



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

MINUTES OF THE WINTER MEETING OF THE BOARD OF TRUSTEES February 25, 2022

The University of Tennessee Board of Trustees met at 11:00 a.m. (CST) on Friday, February 25, 2022. The meeting was held in the Gault Fine Arts Center (Art Gallery) on the UT Southern campus located in Pulaski, Tennessee.

Trustees Present: John C. Compton, Board Chair; Bradford D. Box; Lane Gutridge (Student Trustee); Charles Hatcher, Tennessee Commissioner of Agriculture; Decosta E. Jenkins; Shanea A. McKinney; Christopher L. Patterson; William (Bill) C. Rhodes III; Donald J. Smith; David N. Watson; and Jamie R. Woodson.

University Officers in Attendance:

President Randy Boyd; Cynthia Moore, Board Secretary and Special Counsel; Chancellor Steve Angle (UT Chattanooga); Chancellor Peter Buckley (UTHSC); Chancellor Keith Carver (UT Martin); Chancellor Mark LaBranche (UT Southern); and Chancellor Donde Plowman (UT Knoxville).

Ms. Moore announced the presence of a quorum. The meeting was webcast for the convenience of the University community, the general public, and the media.

Board Chair Compton opened the meeting and welcomed Zach Moffatt, Senior Pastor at Pulaski First Methodist Church, who provided the invocation. Chair Compton acknowledged the historic importance of the establishment of UT Southern and expressed the Board's gratitude to Chancellor Mark La Branche, formerly President of Martin Methodist College, and others who were dedicated to advancing the mission of the institution and champions of the proposed acquisition.

Chair Compton introduced the new appointees to the Board – Shanea McKinney and David Watson. He indicated that their appointments are pending confirmation. Trustee McKinney has been appointed to serve as a member of the Education, Research, and Service Committee, and Trustee Watson has been appointed to serve as a member of the Finance and Administration Committee. Additionally, Chair Compton recognized the retirement and dedicated service of Crawford Gallimore, who served on the Board of Trustees for 10 years (2008-2018), including serving as the Chair of the Audit and Compliance Committee. Beginning in 2018, Mr. Gallimore continued to serve the Board of Trustees as an external member of the Audit and Compliance Committee.

Appointment of Treasurer

David Miller presented candidate, Mr. Luke Lybrand, to serve as the next Treasurer of the University. Mr. Miller noted that Mr. Lybrand's unique qualifications, recommended compensation, and other terms of employment were included in the meeting materials and that his appointment as an officer of the University requires the Board's approval.

Upon motion duly made and seconded, the Board of Trustees unanimously approved *Resolution 004-2022* appointing Mr. Luke Lybrand as Treasurer.

President's Update

President Boyd opened his remarks by thanking Chancellor Mark La Branche and the UT Southern team for their hospitality in hosting the Board of Trustees. He highlighted certain goals identified for calendar year 2022, under each of the five pillars of the UT Strategic Plan, focusing his comments on the following items:

Enhancing Educational Excellence

- Grow and Enrich UT Promise
- Coordinate Undergraduate Admissions Across the UT System
- Expand UT's Education Footprint
- Increase and Improve UT's Online Education Offerings

Expanding Research Capabilities

- Create a Statewide Mobility Innovation Collaborative
- Fully Fund UT-Oak Ridge Innovation Institute

Fostering Outreach and Engagement

- Support UTHSC to Develop a Statewide Dental Health Clinic Network
- Increase the Impact of the Substance Misuse and Addiction Resource for Tennessee (SMART) Policy Network Across the State

Ensuring Workforce and Administrative Excellence

- Lay the Foundation for the Enterprise Resource Planning Project

Advocating for UT

- Gain Support for Legislative and Budgetary Requests
- Grow Partnerships to Address the State's Grand Challenges

(A full copy of the 2022 Objectives is set forth in Tab 3 of the meeting materials and filed with these minutes.)

President Boyd concluded his remarks by noting that the Governor's proposed budget is extraordinary in terms of financial support for the University and, if passed by the legislature, it will represent the best budget in the University's history. He also provided an update on recent officer appointments, along with the status of the search for the next leader of the UT Institute of Agriculture.

Committee Reports

Audit and Compliance Committee. Chair Compton provided the Committee's report remarking that the Committee met during the prior week and approved the 2022 Internal Audit Plan and the 2022 Institutional Compliance Workplan. Chair Compton shared highlights as to the focus of each of these plans.

Education, Research, and Service Committee. Committee Chair Donnie Smith provided an overview of the items discussed at the meeting held earlier in the morning, including the action items that have been brought forward for the Board's approval set forth on the consent agenda. (A complete list of the approved items appears at the end of these minutes.)

Finance and Administration Committee. Committee Chair Bill Rhodes asked Mr. Miller to provide an overview of the key components of the Governor's proposed budget request for the University (in aggregate, approximately \$471 million). Committee Chair Rhodes then reviewed the items acted upon by the Committee and presented the following action items (in addition to those listed on the consent agenda) for the Board's consideration:

- Revised FY 2021-22 Operating Budget
- Additional Revenue/Institutionally Funded Capital Projects, FY 2022-23
- FY 2022-23 Tuition and Fees for UT Health Science Center

Upon motion duly made and seconded, the Board of Trustees approved *Resolutions 005-2022, 006-2022, and 007-2022* by unanimous roll call vote.

Campus Safety (Clery Act Compliance Update)

Brian Daniels, Chief Audit and Compliance Officer, introduced Kelly Mihalik, Special Projects Analyst and UT System Clery Compliance Coordinator, who provided the annual campus safety review. The report covered the following topics: (i) an overview of the Clery Act and its requirements; (ii) a compliance update; (iii) recent efforts to streamline information and increase transparency; and (iv) a review of the 2022 system-wide initiatives.

Chair Compton emphasized that campus safety and security was an area where increased oversight by the Board was recommended by the Office of the Comptroller in the Sunset Audit. He encouraged all of the trustees to review the campuses Annual Security Reports.

Consent Agenda

Chair Compton asked if there were any requests to remove an item from the agenda. There being none, upon motion duly made and seconded, the Board approved: (i) the Resolution to adopt the minutes of the prior meetings of the Board, and (ii) the Resolutions pertaining to the other action items included on the Consent Agenda. (A complete list of the approved items appears at the end of these minutes.)

Honorary Resolutions

Chair Compton and President Boyd recognized the contributions and dedication of two University officers who were retiring – Dr. Steve Schwab (former Chancellor of UTHSC) and Mark Paganelli (University Treasurer). Dr. Schwab and Mr. Paganelli each expressed their gratitude for having had the opportunity to serve the University and for the Board’s recognition of their efforts.

Upon motion duly made and seconded, the Board of Trustees approved the proposed Honorary Resolutions (see *Resolutions H001-2022 and H002-2022*).

Closing Remarks

Chair Compton expressed his gratitude to the Governor and to the legislature for their continued support of the University and pledged the University’s commitment to being a good steward of the investments being made to advance the University’s mission. He thanked President Boyd and the leadership team for their continued focus on (i) enrollment, (ii) retention/graduation, (iii) research growth, and (iv) conducting surveys of the faculty, students and staff regarding the culture and health of the entire organization. Chair Compton concluded his remarks by highlighting the upcoming rulemaking hearings (UT Southern) and the Executive Committee that will be held in advance of the Annual Meeting of the Board.

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

Respectfully Submitted,



Cynthia C. Moore
Secretary and Special Counsel

Approved Consent Agenda Items

- Minutes of the Prior Meetings
- Resolution Appointing a Managerial Group for U.S. Government Contracts
- Items from the Education, Research, and Service Committee
 1. Academic Program Modification, Bachelor of Mass Media and Strategic Communications (UT Martin)
 2. New Academic Program, Master of Science degree in Marketing (UT Knoxville)
 3. Grant of Tenure upon Initial Appointment
 4. Authorization Concerning Extension of the Probationary Period Due to COVID-19 Crisis (Board Policy – BT0006)
- Items from the Finance and Administration Committee
 1. Master Plan Housing and Campus Boundary Amendments (UT Knoxville)
 2. Acquisitions of Real Property (UT Southern)
 - 409 W. Flower Street, Pulaski, TN
 - 600 W. Madison Street, Pulaski, TN
 3. Amendment of Ground Lease Agreement and Grant of Easements – Housing Development (UTHSC)
 4. Grant of Easement to Tennessee Department of Transportation – ETREC Plant Science Unit (UTIA)
 5. School Naming (Tombras School of Advertising and Public Relations, UT Knoxville)