



THE UNIVERSITY OF TENNESSEE
BOARD OF TRUSTEES

MINUTES OF THE FALL MEETING
October 23, 2020
Knoxville, Tennessee

The Fall Meeting of the University of Tennessee Board of Trustees was held at 10:00 a.m. (EDT) on Friday, October 23, 2020. Following continuing guidance from the U.S. Centers for Disease Control and Prevention (CDC) regarding COVID-19 and in compliance with the Tennessee Pledge and other state and local guidelines, the meeting was held virtually with Committee members participating electronically or by telephone. The meeting was hosted from the University of Tennessee, Knoxville campus.

I. Call to Order and Invocation

The Chair of the Board, John C. Compton, called the meeting to order and recognized Britton Sharp, Director at Collegiate Abbey, who gave the invocation.

II. Roll Call

Board Secretary Cynthia Moore called the roll, and the following members of the Board were present: John C. Compton, Chair; Bradford D. Box; Leighton Chappell, Student Trustee; Charles Hatcher, Commissioner of the Tennessee Department of Agriculture; Decosta E. Jenkins; Kara Lawson; Amy E. Miles; Donald J. Smith; Kim H. White; Alan D. Wilson; and Jamie R. Woodson. Christina Vogel, Faculty Representative to the Education, Research, and Service Committee, was also in attendance.

Others present included: President Randy Boyd; Tiffany Carpenter, Vice President for Communications and Marketing; Linda Martin, Vice President for Academic Affairs and Student Success; David Miller, Senior Vice President and Chief Financial Officer; Stacey Patterson, Vice President for Research, Outreach and Economic Development; Chancellors Angle, Carver, Plowman and Schwab; Tim Cross, Senior Vice President/Senior Vice Chancellor for the University of Tennessee Institute of Agriculture; Brian Dickens, Chief Human Resources Officer (UT System Administration); Lofton Stuart, Executive Director of the UC Foundation; Kerry Witcher, President and CEO, University of Tennessee Foundation; and other members of the UT senior leadership and administrative staff.

Ms. Moore addressed requirements for meetings conducted with members participating electronically and announced the presence of a quorum. The meeting was webcast for the convenience of the University community, the general public, and the media.



III. Opening Remarks of the Chair

Chair Compton recognized Leighton Chappell, student trustee, and Christina Vogel, faculty representative to the Education, Research and Service Committee. He noted that the Board had participated in a very full day of committee meetings the day before. He expressed his gratitude to the trustees for their participation and to the administration for their efforts in preparing for the meetings. Chair Compton shared highlights from the committee meetings, including the financial impact associated with the pandemic. In this regard, he thanked the Governor and the General Assembly for their continued support of higher education institutions in the State of Tennessee, as well as the former trustees and administrations of the University for their fiscal stewardship of University assets. These resources have been vital to the University's ability to withstand this crisis.

IV. Requests to Address the Board

Chair Compton recognized Louis Gross, a Professor in Ecology and Evolutionary Biology, College of Arts and Sciences, UT Knoxville, who registered to address the Board on the topic of the possible expansion of the UT System.

Dr. Gross introduced himself and indicated that he had three main points that he would like to make regarding a potential expansion of the UT System. First, the UT System Strategic Plan for 2019-2025 (Strategic Plan) does not mention expansion plans or the processes for undertaking any such expansion. Second, he suggested that, in identifying potential acquisition candidates, strong performers should be a priority. Dr. Gross expressed concerns over the low graduation rate at Martin Methodist College (MMC) and the potential for an acquisition to result in a decrease in the 6-year graduation rates for the UT System, as a whole. Lastly, increasing graduation rates across the UT System has been a goal of recent administrations and significant resources have been applied in this area. As such, an analysis of these efforts could inform the size of the investment needed to increase the graduation rates at MMC, and this investment should be compared to other alternative opportunities within the UT System. In concluding his remarks, he advocated for stakeholder engagement, namely with faculty and staff, who may be impacted by such a decision, and requested that a more deliberate planning process be considered. A copy of the full prepared remarks of Dr. Gross are filed with these minutes.

Chair Compton thanked Dr. Gross for his comments. President Boyd responded by stating that there is a considerable amount of due diligence to be done before proceeding, and he expressed his appreciation to Dr. Gross for his suggestions.

V. President's Address

President Boyd began his remarks by extending his gratitude to the leadership teams, faculty and staff from across the UT System for their efforts in advancing the University despite the pandemic.



He believes that the mark of success is what is accomplished in the face of adversity, and he is confident that this will still be the greatest decade in the history of the University.

President Boyd centered his remarks around the goals set forth in the University's strategic plan. He reported that the Strategic Plan is in the process of being refreshed. Although the primary five goals will not change, the tactics associated with each may be refined. As part of the process, a particular emphasis will be placed on the alignment of the Strategic Plan with the strategic plans of the campuses. In addition, he believes that strategic plans should not be static and that they need to be fluid to take advantages of opportunities and respond to challenges not originally contemplated. President Boyd then shared recent accomplishments associated with each goal area of the Strategic Plan.

Enhancing Educational Excellence

President Boyd reflected on the University's efforts to increase enrollment, retention, and graduation. The following new records were achieved:

- UT System experienced a 1.9% increase in enrollment, to 52,559 students;
- Undergraduate enrollment is an all-time high of 41,184 students;
- New first year students for the UT System reached an all-time high of 8,844;
- The number of Bachelor's degrees conferred reached 8,622;
- Graduate and professional enrollment is an all-time high of 11,375 students; and
- The number Graduate degrees conferred reached 3,655.

The enrollment figures were driven primarily by the increase in enrollment at UT Knoxville. President Boyd stated that the success in enrollment is especially noteworthy, given that there was a 16% decrease in enrollment in 4-year, public higher education institutions nationally. One of the new tools helping the University's enrollment efforts is the UT Promise scholarship program. In the first year of the program, a total of 1,121 students received this scholarship award. The UT Promise program does three things: (i) it makes a UT education more affordable; (ii) it assists with retaining students, who might leave for financial reasons; and (iii) it allows students to graduate with less debt. President Boyd reported that a total of 1,407 individuals agreed to serve as mentors to students for this program.

In connection with the University's effort to support the state's *Drive to 55* initiative, the University has been exploring opportunities to address unmet needs for 4-year, public higher education within the State of Tennessee. President Boyd explained that southern, middle Tennessee is underserved and that a large number of prospective college-age students are leaving the state to attend colleges in northern Alabama. An initial discussion with MMC focused on potential collaborations has led to a larger conversation about the possibility of MMC joining the UT System. President Boyd advised that the University has engaged the Huron Group to assist with the due diligence process. He explained that there is a lot of work to be done before any decision is made.



President Boyd indicated that he hopes to have a full report to share with the Board prior to the end of the year.

Expanding Research Capacities

For FY 20, research expenditures are projected to total in excess of \$431.4 million, an increase of approximately 1.4% over FY 19, which represents a fourth, consecutive, all-time high for the UT System. President Boyd provided additional updates on a number of initiatives, including: (i) the Oak Ridge Institute; (ii) a partnership with Texas A&M University System to compete for the management-and-operations contract of the Y-12 National Security Complex in Tennessee and the Pantex Plant in Texas, and (iii) the creation of the Spark Innovation Center at the UT Research Park at Cherokee Farm. The Spark Innovation Center is an incubator that assists early stage technology companies.

Fostering Outreach and Engagement

President Boyd announced the establishment of the Substance Misuse and Addiction Resource for Tennessee (SMART) Policy Network. SMART grew out of the University's Summit for Opioid Abuse Response (SOAR). This effort will be led by UT Knoxville nursing professor Jennifer Tourville. The network aims to address one of the grand challenges facing the State of Tennessee. Additionally, the Institute for Public Service's Law Enforcement Innovation Center (LEIC) has developed a relationship with the International Association of Chiefs of Police and the Office of Community Oriented Policing Services (U.S. Department of Justice) and will be developing and delivering a customized curriculum in de-escalation tactics. A \$1.3 million grant has been received to support this effort.

Ensuring Workforce and Administrative Excellence

President Boyd reviewed the status of (i) the Enterprise Resource Planning project; (ii) the system-wide compensation survey; and (iii) the UT Tower relocation. President Boyd shared the results of three recent surveys.

- A pulse survey of UT System Administration and UT Foundation employees was conducted. The survey had a 53% participation rate. Approximately 66% of employees are promoters and 10% are detractors, resulting in an overall net promoter score of 56%. On average, 70% of organizations have scores between the 50-60% range.
- A survey of students was completed (approximately 80% of the respondents were undergraduate students). The top three concerns relate to access to healthcare, living conditions, and social justice/racial climate.
- The results of a pulse survey of faculty/staff at UT Martin, UTHSC, Institute for Agriculture, Institute for Public Service, and the UT Space Institute was conducted focused



on the University's response to the pandemic. In general, most of the employees feel that the University has responded well to the crisis.

More detailed information on the student survey will be presented at the Winter Meeting of the Board in February.

Advocating for UT

President Boyd recognized Anthony Haynes, Vice President for Government Relations and Advocacy, who has accepted a new position as Executive Director of the Tennessee Municipal League. President Boyd extended his gratitude to Mr. Haynes for his many years of dedicated service to the University. He noted that one of the defining legacies of Mr. Haynes' contributions to the organization is the strong team of professionals that now comprise the Office of Government Relations and Advocacy. President Boyd looks forward to the ability to continue to work with Mr. Haynes in his new role. Carey Whitworth, Associate Vice President of Government Relations and Advocacy, will lead the team until a permanent successor is named.

The Office of Government Relations and Advocacy serves a critical role in connection with promoting the University's many contributions to the State of Tennessee and advocating for financial support. President Boyd indicated that the University is blessed to be located in a state that values and invests in higher education. He reviewed the budget recommendation expected to be brought forward by the Tennessee Higher Education Commission (THEC) that includes: (i) additional funding for the University's specialized units; (ii) increases, based on the formula funding model, for UT Chattanooga, UT Knoxville, and UT Martin; and (iii) funding for three requested capital projects.

President Boyd provided an update on the University's "Everywhere you look, UT" campaign and the launch of the "Pandemic to Possibility" webinar series – a partnership between the UT System, the Tennessee Chamber of Commerce, and the Alliance for Better Nonprofits of East Tennessee – to address issues that have arisen due to the COVID-19 pandemic.

Diversity and Inclusive Excellence

President Boyd reminded the members of the Board that championing diversity and inclusive excellence is a foundational element of the Strategic Plan. He reported that Delphia Howze has been hired to serve as Executive Director of Equity and Diversity. In her role, she will be a resource for and partner to the diversity officers at all the campuses and institutes across the UT System.

Before moving into the next agenda item, Chair Compton called for any questions or comments. Trustee Jamie Woodson, as a former member of the General Assembly, spoke of the various interactions that she had in different capacities with Mr. Haynes. She recognized him for his professionalism and extended her gratitude for his exceptional work on behalf of the University.



VI. Campus COVID Update

President Boyd advised that he and Chancellor Plowman had an opportunity to meet with Dr. Deborah Birx, the White House Coronavirus Response Coordinator. He noted that Dr. Birx was supportive of the University's COVID-19 response plans, and she believes that it is best for universities and colleges to keep students who test positive for the coronavirus on campus instead of sending them home.

President Boyd presented a graph that showed the number of reported coronavirus cases state-wide for individuals between the ages of 17-25, as compared to the reported cases for the same age population by UT campus location. He praised the work that has been done across the entire UT System in terms of creating a safe campus environment for students.

Chancellors Plowman, Angle, Carver, and Schwab each provided an overview of active cases, by student and employee, along with the number of individuals in quarantine/isolation since the start of the academic semester. In addition, the Chancellors addressed changes to: (i) instruction; (ii) campus life and activities; (iii) athletics; (iv) commencement; and (v) spring schedule, as applicable to their respective campus.

Chair Compton thanked the Chancellors for the campus updates. He also thanked Mike Gregory, Director of Special Events and Emergency Management Services, for the daily COVID-19 dashboard reports circulated to the Board. Members of the Board shared their observations, along with their gratitude for the work that has been done in response to the pandemic.

VII. Committee Reports

Audit and Compliance Committee. Committee Chair Amy Miles reported on the prior day's committee meeting. She highlighted the Committee's work plan, an external review to be conducted of the University's Office of Audit and Compliance, and the reports on privacy and information technology security. She closed her remarks by noting that a nonpublic, executive session was held as permitted by state law.

Education, Research, and Service Committee. Committee Chair Donnie Smith outlined the action items recommended by the committee included in the Consent Agenda for the Board's approval. He informed the Board that Linda Martin, Vice President for Academic Affairs and Student Success, provided a report to the committee on Periodic Post-Tenure Performance Review (PPPR), which requires a comprehensive evaluation of tenured faculty no less often than every six years. The committee also received the first annual report from each campus with an intercollegiate athletics program pertaining to academic achievement. Trustee Smith concluded his remarks by providing an update on the newly formed Institutional Effectiveness group.

Finance and Administration Committee. Trustee Miles gave the report of the Finance and Administration Committee. She noted that there are a number of items on the Consent Agenda,



recommended by the committee for approval by the Board. She provided an overview of (i) the financial impacts, to date, associated with the COVID-19 pandemic, and (ii) the University's operating performance for the first quarter of the fiscal year, as compared to the same period for the prior fiscal year. Trustee Miles concluded her update by discussing some of the key findings from the workforce study that was shared with the committee, including the fact that approximately 25% of the University's workforce is eligible for retirement.

VIII. Annual Reports of Related Foundations

Pursuant to the Board's Policy on Related Foundations, an annual report is required to be delivered to the Board highlighting the operations of the foundations. The following reports were presented to the Board.

University of Tennessee Research Foundation (UTRF)

Stacey Patterson, President of UTRF, reviewed the organization structure of the foundation and its relationship to the University. She explained that UTRF was established in 1935 and is the second oldest entity whose focus is to commercialize university research outcomes. Currently, UTRF has 188 active technology licenses, and 40 active start-up companies. In addition to its technology transfer activities, UTRF holds a portfolio of tax-exempt and for-profit subsidiaries that focus on particular research-related projects. These entities include Cherokee Farm Development Corporation, Collaborative Composite Solutions Corporation, Clinical Trials Network of Tennessee, (CTN2), Cherokee Farm Properties, and TennEra.

The report detailed revenues and expenses for the most recent fiscal year. Dr. Patterson provided an update on invention disclosures in FY 2020, including the breakdown by campuses. Additionally, she presented information on the patent portfolio, highlighting the number of patent applications filed, number of patents issued, and the percentage of the patent portfolio that has been licensed. Dr. Patterson advised that UTRF reached an all-time high of 201 invention disclosures in FY 2020. She also discussed the number of license/options issued over the last five years, and the licensing revenue earned over such period of time. The five-year total impact of UTRF is estimated to be in excess of \$375 million.

Dr. Patterson concluded her remarks by sharing information on the University's research efforts in the fight against the COVID-19 pandemic.



University of Chattanooga Foundation (UC Foundation)

Lofton Stuart, Executive Director of the UC Foundation, gave a historical overview of the UC Foundation and its relationship with the University. The UC Foundation was established in 1969 in connection with the merger of the University of Chattanooga with the University. At that time, the total assets of the UC Foundation were approximately \$3 million. Total assets for the UC Foundation now exceed \$200 million, and, since its founding, more than \$132 million has been distributed in support of UT Chattanooga.

The UC Foundation's FY 2020 Budget (revenues and expenses), staffing, and fundraising activity (gifts by source, size, purpose, and transaction type) was reviewed. Mr. Stuart updated the Board on the status of the Probasco Residence Hall Project, a 1,683-bed student housing complex. The project is undergoing a \$40 million renovation. To date, renovations to two of the five buildings have been completed, for a cost of approximately \$12 million. He concluded his remarks by commenting on certain challenges and opportunities that have resulted in the past year due to the pandemic.

University of Tennessee Foundation (UTFI)

Kerry Witcher, President and CFO of UTFI, observed that, unlike the other two foundations, UTFI is a relatively new organization (established in 2001). He discussed the initial role of UTFI, along with the changes made as a result of the findings of the Foundation Study Committee in 2009. Information pertaining to UTFI's staffing and funding models was provided.

For the period FY 2018-2020, UTFI has raised on average \$8.22 for every \$1.00 invested. This figure is a 43% increase over the average for FY 2010-12. Mr. Witcher shared the mission and vision statements for UTFI, along with fundraising highlights for FY 2020. He noted the impacts of fundraising activities caused by the pandemic. However, there was an all-time high in the total number of donors to the University.

Chair Compton thanked Dr. Patterson, Mr. Stuart, and Mr. Witcher for their presentations and extended the Board's appreciation to the donors who continue to generously support the University.

IX. Reaffirmation of The University of Tennessee Diversity Statement

Brian Dickens, Chief Human Resources Officer (UT System Administration) reported on recent efforts to meet with the diversity officers and senior leaders of color from across the UT System. In connection with this initiative, a review of the University's Diversity Statement was undertaken. In this regard, one change is being recommended for the Board's consideration, which is the addition of alumni to the list of constituency groups identified in the statement. He also discussed efforts underway for developing metrics associated with diversity aligned to the Strategic Plan.



Dr. Dickens explained that diversity is a multi-faceted concept that is much broader than race and ethnicity. However, given the heightened national discourse on race, he wanted to provide the Board with a demographic snapshot of the current composition of the UT student and workforce populations, along with the pipelines for both in the State of Tennessee. Dr. Dickens indicated that the aggregate data is fairly representative with the general population of the state, but, when examined more closely, it shows areas where there is room for improvement.

Dr. Dickens recommended adoption of the revised Diversity Statement to affirm the Board's commitment and support of the University's diversity, equity and inclusion efforts. The resolution also calls for metrics to be developed as part of the University's Strategic Plan and for ongoing reporting to the Board. Upon motion duly made and seconded, a roll call vote was taken, and the Committee approved *Resolution 059-2020*.

Chair Compton noted that the information clearly demonstrates that the student population will continue to become more diverse. He looks forward to the metrics, and he hopes that the dashboard will contain information regarding the diversity of the faculty.

X. Consent Agenda

The Chair reviewed the items listed in the Consent Agenda and asked whether any trustee wanted to remove an item from the Consent Agenda for discussion. Hearing no requests, the Chair called for a motion to adopt the relevant Resolutions set forth in the materials. Upon motion duly made and seconded, a roll call vote was taken, and the Board approved the items set forth in the Consent Agenda. (A complete list of the approved items on the Consent Agenda appears at the end of these minutes.)

XI. Other Business

None.

XII. Closing Remarks

Chair Compton stated that a special meeting of the Board may be scheduled for later this year to consider the permanent student code of conduct rules (Title IX revisions) and a proposed student immunization rule. The meeting agenda may also include the possible acquisition of MMC, depending on the status of the due diligence effort.

In closing he reminded the trustees that the Winter Meeting of the Board has been scheduled for February 25-26, 2021, which will most likely be held virtually due to the pandemic. Lastly, he indicated that more work will be done to continue to streamline the meeting materials for future meetings to ensure that the Board is being as efficient in its operation and to alleviate any undue burdens placed on the staff in preparing for the meetings.



XIII. Adjournment

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

Respectfully Submitted,

A handwritten signature in blue ink that reads "Cynthia C. Moore".

Cynthia C. Moore
Secretary and Special Counsel

Approved Consent Agenda Items

- Minutes of Prior Meetings
 - Special Focus Session (COVID-19) – June 25, 2020
 - Annual Meeting – June 26, 2020
- Annual Report to the General Assembly
- Items from the Education, Research, and Service Committee
 - Approval of Comprehensive List of Academic Programs
 - Ratification of Administrative Action to Terminate or Inactivate Academic Programs
 - Grant of Tenure Upon Initial Appointment
- Items from the Finance and Administration Committee
 - FY 2021-22 Operating Budget Appropriations Request for Specialized Units
 - Use of UHS Proceeds
 - Revisions to the Board Policy on Travel
 - Knox Blount Greenway Easement Expansion – UTIA
 - Cumberland Forest Property Transfer – UTIA
 - Sale of Gift Property at Hickory Orchard Way, Knoxville, TN – UTK
 - Proposed Naming of UTHSC Building
 - Updated Corporate Authorization – Transfer of Securities

Attachments. Copies of the following documents are filed with the official minutes of this meeting.

- Remarks of Louis Gross
- Presentation Materials:
 - President's Report
 - COVID-19 Dashboards
 - UTRF, UC Foundation, and UTFI Reports
- Diversity and Inclusion handouts (Strategic Plan and Infographic)