



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

MINUTES OF THE ANNUAL MEETING OF THE BOARD OF TRUSTEES

June 30, 2023

The University of Tennessee Board of Trustees met at 10:15 a.m. (CDT) on Friday, June 30, 2023. The meeting was held in the Library of the Mooney Building, located at the University of Tennessee at Health Science Center, in Memphis, Tennessee.

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

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); Interim Chancellor Philip Acree Cavalier (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 Pastor Charlie A. Caswell Jr., Outreach Pastor at the Impact Church and a member of the Shelby County Board of Commissioners, who provided the invocation. In his remarks, Chair Compton offered his congratulations to the thousands of students who had earned their degrees from the University, including Student Trustee Hayden Galloway. In doing so, Chair Compton thanked Ms. Galloway for her service on the Board over the past year. Dr. Linda Martin, Interim Chancellor of UT Southern, added her own words of thanks and noted that Ms. Galloway had lobbied for establishing a stole that will be worn by all Student Trustees during commencement ceremonies.

Chair Compton expressed his gratitude to Dr. Andy Puckett for his service as a member of the Education, Research and Service Committee. He also announced that T. Lang Wiseman's appointment to the Board was formally confirmed and welcomed Mr. Wiseman to his first official meeting as a University Trustee. He concluded his remarks by expressing his thanks to Dr. Peter Buckley, Chancellor of the UT Health Science Center (UTHSC) and his team for hosting the Board over the past few days. He also expressed his gratitude to Dr. Buckley for the impact he has made on the institution and the community since he joined UTHSC less than two years ago.

Requests to Address the Board

Board Chair Compton announced that no requests to address the Board were received prior to today's meeting.

President's Address

President Boyd noted that today's meeting marked his 15th Board meeting. He structured his remarks around the pillars of the UT Strategic Plan.

President Boyd stated that the foundation of the University's Strategic Plan is built upon inclusion, diversity, and engagement. In doing so, he defined diversity as providing access to people of all backgrounds, including those from urban areas, rural communities, the underserved, first-generation college students, adult learners, and veterans. He explained that diversity and access go hand-in-hand with UT's mission as a land grant university. President Boyd noted that while the University has done a great deal to expand access, more needs to be done. In the coming months, he will be working with the senior leadership team to develop plans to further advance access to the University.

Enhancing Educational Excellence. In discussing Educational Excellence, President Boyd noted that he had attended nine commencement ceremonies and shook hands with 4,500 of the University's 13,511 graduates. The number of graduates is a new record for the University and a testament to the work being done to increase enrollment and retention across the UT System. President Boyd then turned to the recurring theme of affordability and echoed the sentiments expressed at the meeting of the Finance and Administration Committee regarding the serious consideration given prior to increasing tuition and fees. He stated that the University strives to ensure that it is a good financial steward in order to limit the need to increase tuition and fees, which, if taken as an average, amount to only a 1% increase per year over the last five years. President Boyd noted that students whose families earn less than \$60,000 a year are eligible to participate in the UT Promise, subject to meeting the other qualification requirements, which allows them to attend the University without paying tuition and mandatory fees. He also pointed out that systemwide, over 50% of the University's students are graduating with zero debt.

Expanding Research Capacities. Earlier in the week, Dr. Sethuraman Panchanathan, Director of the National Science Foundation (NSF), visited UT Knoxville to announce that the campus had been selected to receive \$18 million in funding to establish a new Center for Advanced Materials and Manufacturing (CAMM). The new Center will develop sophisticated artificial intelligence (AI) and computational tools and deploy them in the design and synthesis of next-generation materials in two areas (quantum materials and materials for extreme environments). This funding evidences the fact that UT is earning national recognition for its research reputation.

Fostering Outreach and Engagement. In February, the University launched the Grand Challenge initiative, focusing on three key areas impacting the state: (i) advancing K-12 education; (ii)

strengthening rural communities; and (iii) overcoming addiction. To support that work, the University established a \$5 million fund to provide grants to develop innovative, collaborative programs to address these pressing needs. President Boyd stated that since the program was announced, the University has seen an increase in collaborative announcements, including:

- UTHSC unveiled a mobile health unit in May to expand rural health care access in Tennessee. Funded through a four-year, \$3.9 million grant to the UTHSC College of Nursing from the Tennessee Health Resources and Services Administration, the unit will increase health care access in the underserved Lake and Lauderdale counties and allow the College to integrate rural health education into its undergraduate and graduate programs.
- Professor Claire Paul (UT Southern) and John Lacey (UT System) are creating a state-wide collaborative network designed to address the problem of access and awareness of disability services faced by families with children who have intellectual and developmental disabilities living in rural communities.

Ensuring Workforce and Administrative Excellence. President Boyd advised the Trustees that the search for the new Chancellor of UT Martin is in the final stages. He expects that by mid-July a candidate will be brought before the Board for consideration. In addition, the search for the next Director of the Oak Ridge National Laboratory is progressing, with final candidates scheduled to be interviewed in July. President Boyd is optimistic that the Director will be selected in the next four to eight weeks.

Campus Safety Tour. President Boyd reminded the Trustees that four years ago, the findings contained in the Sunset Audit prompted him to embark on a safety tour of all campuses. He recently completed the second such tour, joined by Brian Daniels (Chief Audit and Compliance Officer) and Mike Gregory (Executive Director of Emergency Management and Public Safety), as well as several Trustees and legislators. The tour found additional opportunities to continue to advance the University's safety and security efforts. President Boyd indicated that the University will be seeking state funding for these initiatives.

Advocating for UT. President Boyd stressed that the University is fortunate to have elected officials who believe in and support higher education in the state. However, that sentiment is not shared by some in the media or public despite the fact that it has been shown that the lifetime income of an individual with a four-year college degree will be \$1.5 million more than that of a person who has not attended college. Therefore, the University, along with the state's locally governed institutions, has launched a state-wide campaign to emphasize the value of higher education.

Fundraising. President Boyd extended his thanks to the University's advancement team and the UT Foundation for their efforts over the past year, which have positioned the University to reach its second best fundraising year in its history, with a projected \$327.7 million raised. To date, the University has raised \$1.15 billion and is on target to raise \$2.7 billion, which would exceed the \$2.245 billion raised in the previous decade. These funds are critical to ensuring that this will be the greatest decade in UT history.

President's Awards. President Boyd closed his remarks by announcing this year's faculty and staff recipients of the President's Awards – Bold and Impactful Honorees: Dr. James Bailey (UTHSC) and Melissa Smith (UTHSC); Embrace Diversity Honorees: Henrietta Giles (UTM) and Michelle Rigler (UTC); Optimistic and Visionary Honorees: Nan Gaylord (UTK) and Destin Tucker (UTM); Nimble and Innovative Honorees: Dr. David Rausch (UTC) and Patricia Page (UTHSC); Excel in All We Do Honorees: Stephanie Kolitsch (UTM) and Abeer Mustafa (UTC); United and Connected Honorees: Clinton Smith (UTM) and Tomi Rogers (UT IPS); and Transparent and Trusted Honorees: Dr. Heather Sedges (UTK/UT Extension) and Charles Primm (UT System).

In response to a questions raised by and comments received from trustees, President Boyd responded that he hopes that the University will find ways to become more accessible and provide more people with the opportunity to secure an education that will allow them to build a life of accomplishment.

Proposed Amendments to the University Bylaws

Board Chair Compton reminded the Trustees that one of the top policy priorities of the University was to work with the State to create a more efficient path for advancing capital projects. That goal was accomplished with the passage of the Higher Education Capital Projects Modernization Act, which will become effective tomorrow. Among other things, the Act provides that the University may, at its discretion, approve and supervise University capital projects where the project: (i) is managed by the University's Department of Capital Projects; (ii) involves a building or facility used primarily for non-academic purposes; and (iii) is fully funded by donations received from a third party and/or with revenue from self-supporting auxiliary projects. Additionally, such projects must be approved by the Board of Trustees or its designee.

In light of the various provisions of the Act, a new Board policy regarding capital planning and capital projects has been developed, which was included as part of the Consent Agenda. As a result, certain amendments to the Bylaws are being proposed to maintain consistency among the Bylaws, the Act, and the proposed Board policy. In addition, further clarifying edits are also being recommended to the Bylaws to improve the efficiency of the Board's operations and to reflect current terminology used in other recently adopted Board policies (as presented under Tab 1 of the meeting materials).

Upon motion duly made and seconded, a roll call vote was taken, the Board of Trustees unanimously approved the amendments to the University Bylaws (*Resolution 029-2023*).

Committee Reports

Board Chair Compton announced that the Audit and Compliance Committee would not be holding a public meeting until October of this year. Therefore, the Committee will not be providing a report at the Annual Meeting.

Education, Research, and Service Committee. Committee Chair Woodson provided an overview of the items discussed at the Committee meeting held on June 29, 2023, including: (i) a presentation by Dr. Altha J. Stewart (Senior Associate Dean for Community Health Engagement) on UTHSC's Center for Youth Advocacy and Well-Being; (ii) an update on UT System performance compared to its peers; (iii) an analysis of UT System enrollment; (iv) an update on the UT-Gallup Climate Survey intended to gauge how comfortable campus constituencies are regarding diversity of thought and free expression; and (v) a review of the ERS Committee Workplan. 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 earlier in the day, which included: (i) a report on the University's financial performance for the first three quarters of Fiscal Year 2022-23 compared to the same time last year, with revenue up by 10.9% and expenses up by 7%; (ii) an update on the Enterprise Resource Planning Project, which is both on schedule and on budget; and (iii) a report on tuition, fees, and affordability. He also reviewed the action items being brought forward for the Board's approval as set forth on the Consent Agenda, including the revised project and financing plans for the Lindsey Nelson and Neyland Stadiums at UT Knoxville.

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 2 through 3.3). 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) FY 2023-24 Operating Budget (including Salary Plan, Student Tuition and Fees, and Room and Board Rates); (ii) Capital Outlay Funding Requests, FY 2024-25 through FY 2028-29; (iii) Capital Maintenance Funding Requests, FY 2024-25 through FY 2028-29; and (iv) Capital Demolition Funding Requests, FY 2024-25 (*Resolutions 030-2023 through 033-2023*).

Annual Presidential Performance Review

Chair Compton indicated that he conducted an annual review of President Boyd's performance in accordance with the Board's Policy on Presidential Performance Reviews. A full copy of the written assessment, which includes a list of 2022 objectives and accomplishments and a list of 2023 goals and objectives, was included in the meeting materials (Tab 4). Chair Compton provided an overview of the review process, which, he noted is one of the most comprehensive in higher education.

Chair Compton spoke with Chancellors and other members of the senior leadership team, who expressed an interest in providing additional feedback beyond the electronic survey. As required under the Board Policy, President Boyd's performance was discussed with Lt. Governor and Speaker of the Senate Randy McNally and Tennessee Speaker of the House of Representatives Cameron Sexton. In this regard, the feedback was very positive with respect to his performance, the overall direction of the University, and the efforts of the Board. Chair Compton also met with President Boyd to discuss his performance and goals, with two members of the Executive Committee (Decosta Jenkins, Chair of the Audit and Compliance Committee) and Jamie Woodson (Chair of the Education, Research, and Service Committee) joining as observers. Chair Compton noted that President Boyd's performance can be measured by the support the State provides in terms of salary increases, new programming, capital project support, as well as federal program support.

Board Chair Compton noted that nearly 98% of the survey respondents (91 individuals/75% response rate) felt that President Boyd's performance exceeded expectations. Notably, the overall approval rating has increased over the prior review period, and the highest performance categories remain generally consistent with previous results. Of the categories measured, President Boyd received the highest ratings for: (i) providing visionary leadership; (ii) integrity; (iii) providing leadership to ensure the University maintains highly effective relationships with the state legislature/state officials and Tennessee congressional delegation members/federal agencies; and (iv) serving as an effective spokesperson for public higher education in Tennessee.

Chair Compton noted that 2022 was another momentous year for the entire UT System. He also commended President Boyd for the remarkable progress the System has seen during his tenure as president. Most notably, for the period beginning Fall 2018 through Fall 2022, the University's enrollment, graduation rates, and number of degrees awarded have all grown:

- Total Enrollment - 10.3% increase;
- 6-Year Graduation - 2.7% increase;
- 4-Year Graduation - 4.1% increase;
- Bachelor's Degrees Awarded - 9.6% increase; and
- Graduate/Professional Degrees Awarded - 15.3% increase.

Under President Boyd's leadership, the University reached a new record in research and sponsored program expenditures of \$437 million. Systemwide, total research expenditures have increased by 32.4% over the last five years. Board Chair Compton offered examples of the extraordinary research support the University has received:

- In 2022, the General Assembly included \$72 million for the University of Tennessee - Oak Ridge Innovation Institute (UT-ORII). This generous contribution completed the state's \$80 million commitment eight years ahead of schedule. In aggregate, the Institute has received funding in excess of \$144 million, including \$6 million of recurring funding from the State of Tennessee.
- The University was also the recipient of a \$50 million grant that will be used to update/modernize equipment and infrastructure at ten AgResearch and Education

Centers across the state. This investment provides much needed resources for support of the University's research and outreach missions and will allow the University to better serve its constituents.

Chair Compton stated that in addition to the 2023 Goals and Objectives set forth by President Boyd at the 2023 Winter Meeting of the Board, he has asked the President to focus on: (i) succession planning; (ii) capitalizing on recent investments and partnerships; (iii) improving the college-going rate; and (iv) continuing to standardize and streamline operations. Board Chair Compton and President Boyd also discussed the importance of: (i) balancing new and existing initiatives; and (ii) continuing to ensure that senior leadership team members are working to meet the top priorities set by the Board and the President.

Chair Compton also reminded those in attendance that President Boyd has repeatedly turned down offers of compensation for what is an extraordinarily challenging position and cited him as the epitome of a servant leader. Other members of the Board shared their perspectives on President Boyd's performance, which were extremely positive, and praised his passion, optimism, energy, and the relationship he has forged with elected officials and students at every campus. President Boyd thanked the Board for their support and words of encouragement. He also thanked the dedicated individuals across the UT System, who have worked to advance the mission of the University.

Upon motion duly made and seconded, the Board approved the Annual Presidential Performance Review (*Resolution 034-2023*).

University of Tennessee Health Science Center Strategic Plan

Chancellor Buckley directed the attention of the Trustees to the UTHSC Strategic Plan: 2023-2028 ("Strategic Plan" or "Plan"), a copy of which was included with the meeting materials (Tab 5) and distributed at the meeting. He began his presentation by offering his thanks to the members of the Steering Committee who contributed to the development of the Plan. Chancellor Buckley explained that rather than engaging an outside consultant, UTHSC chose to use the development of the Strategic Plan as an opportunity for capacity building that would allow the institution to create a roadmap for its future. The Plan was created using a combination of data analysis, surveys, town hall meetings, interviews, and listening sessions. In addition, the Steering Committee employed a SWOT (Strengths, Weaknesses, Opportunities, Threats) analysis as they begin developing the Plan.

The foundation of the Strategic Plan is built upon:

- The UTHSC Mission: "Transforming lives through collaborative and inclusive education, research/scholarship, clinical care, and public service."
- The UTHSC Vision, which was condensed and refined by the Steering Committee into four words: "Healthy Tennesseans. Thriving Communities."

- The Be One UT values, combined with the UTHSC values: HHealth Focused, Science Driven, and Caring and Professional.

In addition, the UT System's Strategic Pillars provided a launch pad for the UTHSC Strategic Plan. Chancellor Buckley described the five pillars of the UTHSC Strategic Plan, each of which include goals and objectives, as well as performance indicators that will be used to measure progress:

- Engaging Communities: Strengthening partnerships to engage communities.
 - Goal: To expand mutually beneficial partnerships towards thriving communities, addressing the health and health-related needs across Tennessee.
- Educational Excellence: Promoting quality interprofessional education.
 - Goal: To provide quality educational experiences that are engaging innovative, and interprofessional to highly qualified students that broadly represent Tennessee.
- Expanding Research: Growing research, innovation, and entrepreneurship.
 - Goal: To enhance collaborative statewide efforts in research, scholarship, innovation and entrepreneurship, focusing on priority areas.
- Advancing Health: Expanding quality care across Tennessee.
 - Goal: To advance the health of Tennesseans by pursuing strategic health care alliances to provide quality care, especially in medically underserved communities.
- Developing Talent: Creating an environment of success for all.
 - Goal: To support the well-being and access of all faculty, staff, and students by providing resources and fostering an environment that promotes UTHSC values.

Chancellor Buckley concluded his presentation by stating that the Plan provides a roadmap for the next five years designed to not only advance the mission and values of the University and UTHSC, but to make an impact on the health of the citizens of the State of Tennessee.

Upon motion duly made and seconded, the Board of Trustees approved The University of Tennessee Health Science Center Strategic Plan (*Resolution 035-2023*).

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

President Boyd advised the Board members that the University is continuing to explore new initiatives that would provide opportunities for nontraditional students to further their education.

President Boyd anticipates providing the Board with an update on these efforts in the coming months.

Closing Remarks

In his closing remarks, Board Chair Compton made the following announcements: (i) the Executive Committee will meet on Friday, September 8, 2023; and (iii) the Fall Meeting of the Board will be held on Friday, October 13, 2023, at the University of Tennessee, Knoxville.

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 (Winter Meeting of February 24, 2023)
- Appointment to Standing Committee Bylaws – Campus Advisory Board (UT Southern)
- Items from the Education, Research, and Service Committee
 1. Amendments to Education, Research, and Service Committee Charter
 2. New Academic Programs:
 - Master of Science in Management (UTC)
 - Joint Bachelor of Science in Nursing (UTHSC and UTS)
 - Master of Science in Business Cybersecurity (UTK)
 - Master of Music in Music Education (UTM)
 3. Faculty Handbook Revisions (UTHSC and UTK)
 4. 2023 Institutional Mission Profile Statements
 5. Authorization for Conferral of Degrees, 2023-24 Academic Year
 6. Academic Program Modification: Ph.D. in Evaluation, Statistics, and Methodology (UTK)
 7. Grants of Tenure upon Initial Appointment
 8. Grants of Tenure upon early Consideration
 9. Honorary Degrees, UTK (Robert J. “Bob” Booker and Arthur B. “A.B.” Culvahouse)
 10. Honorary Degree, UTM (Rodney M. Thomsen)
 11. Honorary Degrees, UTS (Hurley Calister “Cal” Turner)
- Items from the Finance and Administration Committee
 1. Board Policy on Capital Project Planning and Approvals
 2. Capital Project – Lindsey Nelson Stadium (UTK)
 3. Capital Project – Neyland Stadium (UTK)
 4. Modification to Carl A. Swafford, Jr. Endowment Fund (UTC)
 5. Modification to Charles C. and Mary Elizabeth Lovely Verstandig Endowment Fund (UTHSC)
 6. Ratification of Quasi-Endowments Created during FY 2022-23
 7. Procedures Governing Compensation Increased during FY 2023-24

8. Naming Proposals for Resident Halls (UTM)
9. Utility Easement to City of Springfield (UTIA)

(See Resolutions 036-2023 through 063-2023)

Attachments

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

- UTHSC Strategic Plan: 2023-2028