



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

MINUTES OF THE WINTER MEETING OF THE BOARD OF TRUSTEES February 24, 2023

The University of Tennessee Board of Trustees met at 10:15 a.m. (EST) on Friday, February 24, 2023. The meeting was held in the Tennessee Room of the University Center located at the University of Tennessee at Chattanooga, in Chattanooga, Tennessee.

Trustees Present: John C. Compton, Board Chair; Bradford D. Box; Hayden Galloway (Student Trustee); Charles Hatcher, Commissioner, Tennessee Department 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. Also in attendance was T. Lang Wiseman, appointed to the Board by Governor Lee pending confirmation.

University Officers in Attendance: President Randy Boyd; Cynthia C. Moore, Board Secretary and Special Counsel; Chancellor Steve Angle (UT Chattanooga); Chancellor Peter Buckley (UT Health Science Center); Chancellor Keith Carver (UT Martin); Interim Chancellor Linda Martin (UT Southern); and Chancellor Donde Plowman (UT Knoxville). Other members of the UT senior leadership and administrative staff were also in attendance.

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.

Opening Remarks by the Chair

Board Chair Compton opened the meeting and welcomed Reverend Ann G. Weeks, of the Episcopal Diocese of East Tennessee, who provided the invocation. In his remarks, Chair Compton observed that four themes emerged during the Committee meetings over the past two days:

- *Growth:* The University continues to see growth in terms of admission applications, student enrollment, retention, graduation, and new schools and academic programs. The University has also had success in terms of securing research funding, opposite of the national trend. Similarly, even as financial markets have fluctuated, the University's endowment has grown thanks to gifts from alumni, donors, and friends.
- *Opportunity:* The University and its campuses continue to seize upon opportunities to ensure a strong future, including developing Master Plans; measuring engagement of students, faculty, and staff to target areas for improvement; and creating unique programs to encourage high school and non-traditional students to pursue college educations.
- *Care:* The Board and the administration have a duty of care, which includes fiduciary responsibilities to the University, which care is evidenced by the work being done on the cloud-based enterprise resource planning system and the oversight of safety and security issues as discussed at the Audit and Compliance Committee meeting.

- *Leadership:* The success of an organization is linked to effective, committed leaders, as demonstrated by President Boyd, the University Chancellors, and their teams.

Board Chair Compton introduced Lang Wiseman, whose appointment as a Trustee is pending confirmation by the General Assembly. A graduate of UT Knoxville and the Harvard University Law School, Mr. Wiseman previously was appointed to the Board by then Governor Haslam in 2018. Chair Compton expressed his gratitude to Steven Angle, Chancellor of UT Chattanooga (UTC), and his team for hosting the Board over the past two days.

Requests to Address the Board

Board Chair Compton introduced Dr. Emily Trunnell, Senior Scientist for Science Advancement and Outreach for the People for the Ethical Treatment of Animals (PETA), and Tricia Lebkuecher, Campaign Manager for PETA. Dr. Trunnell and Ms. Lebkuecher both urged the UT Health Science Center (UTHSC) to discontinue the use of live animals in emergency medical training in favor of human-relevant simulation models. At the conclusion of Ms. Lebkuecher's remarks, Dr. Peter Buckley, Chancellor of the UT Health Science Center, asked her to confirm that PETA would support a transition to a stimulation model, to which she responded in the affirmative.

President's Update

President Boyd began his presentation by offering his thanks to UTC Chancellor Angle, Chief of Staff David Steele, and the members of the UTC community for the time and attention they devoted to planning for the Trustees visit to their campus. President Boyd also commended the Chancellors and campus leadership teams for their efforts over the past year and expressed his gratitude to the Trustees for their dedication and service.

Greatest Decade: 2022 Review. President Boyd observed that 2022 is the third year of the "Greatest Decade" for the University and provided a brief overview of highlights of the year: (i) enrollment across the System has increased by 3.8%; (ii) over the last five years, the six-year graduation rate has increased by 2.7%; and (iii) retention is at record levels. These increases can be attributed to the work the University has been doing to increase affordability, including: (i) raising the threshold of the UT Promise from \$50,000 to \$60,000, thereby expanding the pool of students who can afford to attend the University; and (ii) keeping tuition rates down, with UT Knoxville and the UT Health Science Center instituting no tuition increase over the past four years. These efforts have made it possible for 47% of UT students to graduate with no debt. The actions being taken by the University run counter to the national narrative of college being too expensive for most students.

During the past year, the University also hit records in terms of research funding and fundraising: (i) research and sponsored program expenditures reached \$437 million; and (ii) alumni, friends and donors contributed more than \$248 million to the University, making 2022 the second-highest fundraising year in UT history.

University of Tennessee Institute of Agriculture. President Boyd continued his remarks by providing an update on the progress of the UT Institute of Agriculture (UTIA) since the 2019 reunification with UT Knoxville, including:

- *UT Extension.* President Boyd made it a priority to visit all of the Extension Offices that serve the state's 95 counties to gather input from those working directly on agricultural issues in Tennessee. During these visits, he learned of the need for more extension agents and worked with the Governor's office to secure support for 32 new agents in distressed and at-risk counties across Tennessee. In addition, President Boyd's visits revealed disparities that existed between the Extension Offices. Over the last three years, the University has formed working partnerships with the counties that made it possible to renovate/replace ten offices. The University also secured \$200,000 in grant funding for other projects identified by the Extension Offices.
- *Research.* One of the goals of reunification was to increase research funding at UTIA, and in 2022, UTIA saw research expenditure rise to \$80 million (a 12% increase) – one of the largest increases in many years. One of those awards was a five-year, \$30 million grant from the US Department of Agriculture to support Climate-Smart Grasslands. Those research dollars built upon the \$50 million grant awarded by the state at the end of 2021 to improve infrastructure at UTIA's ten AG Research and Education Centers. President Boyd expressed his gratitude to Agriculture Commissioner and Trustee Charlie Hatcher for his assistance in securing this funding. It was also hoped that reunification would impact the Higher Education Research and Development Survey (HERD) rankings of both UTIA and UT Knoxville (UTK). In 2017, HERD ranked UTK in the top 100 schools (placing at 71st) with UTIA ranked 123rd. Since reunification, UTK/UTIA has seen a dramatic rise in its HERD ranking, moving up to 54th, which significantly impacts UTIA's ability to recruit faculty and students and secure research funding.
- *Herbert College of Agriculture.* Since 2019, enrollment at the Herbert College has increased by 8.5%. Additionally, elevation of the Department of Forestry, Wildlife and Fisheries to the School of Natural Resources (which was approved by the Board at its 2022 Fall Meeting) will raise the profile of both the field, the School, the College, and UTIA.
- *College of Veterinary Medicine.* The College of Veterinary Medicine has made a number of strides over the past three years, including: (i) growing enrollment from 340 to 480 students, a 41% increase; (ii) securing increased funding from the State (\$311,900 recurring in 2021, followed by \$2.9 million recurring in 2022); and (iii) establishing the Charles and Julia Wharton Large Animal Hospital.

President Boyd advised the Trustees that since the announcement that UT Martin Chancellor Keith Carver was being advanced for election as Senior Vice Chancellor and Senior Vice President of UTIA, there has been nothing but positive comments from internal and external stakeholders across the state. President Boyd predicted that under Dr. Carver's leadership, UTIA will embark on a path to create the best decade in its history. One of Dr. Carver's first actions will be to begin working to develop a new strategic plan for UTIA. Other goals include:

- Doubling enrollment at the Herbert College of Agriculture;
- Increasing annual research expenditures to over \$150 million;
- Creating the Tennessee Protein Innovation Center;
- Collaborating with local partners to modernize Extension Offices and amplify the impact of those offices in all 95 counties and
- Providing opportunities for young people participating in 4-H to receive college credit.

2023 Objectives. President Boyd provided an overview of the Objectives for the coming year, which were organized under the five pillars of the UT Strategic Plan (Tab 1.1):

- *Enhancing Educational Excellence.* In 2023, the UT System will pursue a number of goals designed to enhance educational excellence, including: (i) coordinating undergraduate admissions across the System; (ii) leveraging the Governor’s recent increase in HOPE Scholarship funds to further grow UT Promise; and (iii) working to secure recurring state and federal funding for the Grow Your Own program.
- *Expanding Research Capabilities.* President Boyd advised the Board that the new President of the UT Research Foundation, Maha Krishnamurthy, will be invited to a future meeting to discuss her vision for advancing UT’s research programs. Also, during the coming year, the US Department of Energy will consider whether to renew the UT-Battelle contract to manage the Oak Ridge National Laboratory (ORNL). Key to securing that renewal is to identify a new Laboratory Director to lead ORNL.
- *Fostering Outreach and Engagement.* The UT System will be launching OneUT Grand Challenge Collaboration Grants to encourage cross-campus collaboration to confront the challenges facing the State of Tennessee, including (i) making improvements to K-12 education; (ii) addressing the opioid crisis; and (iii) strengthening rural communities. Addressing these challenges will take time and require the combined efforts of many disciplines.
- *Ensuring Workforce and Administrative Excellence.* President Boyd briefly touched on two initiatives planned for 2023: (i) the UT System will be working with the Tennessee Higher Education Commission to improve the efficiency of the capital project request process and to modernize the procedure for creating and approving new academic programs; and (ii) the UT Health Science Center will be leading efforts to develop a telepsychiatry consultation program to expand mental health and wellness support on all of the UT System’s campuses.
- *Advocating for UT.* The UT System has set a goal to reach a new fundraising record of \$400 million for 2023. In addition, the University has a number of legislative goals for 2023, including: (i) securing 100% of UT’s direct budget funding requests from the state; (ii) working to get additional operational funding for UTHSC and the Substance Misuse and Addiction Resource for Tennessee (SMART) Initiative; (iii) advancing TN GO to move the state to the forefront of research and development of electric vehicles; and (iv) obtaining funding to build a bridge from the UTK campus to South Knoxville, which will have a transformative impact on the campus and the City. President Boyd announced that Governor Lee’s proposed budget contains \$24 million to fund the WET (Water Education and Training) Center at Lone Oaks Farm, which will focus on research and training around water and the environment, with an emphasis on preventing and mitigating damage from floods.

President Boyd concluded his presentation by noting that members of the legislature often ask about the University’s position on diversity, most recently, during the Trustee confirmation hearings. He took the opportunity to read the University’s Diversity Statement, approved by the Board. Board Chair Compton observed that championing inclusion, diversity, and equity form the foundation upon which the five pillars of the UT Strategic Plan are built, which supports the University’s mission to serve all students. Trustee Rhodes suggested that the Diversity Statement should emphasize that the University is working to create a welcoming environment for every student at every campus. Trustee Shanea

McKinney encouraged the Trustees and administration to continue to demonstrate that the University is committed to delivering on the principles set forth in the Statement.

Institute of American Civics

Dr. Marianne Wanamaker, Professor of Economics and Inaugural Dean of the Howard H. Baker Jr. School of Public Policy and Public Affairs, began her presentation (Tab 2) by discussing the legacy of the late Tennessee Senator Howard H. Baker Jr. and the 20-year history of the Baker Center, which will be elevated to the Baker School. The mission of the Baker School is to prepare students for leadership roles in government, whether as elected officials or as administrators/policy makers. The Baker School is home to the Institute of American Civics, which shares the School's commitment to the principles Senator Baker demonstrated over the course of his lifetime.

In the spring of 2022, Governor Lee included a \$6 million appropriation to establish the Institute, which received bipartisan support from the legislature. The legislation establishing the Institute included a mandate to build a bipartisan 13-person Board of Fellows. The Board, which is chaired by a former US Ambassador, includes Dr. Wanamaker, two former Tennessee Governors representing different political parties, and distinguished leaders and professors from institutes of higher education across the country. The Board is currently in the process of compiling a list of finalists to serve as the Institute's inaugural Executive Director.

The Institute works to develop students' confidence and trust in America's democratic institutions and to nurture respect for others whose opinions may differ from theirs. The Institute is organizing its work into three areas: (i) enhancing civic knowledge; (ii) building civic skills; and (iii) promoting civic engagement. In less than a year, the Institute has already made a significant impact through the establishment of three new courses (including one taught by Chancellor Plowman and former Governor Bill Haslam); hosting dinners for faculty, students and community leaders; working to register new voters; and creating a program that has provided 30 undergraduate students with the opportunity to engage with local elected officials.

Dr. Wanamaker concluded her presentation by advising those in attendance that the mission of the Institute extends beyond students attending UTK. Rather, the mission includes serving citizens across the State of Tennessee by building programs that will remind every Tennessean of their civic responsibilities, increase their civic knowledge, and encourage civic engagement.

University Officers

President Boyd reviewed the recommendations pertaining to University officer positions and the search process for the Chancellor of UT Martin.

Appointment, Initial Compensation, and Other Terms of Employment of University Officer. President Boyd presented Keith S. Carver Jr., to serve as the next Senior Vice Chancellor and Senior Vice President for UTIA . Dr. Carver's qualifications, recommended compensation, and other terms of employment were included in the meeting materials under Tab 3.1.

Approval of Compensation and Other Terms of Employment of Former Officer. President Boyd recommended that Carrie Castille be elected to serve as a Special Assistant to the President of the UT

System. Dr. Castille's qualifications, recommended compensation, and other terms of employment were included in the meeting materials under Tab 3.2.

Recommendations Regarding Chancellor Search (UT Martin). President Boyd advised the Trustees that it was important to begin the search for a new Chancellor as quickly as possible and requested that the Board approve the search process, timeline, and statement of qualifications for the Chancellor position at UT Martin as presented in the meeting materials under Tab 3.3.

Proposed Change in Officer Title. President Boyd advised the Board that the University had determined that the position of Vice President for Research, Outreach and Economic Development at UT System should be restructured into separate and distinct positions. In light of this restructuring, he recommended that the Vice President for Academic Affairs and Student Success assume certain research-related oversight responsibilities as further described in the meeting materials under Tab 3.4. In order to reflect this new scope of responsibilities, President Boyd asked the Board to change the title of "Vice President for Academic Affairs and Student Success" to "Vice President for Academic Affairs, Research, and Student Success."

Upon recommendation of Board Chair Compton, the Board considered the four agenda items as one action. Upon motion duly made and seconded, the Board of Trustees unanimously approved: (i) appointing Dr. Keith S. Carver Jr., as Senior Vice Chancellor and Senior Vice President for UTIA; (ii) appointing Dr. Carrie Castille as Special Assistant to the President; (iii) the search process, timeline, and statement of qualifications for the Chancellor position at the University of Tennessee at Martin; and (iv) changing the University officer title of the "Vice President of Academic Affairs and Student Success" to "Vice President for Academic Affairs, Research, and Student Success" (*Resolutions 005-2023 through 008-2023*).

Committee Reports

Audit and Compliance Committee. Committee Chair Decosta Jenkins provided a brief report on the Committee meeting held on February 23, 2023. At that meeting, the Committee approved the 2023 Audit Plan and received updates on: (i) the University's revised Code of Conduct; (ii) the Institutional Compliance Program, including the hiring of Dr. Sarah Pruett to serve as Executive Director; (iii) crime statistics for each campus as reported in the Annual Safety Reports required by the Clery Act; and (iv) enterprise risk management at the University. Mr. Jenkins advised the Board members that following completion of the state's audit of the University's financial statements for the Fiscal Year ending June 30, 2022, the University received an unqualified audit opinion. There were no action items brought before the Committee that require further consideration by the Board.

Education, Research, and Service Committee. Committee Chair Woodson provided an overview of the items discussed at the Committee meeting held earlier in the day, including: (i) an update on high school graduation trends in Tennessee; (ii) an update on the UT Grow Your Own Center; (iii) an update on admission, yield, and retention rates; and (iv) an update on the UT-Gallup Climate Survey intended to gauge how comfortable campus constituencies are regarding diversity of thought and free expression. She also reviewed the action items being brought forward for the Board's approval as set forth on the Consent Agenda.

Finance and Administration Committee. Committee Chair Rhodes provided highlights from the Committee's meeting held the day before, which included: (i) a report on the University's financial performance for the first six months of the current fiscal year; (ii) an update on the Enterprise Resource Planning Project; (iii) the annual report on finances of the Intercollegiate Athletics Programs; and (iv) a review of the results of the University's second Staff Engagement Survey. He also reviewed the action items being brought forward for the Board's approval as set forth on the Consent Agenda.

Mr. Rhodes advised the Trustees that the Committee is recommending four items, which were not included on the Consent Agenda, for consideration and approval by the Board (as presented in the meeting materials under Tabs 4.3.1 through 4.3.4). Upon recommendation of Board Chair Compton, the Board considered the four agenda items as one action. Upon motion duly made and seconded, a roll call was taken, and the Board of Trustees unanimously approved: (i) the Revised FY 2022-23 Operating Budget; (ii) Revenue/Institutionally Funded Capital Projects, FY 2023-24; (iii) FY 2023-24 Non-Resident Tuition at UT Chattanooga; and (iv) FY 2023-24 Tuition Levels at the UT Health Science Center (*Resolutions 009-2023 through 012-2023*).

University of Tennessee at Chattanooga Campus Master Plan

Chancellor Angle began his presentation with a video that provided an overview of the campus. He directed the attention of the Trustees to the Campus Master Plan ("Master Plan"), a copy of which was included with the meeting materials (Tab 5). The Master Plan sets forth the actions to be taken to achieve the growth in enrollment, research, and fundraising described in the UTC Strategic Plan: 2021-2025 (which was approved by the Board in October 2021). The goals of the Master Plan include:

- Providing equity in amenities and experience throughout the campus including dining, recreation, study, and gathering.
- Increasing the number of beds on campus to align with enrollment projections and demand. The Plan projects a 2.8% increase in full-time enrollment each year through 2030 to reach a total enrollment of close to 13,000.
- Completing north-south pedestrian connections to anchor and connect major student and academic programs.
- Incorporating flexible and interdisciplinary space into new buildings and major renovations for both instruction and research.
- Address future space needs within UTC's existing campus property with a focus on flexibility, optimization, and density.

Chancellor Angle discussed the physical planning that would be needed to meet these goals, including: defining campus boundaries; identifying facilities that need to be upgraded and/or replaced; creating and integrating space for partnerships; expanding the quality of the core of the campus; and developing new academic programs, academic centers, and residential hubs. Chancellor Angle discussed how the compact, urban setting of the campus creates both challenges and opportunities, particularly for developing public-private partnerships. As an example, he noted that the campus is in the process of developing a partnership with EPB Chattanooga (formerly known as the Electric Power Board of Chattanooga) to be a part of EPB's quantum network that will include a laboratory on the UTC campus.

Chancellor Angle concluded his presentation by noting that Master Plan is an essential component of planning for the future, particularly when identifying potential acquisitions and expanding campus borders.

Upon motion duly made and seconded, the Board of Trustees approved The University of Tennessee at Chattanooga Campus Master Plan (*Resolution 013-2023*).

Annual Report of the University of Chattanooga Foundation

Kim White, Vice Chancellor for Development and Alumni Affairs at UTC and Executive Director of the University of Chattanooga Foundation,* presented the Annual Report of the University of Chattanooga Foundation (Tab 6). The Foundation was established in 1969 with an initial investment of \$6 million, the same year that the campus became part of the UT System. That initial investment has grown to \$350 million in total assets, including: \$185 million in endowment funds; \$15 million in non-endowed funds; and \$150 million in real estate assets. In the late 1990's, the Foundation invested in the construction of five student housing facilities (with 1,600 beds and 722 parking spaces), which transformed the campus and allowed it to attract students from beyond the Chattanooga area. The Foundation recently committed an additional \$50 million to renovate and modernize those five buildings.

Since joining the Foundation in December 2021, Ms. White has been working to streamline and enhance its operations, including: (i) combining development and alumni affairs; (ii) adding 16 members to the Foundation team; and (iii) utilizing the UT Foundation for human resources and prospect management.

Ms. White noted that the Foundation is on track to meet its 2023 goal to raise \$11 million and pointed to the success of the recent MOCS Day of Giving, which saw the number of donors double to 1,475 and total dollars raised climb to \$1.2 million. Looking ahead, the Foundation will be working to develop a campaign to support the construction of a new building for the School of Nursing, as well as the priorities outlined in the UTC Strategic Plan and the Master Plan.

Consent Agenda

Chair Compton asked if there were any requests to remove any items from the Consent Agenda. There being none, upon motion duly made and seconded, the Board approved: (i) the Resolution to adopt the minutes of the prior meeting 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.)

Other Business

Board Chair Compton directed the attention of the Trustees to the Executive Summary of Annual Institutional Review of the UT Health Science Center-Memphis (College of Medicine) (Tab 8). He noted that the Accreditation Council for Graduate Medical Education (ACGME) removed the College of Medicine from probationary status. He thanked Chancellor Buckley and his colleagues for the work they have done over the past year to address the issues that caused the College of Medicine to be placed on probationary status. Chair Compton also noted that the ACGME Review Committee commended

*Prior to joining UTC, Ms. White served on the Board of Trustees from 2018.

the College for its demonstrated substantial compliance with the ACGME's Institutional Requirements. Chancellor Buckley added that during the reaccreditation process the residency program in Chattanooga received commendation for excellence in its residency training.

Closing Remarks

In his closing remarks, Board Chair Compton made the following announcements: (i) the process for the Annual Performance Review of the President will begin in March; (ii) the Executive Committee will meet on May 5, 2023; and (iii) the Annual Meeting of the Board will be held on June 29 and 30, 2023, at the UT Health Science Center Campus in Memphis, Tennessee. Chancellor Compton thanked Board Secretary Cynthia Moore, the Committee Chairs, and Committee Liaisons for their efforts to ensure that Trustees receive materials well in advance of the meeting dates.

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

Respectfully Submitted,

/s/Cynthia C. Moore

Cynthia C. Moore

Secretary and Special Counsel

Approved Consent Agenda Items

- Minutes of the Prior Meeting (Fall Meeting of October 27, 2022)
- Resolution Appointing a Managerial Group for U.S. Government Contracts
- Bylaws - Campus Advisory Board (UT Southern)
- Items from the Education, Research, and Service Committee
 1. Proposed New Academic Units
 - College of Music, UTK
 - Howard H. Baker Jr. School of Public Policy and Public Affairs, UTK
 - College of Emerging and Collaborative Studies, UTK
 2. Approval of Academic Program Modifications
 - Changing the Degree Designation of an Existing Program, Bachelor of Arts in Arts, UTM
 - CIP Code Change for Mechatronics Engineering Technology, Bachelor of Applied Science, UTC
- Items from the Finance and Administration Committee
 1. Campus Master Plan, UTK
 2. Acquisition of Right-of-Way Interests-Riverside Drive and Kreis Road (UTIA)
 3. Acquisition of CSX Right-of-Way (UTK)
 4. Acquisition of 2323 W. Blount Avenue, Knoxville, TN (UTK)
 5. Acquisition of 2512 Scottish Pike, Knoxville, TN (UTK)

(See Resolutions 014-2023 through 025-2023)

Information Item

- Executive Summary - Annual Institutional Review, UTHSC-Memphis (College of Medicine)

Attachments

Copies of the following materials were distributed at the meeting and are filed with the official minutes of this meeting.

- Our Tennessee: University of Tennessee System Magazine, Winter 2023
- UT Chattanooga - Building Connections. Inspiring Generosity: Advancement Annual Report - Fiscal Year 2021-2022
- UT Chattanooga Foundation - Annual Report: Fiscal Year 2021-2022