member of the Board of Trustees for a term beginning on the date of the appointment and ending on June 30, 2019.

Adopted this 1st day of August, 2018.

Trustee Miles seconded the motion, and the motion passed by a voice vote.

IX. AUTHORIZATION FOR THE EXECUTIVE COMMITTEE TO APPOINT A FACULTY MEMBER TO THE EDUCATION, RESEARCH, AND SERVICE COMMITTEE

Chair Compton directed the Board's attention to the Resolution concerning appointment of a faculty member to the Education, Research, and Service Committee. The Chair noted that the UT FOCUS Act provides for the faculty member to be elected and appointed in a manner determined by the Board and for the order of rotation among the campuses also to be determined by the Board. The Chair said it is recommended that the initial appointment come from UT Knoxville so that the student and faculty member are from different institutions in the UT System and that allowing the Executive Committee to make the initial appointment will ensure it is completed before the Fall Meeting.

The Chair called for a motion, and Trustee Smith moved adoption of the following Resolution presented in the meeting materials:

Resolution 004-2018
Authorization for the Executive Committee to Appoint
a Faculty Member to the Education, Research, and Service Committee

Resolved:

1. The Board of Trustees authorizes the Executive Committee to select and appoint a full-time faculty member at the University of Tennessee, Knoxville to serve as a voting member of the Education, Research, and Service Committee for a term beginning on the date of the appointment and ending on June 30, 2019; and



- 2. Beginning July 1, 2019, the faculty position on the Education, Research, and Service Committee shall rotate among the campuses according to the following sequence: UT Martin, UT Chattanooga, UT Health Science Center, and UT Knoxville.

Adopted this 1st day of August, 2018.

Trustee White seconded the motion, and the motion passed by a voice vote.

X. SETTING FUTURE DATES FOR REGULAR MEETINGS OF THE BOARD

Chair Compton directed the Board’s attention to the Resolution in the materials setting future regular meeting dates for the remainder of 2018 through 2020. He noted that the Secretary had asked the Trustees about any known conflicts on these dates, and it appeared these dates are currently available for everyone. He then called for a motion, and Trustee Miles moved adoption of the following Resolution presented in the meeting materials:

Resolution 005-2018
 Future Meeting Dates for Regular Meetings of the Board

Resolved: The Board of Trustees sets the following dates for regular meetings of the Board through calendar year 2020:

November 1-2, 2018	Fall Meeting, Knoxville
February 28-March 1, 2019	Winter Meeting, Martin
June 20-21, 2019	Annual Meeting, Knoxville
November 7-8, 2019	Fall Meeting, Knoxville
February 27-28, 2020	Winter Meeting, Chattanooga
June 25-26, 2020	Annual Meeting, Knoxville
November 5-6, 2020	Fall Meeting, Knoxville

Adopted this 1st day of August, 2018.

Trustee Rhodes seconded the motion, and the motion passed by a voice vote.

XI. REQUESTS TO ADDRESS THE BOARD

Chair Compton asked if anyone present would like to address the Board. There were no requests, but Trustee Rhodes asked for an explanation of how the public would have



access to the Board at future meetings. The Secretary gave the following explanation. A state law enacted in 2016 requires the Board to provide an opportunity for members of the public to address the Board, or a committee of the Board, at all regular meetings of the Board. In response, the Board adopted a Standing Rule on Requests to Address the Board. Depending on the subject, the individual will be scheduled to speak in the appropriate committee or in the full Board meeting. The standing rule requires an individual to register five calendar days in advance of the meeting either online or by submission of a printed form to the Board office. The subject may be any matter germane to the responsibilities of the Board and is not limited to items on the meeting agenda. The rule provides for comment period of 30 minutes with each speaker limited to five minutes, allowing for a maximum of six speakers but only four on the same subject.

Trustee White said the Board desires to be open and transparent and to build good relationships with various constituencies. She suggested that at a future meeting, the Board should discuss how to make the process for having access to the Board less cumbersome. The Chair noted that Trustees with experience in public companies are certainly familiar with an environment in which shareholders have an opportunity to express their views.

XII. CLOSING REMARKS BY THE CHAIR

Chair Compton thanked the Governor and the First Lady for hosting a wonderful dinner the night before, providing an opportunity for the Trustees to get to know each other and to spend time with the Chancellors and the President's Staff.

He thanked the Board for having confidence in him to serve as Chair, saying he takes the responsibility with a great personal commitment and understands he will have to carefully manage his time and calendar. He said he has given Dr. DiPietro and his team full access every Monday afternoon as a placeholder in case they need it. He said he has enjoyed getting to know the President's key leadership team, and that the Trustees are thankful for a quality team leading our University system.

He said he and other Trustees have been on a listening tour since the confirmation hearings, recognizing there are issues the Trustees need to address or at least need to understand opposing points of view. He described the following early takeaways:

First, we are stewards of an amazing University system. Having spent the better part of fifteen years serving the UTK College of Business in an advisory role, I am proud of all that has been accomplished but had no idea about all the other achievements across our system—engineering, nursing, print making, theatre, agriculture and the list goes on. So many disciplines are nationally recognized, and the faculty has much to be proud of. The



unique partnership with the Oak Ridge National Lab deserves special attention. We serve over 50,000 students across the UT system, and our stakeholders are diverse—students, faculty, administrators, legislators, citizens. It has been helpful these past couple of months to sit back and think about all we are charged to do and the implications our decisions may have.

Second, we must keep raising the bar and elevate the campuses in turn to elevate the system. It is increasingly clear that our work to serve students happens at the campus level, and each campus is setting new standards of excellence in terms of enrollment, graduation rates, and rankings. Importantly, our campuses benefit from the horizontal system efforts of capital planning, financial governance, legal, government relations, and audit and compliance. This is really no different than a corporation with multiple divisions. One UT system pulling together for the greater good was true 50 years ago and remains true today. Foundational to our success in this operating environment is trust. Each of us has to trust that our debates and decisions are grounded in a higher purpose and not meant to be self-serving. I am proud of the success to date and know and have heard that we can continue to improve going forward.

Third, key stakeholders want to make sure their voice is being heard. It is clear to me that some have felt left out. I do not know if that is true, but it is certainly a perception. So we have to work harder to ensure transparency in our decision making. Materials for board meetings may need to be posted earlier, access to Trustees from key stakeholders may need to be expanded, and Trustee meetings will require more dialogue and time for open discussion. I do not have the answers, but I have heard enough from several constituencies that transparency and openness is something they desire.

Fourth, we have key leadership decisions to make beginning as soon as possible. Our President, Dr. DiPietro, has been clear about his decision to retire at some point in the near future. He has been gracious to give us a little more time as we are just beginning our Board service. But I know we need to get our plans together and formulate our search process and governance, and I will do so in the near future. Likewise, we have an Interim Chancellor at UTK where Dr. Davis is doing a terrific job. Just know that these decisions will be grounded on the future needs of our University in a marketplace that is full of disruption. And as such we must be thoughtful about how and why we select our next leaders.



In closing, the Chair expressed appreciation to the Governor and the Legislature for passing the UT FOCUS Act, noting that the Trustees have been given a unique opportunity to prove that change can be a positive force. He said he is eager to get started and looks forward to working with the Trustees to leave our legacy of excellence and purpose.

XIII. ADJOURNMENT

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

Respectfully Submitted,

Catherine S. Mizell, Secretary



THE UNIVERSITY OF TENNESSEE
BOARD OF TRUSTEES

MINUTES OF A SPECIAL MEETING
September 25, 2018
Knoxville, Tennessee

At the call of the Chair, a special meeting of The University of Tennessee Board of Trustees was held at 11:45 a.m. EDT, on Tuesday, September 25, 2018, in the Visitors Center on the campus of The University of Tennessee, Knoxville.

I. CALL TO ORDER AND ROLL CALL

Chair John Compton called the meeting to order and asked the Secretary, Catherine S. Mizell, to call the roll.

The Secretary first addressed the Open Meetings Act requirements for meetings conducted with members participating by telephone, including the requirement that all votes be conducted by roll call. She announced that in addition to Chair Compton, Trustee White, and President DiPietro, others present at the meeting location in Knoxville included University faculty, staff, and students, members of the general public, and media representatives. The Secretary then proceeded to call the roll, and the following members of the Board of Trustees were present:

- John C. Compton, Chair
- Kara Lawson (by telephone)
- Amy E. Miles (by telephone)
- William (Bill) C. Rhodes III (by telephone)
- Donald J. Smith (by telephone)
- Commissioner Jai Templeton (by telephone)
- Kim H. White
- T. Lang Wiseman (by telephone)

The Secretary announced the presence of a quorum. Trustees participating by telephone confirmed that no one else was present at their location. The meeting was webcast for the convenience of the University community, the general public, and the media.

II. OPENING REMARKS

Chair Compton said it was an exciting day to have the opportunity to discuss the recommendation of Randy Boyd as the 26th President of The University of Tennessee and the 11th President of the System since it was created 50 years ago (which includes Dr. Joe



Johnson's two-time service as President). As stated in public documents, this appointment is on an interim basis for up to 24 months or until such time as a permanent President can be named. Mr. Compton stated he and the other Trustees have been on a listening tour since their confirmation, and they have received feedback about being more open and transparent in the types of discussions taking place in Board meetings. He said seven days' public notice of the meeting was given by means of multiple media channels so constituencies would have an opportunity to be heard regarding this recommendation. Mr. Compton then recognize each individual who had requested in advance to address the Board concerning the recommendation.

III. REQUESTS TO ADDRESS THE BOARD ON THE APPOINTMENT OF AN INTERIM PRESIDENT

The following individuals addressed the Board:

- Misty Anderson, President of the UT Knoxville Faculty Senate and Professor of English, who did not speak for or against the recommendation but expressed various concerns on behalf of the Faculty Senate.
- Noah Smith, student at UT Knoxville, who spoke in favor of the recommendation.
- Tina Richey, Research Associate, UT Graduate School of Medicine, who spoke against the recommendation.
- Alayna Cameron, member of the UT Knoxville SGA Undergraduate Student Senate, who spoke against the recommendation.
- Alex Fleet, student at UT Knoxville, who spoke against the recommendation.
- Jimmy Matlock, member of the Tennessee House of Representatives, who spoke in favor of the recommendation.

Their comments are recorded in their entirety in the archived webcast of the meeting.

Chair Compton thanked those who addressed the Board for their comments and said he appreciated their points of view.

IV. WAIVER OF 180 DAYS' NOTICE OF PRESIDENT DIPIETRO'S RETIREMENT

Turning to the first item of business, the Chair explained that President DiPietro's employment agreement includes a provision requiring 180 days' written notice of his retirement but further provides that the Board, in its sole discretion, may waive the notice requirement and accept Dr. DiPietro's retirement effective as of any date certain.

Dr. DiPietro has been completely open with both the former Board and the current Board about his desire to retire sometime prior to expiration of his current term of appointment



(June 30, 2019). Earlier this year, Dr. DiPietro informed Raja Jubran, then Vice Chair of the Board, that he would like to retire in the early part of 2019. He was equally open with the newly formed Board about his desire to retire. After the new Board's organizational meeting on August 1, Dr. DiPietro and the Chair began to discuss the timing of Dr. DiPietro's retirement and recently came to the mutual conclusion that he would step down from active service on November 21 of this year and use his accumulated annual leave in advance of an official retirement date of February 14, 2019.

Chair Compton recommended that the Board waive the 180 days' notice requirement and accept Dr. DiPietro's retirement from active service as President on November 21, 2018 and his official retirement from the University effective February 14, 2019. Chair Compton asked the Trustees if any discussion was needed regarding the waiver.

Hearing no questions or objections, the Chair called for a motion, and Trustee Rhodes moved adoption of the following Resolution presented in the meeting materials:

[Resolution 006-2018](#)
[Waiver of 180 Days' Notice of President DiPietro's Retirement](#)

[Resolved: The Board of Trustees waives the 180 days' notice requirement and accepts President Joseph A. DiPietro's retirement from active service as President on November 21, 2018 and his official retirement from the University effective February 14, 2019.](#)

[Adopted this 25th day of September, 2018.](#)

Commissioner Templeton seconded, and the motion passed unanimously by a roll-call vote.

V. APPOINTMENT OF AN INTERIM PRESIDENT OF THE UNIVERSITY OF TENNESSEE SYSTEM

The Chair directed the Board's attention to the Resolution concerning the appointment of Randy Boyd as interim President of The University of Tennessee System. He said Mr. Boyd was available to join the meeting if necessary to answer any questions.

Trustee Rhodes requested clarification on item two of the Resolution regarding the term of the appointment. Chair Compton explained how developing and implementing strategic plans can take months, and a permanent search can take up to a year, so the proposed term allows for leeway. He said Mr. Boyd has agreed to the proposed term of 12 to 24 months or until the effective date of the appointment of a new President. Trustee Rhodes then stated that during his conversations with Mr. Boyd, he understood that Mr.



Boyd's intentions were not to be a permanent candidate, although he was not prepared to rule out that possibility. The Chair replied that Mr. Boyd had not expressed that to him, but he also would not rule out the possibility. The Chair added, however, that if Mr. Boyd did consider being a candidate for the permanent position, he would have to be part of a national search.

Trustee White echoed the Chair's comment that the Trustees have been on a listening tour and hearing what Tennesseans have said about where they want the University to go. She said two of the most important things she has heard are that people want a Tennessean and someone who understands the culture. She can think of no one better than Randy Boyd in that regard because he has travelled the entire state and because of his contributions to education. She said Randy Boyd is a win for the University.

Trustee Miles said she agrees with many comments already made and added that she has had the opportunity to work with Randy Boyd both in a professional capacity and philanthropic capacity over many years. She said he embodies many of the characteristics that are very important not only for accepting where the University is, but taking the University to a higher level as we look forward in the next couple of years. In her opinion, she added, the University is fortunate he is available and willing to serve in this capacity during this time frame.

Trustee Rhodes said he also is excited and enthusiastic that Randy Boyd is willing to serve and described him as uniquely qualified, having a big heart for the University, and well known. Trustee Rhodes thanked the Secretary for sending the constituents' comments to the Trustees. He found it remarkable and a good indication that there were a number of resounding statements of support for Mr. Boyd.

Chair Compton clarified that all feedback received regarding the recommendation of Randy Boyd as interim President was shared with the Board of Trustees and said the majority of comments were in favor.

Trustee Smith said he had read all of the comments submitted and had the opportunity to meet with Mr. Boyd to discuss both the positive comments and the concerns that had been raised. Trustee Smith said he left that conversation not only impressed with Mr. Boyd, his love for the University, and his understanding of our culture, but also with his commitment to help us move forward. He said he was satisfied with the answers Mr. Boyd gave regarding concerns that have been expressed and believes he is coming into the job understanding the concerns and will be able to address those.

Trustee Wiseman emphasized that the Board has heard and respects the comments, noting specifically that diversity and tolerance are important characteristics of the University. He assured everyone that they have been heard but said the overall



consensus of the feedback has been in favor of Mr. Boyd. In his conversations with Randy Boyd and with others about him, Trustee Wiseman said he is confident in his commitment to upholding the characteristics, traits, and culture we want at our University.

Commissioner Templeton said he has been a colleague of Randy Boyd and praised his vision and work ethic, describing him as a man of integrity. He said he has been amazed at Mr. Boyd's ability to ask questions, to probe, and to try to understand different points of view in order to get answers. Commissioner Templeton said he is pleased to support Mr. Compton's recommendation and believes Mr. Boyd will serve the University very well.

Trustee Lawson said she did not have the same personal connection with Mr. Boyd as some of the other Trustees have, but had met him earlier in the month. She said she shares some of the reservations and understands the concerns voiced at the meeting. Echoing Trustee Wiseman, she said she has heard the concerns, and they will factor into her decision making.

Chair Compton reiterated his reasons for supporting Randy Boyd as summarized in his memorandum. He specifically mentioned having served with Randy Boyd for more than ten years on the Haslam College of Business Board where he and others, including PepsiCo, his former employer, provided substantial funding to an office of diversity and inclusion. He said Randy Boyd was a big supporter of that office every step of the way. Chair Compton said he is fully confident in Randy Boyd's ability to support diversity and inclusion.

Chair Compton then read and moved adoption of the following Resolution presented in the meeting materials:

Resolution 007-2018

Appointment of an Interim President of The University of Tennessee System

Whereas, the Bylaws of the Board of Trustees authorize the Board to appoint an interim President in the event of a vacancy or notice of an impending vacancy in the office of President; and

Whereas, President Joe DiPietro has announced that he will retire from active service as President on November 21, 2018; and

Whereas, the Chair of the Board has recommended that the Board appoint Randy Boyd as interim President effective November 22, 2018; and



Whereas, Randy Boyd has agreed to serve as interim President and has requested that he receive no salary for his service;

Now, therefore, be it resolved that:

1. The Board of Trustees appoints Randy Boyd as interim President of The University of Tennessee System effective November 22, 2018; and
2. Randy Boyd's service as interim President shall be at the pleasure of the Board of Trustees and may continue for up to 24 months or until the effective date of appointment of a new President following an external search; and
3. Randy Boyd shall receive no salary for his service as interim President; and
4. The University shall provide Randy Boyd a stipend in the amount of \$10,000 per year to cover costs related to enrollment in the state group health insurance plan during his service as interim President.

Adopted this 25th day of September, 2018.

Trustee Rhodes seconded, and the Chair asked the Secretary to take a roll-call vote. A few individuals in the audience attempted to interrupt the vote, and after being warned against disrupting the meeting, those individuals were escorted from the meeting room by law enforcement officers. The Secretary then proceeded to take the roll-call vote, and the motion passed unanimously.

VI. CLOSING REMARKS

The Chair recognized President DiPietro for remarks while waiting for Mr. Boyd to join the meeting. Dr. DiPietro said no one comes into the job of President fully supported across all constituencies, adding that while this Board has endorsed Randy Boyd unanimously, his own appointment as President was by the narrow margin of 11 to 10. Speaking of his impending retirement, he said that although there is still work to be done, he is proud that the University is in a much better place than when he took the job and recounted some of the successes: a sustainable business model thru 2025; record totals in research funding; growth in state appropriations over the last seven consecutive years to the University by \$165 million dollars; record fundraising; and our students and families have enjoyed record low tuition increases over the last four consecutive years, a record that has never happened before in the 50-year history of the System. He said Randy Boyd is well positioned and will be working with Dr. DiPietro's great team of individuals who are very knowledgeable in higher education. Dr. DiPietro said he has confidence in

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Randy Boyd and will make sure he gets a good start and succeeds, just like Joe Johnson helped him navigate the waters and become the President he is today. Dr. DiPietro said he has been in three major land-grant universities in his career, and The University of Tennessee is a really special place in part due to the Volunteer spirit. He described the Volunteer spirit as being, not only about athletics, but about people who care a great deal about their University and the citizens, and the way we touch people in every county, and serve people day in and day out both in our campuses and in our local communities. He said he will work closely with Randy Boyd during the transition and has already set up a series of weekly meetings to ensure a smooth transition to his leadership. Dr. DiPietro closed by saying he looks forward to the University taking the momentum created in his nearly eight years on the job and making it even bigger, better and greater.

The Chair thanked President DiPietro, noting there would be ample time at the November Board meeting to celebrate all of Dr. DiPietro's achievements in the past eight years as President and his total of twelve years serving the University. The Chair then introduced Randy Boyd as the 26th President of the University.

Mr. Boyd thanked the Board for the opportunity to serve his alma mater, the State of Tennessee, and The University of Tennessee System, calling it an incredible honor, and humbling, and something he never imagined being able to do. Born in the shadow of Neyland Stadium at Baptist Hospital, said he was a "Vol for Life" before anyone came up with that title. His earliest memories, he added, are of going to Neyland Stadium with his grandfather to watch UT football games. After enrolling in the University at age 16 and graduating at age 19, his relationship with the University has developed and become intertwined with his whole life—from his business career, to his philanthropic career, to his public service, everywhere he turned, there was UT. He described it as an honor to be part of this team and to serve in any way that he possible can to make a difference in the short time that he has as part of this great team. Mr. Boyd again thanked the Board for giving him this opportunity and thanked Dr. DiPietro for his support. Recounting many of the successes in Dr. DiPietro's tenure as President, Mr. Boyd said he wants to build a few extra blocks on the foundation Dr. DiPietro has created.

Addressing concerns expressed by some, Mr. Boyd described his background and discussed how he can contribute to the University and provide leadership. For example, although he is not an engineer, he runs a company employing over 100 engineers and created a great culture for his firm to thrive in and hopes to do the same at the University. He added that he owns three successful baseball teams but cannot hit a curve ball. He said he believes people can provide leadership and guidance without being the subject matter experts. He believes he will have enough support across the System from Chancellors, Provosts, and others to allow the faculty and staff at the campuses and institutes to thrive. One of the conversations he wants to have with the faculty is what would it look like to make our University, our campuses and institutes, the best place in



the country to teach, to do research and engage, and to set a goal to make that happen.

Based on discussions with Trustees, Dr. DiPietro, and others across the System, Mr. Boyd said he has developed a list of six key items he wishes to accomplish, acknowledging that the list may be revised over the next few months or year:

1. Help the Board, faculty and students select visionary, dynamic leaders for The University of Tennessee, Knoxville campus and to succeed him;
2. Improve UT's brand;
3. Improve relationships between UT's campuses and the System;
4. Continue to enhance what UT does - talent development;
5. Enhance UT's research; and
6. Develop a strategic plan that encompasses all these points - create the next 5-year strategic plan.

Chair Compton concluded the meeting by stating that Randy Boyd is a great example of a public servant and will work every day to have that beacon shine bright on everyone he serves.

VII. ADJOURNMENT

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

Respectfully Submitted,

Catherine S. Mizell, Secretary



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

Meeting Date: November 2, 2018

Item: **Resolution Appointing a Managerial Group for U.S. Government Contracts**

Type: Action

The Department of Energy, Department of Defense, and other federal agencies with which the University has contracts impacting national security require the Board to appoint a Managerial Group and delegate to that group responsibility for negotiation, execution, and administration of U.S. government contracts. Only members of the Managerial Group will receive security clearance to access classified information related to these contracts.

The Board first appointed a Managerial Group by resolution adopted on December 11, 2001. A new resolution is required periodically to reflect changes in personnel. The resolution following this memorandum incorporates changes in the Board of Trustees and in officers of the University who are not included in the Managerial Group and do not have access to classified information related to government contracts.

[Resolution follows]



The University of Tennessee
Board of Trustees

Resolution 00_-2018
Appointment of the Managerial Group for Contracts between
The University of Tennessee and the United State Government
Pursuant to the National Industrial Security Program Operating Manual

BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE UNIVERSITY OF TENNESSEE THAT:

1. Those persons occupying the following positions at The University of Tennessee shall be known as the Managerial Group, having the authority and responsibility for the negotiation, execution, and administration of U.S. Government contracts as described in the National Industrial Security Program Operating Manual:

President
Chief Financial Officer
General Counsel
Chancellor, The University of Tennessee, Knoxville
Vice Chancellor for Research and Engagement, The University of Tennessee, Knoxville
Executive Director, The University of Tennessee Space Institute
Facility Security Officer
2. The Chief Executive and the members of the Managerial Group are cleared, or will be processed for clearance, to the level of The University of Tennessee's facility clearance. If uncleared, pending issuance of the requested access authorization, such individual shall be excluded from all access and shall not participate in any decision or other matter pertaining to the protection of classified information and/or special nuclear material.
3. The above-named Managerial Group is hereby delegated all of the Board's duties and responsibilities pertaining to the protection of classified information and/or special nuclear material released to The University of Tennessee.
4. In the future, when any individual is appointed to the Managerial Group as an additional member or replacement member, such individual shall immediately be processed for an access authorization at the same level as The University of Tennessee's facility clearance. Pending issuance of this requested access authorization, such individual shall be excluded from all access and shall not participate in any decision or other matter pertaining to the protection of classified information and/or special nuclear material.
5. The following named officers and members of the Board of Trustees of The University of Tennessee shall not require, shall not have, and can be effectively excluded from



access to all classified information and/or special nuclear material released to The University of Tennessee and do not occupy positions that would enable them to affect adversely the policies or practices of The University of Tennessee's performance of classified contracts for the U.S. Government:

Officers

<u>Name</u>	<u>Title</u>
Steve R. Angle	Chancellor, The University of Tennessee at Chattanooga
William H. Byrd III	Vice President, Institute for Public Service
Keith S. Carver	Chancellor, The University of Tennessee at Martin
Tim L. Cross	Chancellor, The University of Tennessee Institute of Agriculture
Anthony C. Haynes	Vice President for Government Relations and Advocacy
Sandy Jansen	Chief Audit and Compliance Officer
Tonja L. Johnson	Executive Vice President and Chief Operating Officer
James R. Maples	Treasurer
Linda C. Martin	Vice President for Academic Affairs and Student Success
Catherine S. Mizell	Secretary, Chief of Staff, and Special Counsel
Stacey S. Patterson	Vice President for Research, Outreach, and Economic Development
Steve J. Schwab	Chancellor, The University of Tennessee Health Science Center
Kerry W. Witcher	Interim Vice President for Development and Alumni Affairs and Programs

Members of the Board of Trustees

<u>Name</u>	<u>Title</u>
John C. Compton	Trustee and Chair of the Board
Kara Lawson Barling	Trustee
Decosta E. Jenkins	Trustee
Amy E. Miles	Trustee
William C. Rhodes III	Trustee
Kenneth I. Packer	Trustee
Donald J. Smith	Trustee
Kim H. White	Trustee
T. Lang Wiseman	Trustee
Jamie R. Woodson	Trustee
Commissioner of Agriculture	Ex Officio Trustee
[Vacant Position]	Trustee

Adopted this 2nd day of November, 2018.



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

Meeting Date: November 2, 2018

Item: **Authorization to Confer Degrees, December 2018**

Type: Action

The Resolution following this memorandum authorizes the President and Chancellors to confer degrees in December 2018 upon certification by the appropriate University offices that students have satisfied all degree requirements and all obligations to the University.

[Resolution follows]



The University of Tennessee
Board of Trustees

Resolution 00_-2018*
Authorization for Conferral of Degrees, December 2018

Resolved: The Board of Trustees authorizes the President and Chancellors to confer degrees in December 2018 on students in any Board-approved bachelor's, master's, or doctoral degree program, upon certification by the appropriate University offices that students have satisfied all degree requirements and all obligations to the University; and the final list of students on whom degrees are conferred shall be filed with this Resolution in the records of the Board.

Adopted this 2nd day of November, 2018.

* Number will be inserted after adoption.



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

Meeting Date: November 2, 2018
Committee: Audit and Compliance
Item: **Audit and Compliance Committee Charter**
Type: Action

On September 27, 2018, the Audit and Compliance Committee approved a committee charter for recommendation to the Board of Trustees, subject to any revisions required by the Comptroller of the Treasury for the State of Tennessee. The Comptroller subsequently approved the charter without any revisions. The charter is included in the meeting materials for approval by the following Resolution.

[Resolution to approve follows]



The University of Tennessee
Board of Trustees

Resolution 00_-2018*
Audit and Compliance Committee Charter

Resolved: The Board of Trustees approves the Audit and Compliance Committee as presented in the meeting materials, which shall be attached to this Resolution after adoption.

Adopted this 2nd day of November, 2018.

* Number will be inserted after adoption.



**THE UNIVERSITY OF TENNESSEE
BOARD OF TRUSTEES**

AUDIT AND COMPLIANCE COMMITTEE CHARTER

PURPOSE

The Audit and Compliance Committee of the Board of Trustees is established pursuant to the State of Tennessee Audit Committee Act of 2005, codified at Tennessee Code Annotated §§ 4-35-101 et seq. The Committee will assist the Board in fulfilling its governance and oversight responsibilities.

AUTHORITY

The Audit and Compliance Committee has authority to conduct or authorize investigations into any matter within its scope of responsibility. The Committee is empowered to:

- Seek any information it requires from employees – all of whom are directed to cooperate with the Committee’s requests – or external parties.
- Meet with University officials, external and internal auditors, the General Counsel, or others as necessary.
- Delegate authority to subcommittees to handle any matter within the Committee’s scope of responsibility, provided that actions of the subcommittee are presented to the full Committee at a previously scheduled or called meeting.
- Oversee the internal audit and institutional compliance functions of the University, which will report directly to the Audit and Compliance Committee through the Chief Audit and Compliance Officer.
- Conduct confidential, nonpublic executive sessions as authorized by law.

COMPOSITION OF THE COMMITTEE

The Audit and Compliance Committee shall be composed of at least three (3) members of the Board of Trustees who meet the following membership requirements established in the Bylaws of the Board of Trustees:



All members of the Audit and Compliance Committee shall be financially literate, meaning they shall be able to read and understand fundamental financial statements, including a balance sheet, income statement, and cash flow statement. At least one member of the committee shall have extensive accounting, auditing, or financial management expertise.

Each member shall be free of any relationship that would interfere with his or her exercise of independent judgment or give the appearance of a conflict of interests. The Chair of the Board shall be an ex officio, voting member of the Committee. The Committee may include one voting member who is not a member of the Board of Trustees but who satisfies the membership requirements in the Bylaws, including the requirement of extensive accounting, auditing, or financial management expertise. An external member may not serve as Chair of the Audit and Compliance Committee.

Committee members and the Committee Chair shall be appointed by the Board of Trustees on the recommendation of the Chair of the Board. The term of appointment is two years. The Committee Chair may not serve more than three (3) consecutive two-year terms as chair except upon an affirmative roll-call vote of a majority of the total voting membership of the Board.

The President shall not serve as a member but shall attend meetings if requested by the Committee Chair.

COMMITTEE EDUCATION

The University's senior management and the Chief Audit and Compliance Officer are responsible for providing the Committee with educational resources related to accounting principles, internal controls, applicable policies, regulations, compliance risks, risk management, and other information that may be requested by the Committee to maintain appropriate financial, risk management, and compliance literacy.



MEETINGS

Required Number, Call, and Location

The Committee shall meet as often as necessary to carry out its responsibilities but at least once annually. A meeting of the Committee may be called by the Chair of the Board, the President, the Committee Chair, or by the Secretary upon the written request of two members of the Committee. In accordance with Tennessee Code Annotated § 4-35-104, the Committee shall meet upon the request of the State Comptroller of the Treasury. Committee meetings may be held at any location in the State of Tennessee.

The Committee may invite members of management, auditors, or others to attend and provide pertinent information. In carrying out Committee responsibilities, members may find it necessary from time to time to meet individually with management and internal and external auditors.

Notice

Written notice of Committee meetings, including the purpose of the meeting, shall be given to all Committee members. At least five (5) days' notice shall be given when feasible, but less notice may be given when there is a need for urgent action. Notice may be delivered by postal mail, courier, electronic mail, or facsimile transmission. If written notice is not feasible, by reason of urgency or other exigent circumstance, notice may be given by telephone. As required by Tennessee Code Annotated § 8-44-103(a) and (b), adequate public notice shall be given of all Committee meetings.

Except when meeting in nonpublic executive session as authorized by law, all meetings of the Committee shall be open to the public unless otherwise provided by the Tennessee Open Meetings Act or a judicially recognized exception to the Act.

Agenda

An agenda shall accompany the notice of every meeting of the Committee when feasible but, when not feasible, the notice shall state the purpose(s) for which the meeting is called.



Development of the Committee agenda shall be the responsibility of the Committee Chair, in consultation with the Chief Audit and Compliance Officer. The agenda shall list in outline form each item to be considered at the meeting. Items not set forth on the agenda or in the notice may be considered only upon an affirmative roll-call vote of a majority of the total voting membership of the Committee.

The Committee may use a consent agenda in the manner provided by the Bylaws of the Board of Trustees.

Quorum

A quorum shall be a majority (more than one-half) of the voting members of the Committee. The Chair of the Board, who is an ex officio, voting member of the Committee, shall be counted for quorum purposes only when present. In the absence of a quorum, those attending may adjourn the meeting until a quorum is present.

Action of the Committee

The action of a majority of the quorum of voting Committee members present at any meeting shall be the action of the Committee, except as otherwise provided in the Bylaws of the Board of Trustees, Board policy, or statute.

Motions and Resolutions

Each motion or resolution (except informal or parliamentary motions) shall be presented in writing at the time the motion or resolution is made, except that the Committee Chair may grant a member the privilege of reducing a motion to writing and presenting it to the Secretary before the adjournment of the meeting.

Manner of Voting

All votes in a Committee meeting shall be by voice vote or public ballot, provided that a roll-call vote shall be taken on any motion if a voting Committee member present at the meeting requests a roll-call vote before a voice vote is taken or demands a roll-call vote before the Committee Chair announces the result of a voice vote.



Minutes

The Chief Audit and Compliance Officer shall cause minutes of all Committee meetings to be prepared, review the minutes with the Committee Chair, and provide the minutes to all Committee members and the Secretary of the Board before the next Committee meeting.

RESPONSIBILITIES

Financial Statements

- Provide oversight for the integrity of the University's annual financial statements through review of the scope and results of the state auditor's examination of the University's annual financial statements and any other matters related to the conduct of the audit, which should be communicated to the Committee.
- Review with management and the General Counsel any legal matters (including pending litigation) that may have a material impact on the University's financial statements and any material reports or inquiries from regulatory or governmental agencies.
- Resolve any differences between management and the state auditors regarding financial reporting.

Internal Control

- Provide oversight of the University's internal control structure and management practices by considering the effectiveness of the University's internal control system, including information technology security and control.
- Understand the scope of internal and external auditors' review of internal controls over financial reporting.
- Review management's risk assessment and the University's Code of Conduct.
- Ensure that procedures exist for the receipt, retention, and treatment of complaints regarding fraud, waste, and abuse, including procedures for anonymous complaints.
- Ensure that the Code of Conduct is easy to access, widely communicated, easy to understand, includes an anonymous reporting mechanism, and is enforced.



- Ensure that the University's conflict of interests policy is comprehensive, clearly defines the term "conflict of interests," and contains procedures for adequately resolving and documenting potential conflicts.
- Review the University's process for monitoring compliance with laws and regulations.

Office of Audit and Compliance

- Ensure that the Office of Audit and Compliance has direct and unrestricted access to the Chair and other Committee members.
- Review the Chief Audit and Compliance Officer's administrative reporting relationship to assure not only that independence is fostered, but adequate resources in terms of staff and budget are provided to enable the Office of Audit and Compliance to perform its responsibilities effectively.
- Recommend to the Board the appointment, initial compensation, and other terms of employment of the Chief Audit and Compliance Officer.
- Review and approve the annual evaluation and compensation of the Chief Audit and Compliance Officer.
- Recommend to the Board reassignment, demotion, or dismissal of the Chief Audit and Compliance Officer.
- Review budget, structure, and staffing for the Office of Audit and Compliance.
- Review compliance with professional standards.

Internal Audit

- Review and approve the charter for the internal audit function.
- Review and approve the comprehensive annual audit plan.
- Review the results of the year's work with the Chief Audit and Compliance Officer. Changes to the plan, including management requests for unplanned assignments, should also be reviewed.
- Receive and review reports and other work prepared by the internal audit team.
- Review any difficulties encountered in the course of performing audits, including restrictions on the scope of work and access to required information.
- Review the results of external and periodic internal assessments of the quality assurance and improvement program.



Institutional Compliance

- Review of the University's process for monitoring compliance with laws, regulations, and University policies.
- Review and approve the annual institutional compliance work plan.
- Review the results of the University's compliance risk assessment process.
- Review the results of compliance work on a regular basis.
- Receive and review reports and other work prepared in conjunction with the institutional compliance efforts.

External Auditors

- Present the external auditors' conclusions to the full Board.
- Meet regularly with the external auditors to discuss any matters that the Committee or auditors deem appropriate.

Communications and Reporting

- Provide an open avenue of communication among the state auditors, the Office of Audit and Compliance, senior management, and the Board.
- Report regularly to the Board about Committee activities and issues that arise with such recommendations, as the Committee deems appropriate.
- Review and assess the adequacy of the Committee's charter annually, recommending approval of proposed changes to the Board.