



# THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

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## MINUTES OF THE ANNUAL MEETING OF THE BOARD OF TRUSTEES June 25, 2024

The University of Tennessee Board of Trustees met at 12:30 p.m. (EDT) on Tuesday, June 25, 2024. The meeting was held in the Agriculture and Natural Resources Building, located at the University of Tennessee, in Knoxville, Tennessee.

Trustees Present: John C. Compton, Chair; Bradford D. Box; 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; 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); Chancellor Yancy Freeman (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.

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### Opening Remarks by the Chair

Chair Compton opened the meeting and welcomed Steve Moldrup, Co-Director of the Collegiate Abbey at UT Knoxville, who provided the invocation.

Chair Compton began his remarks by extending congratulations on behalf of the Board to all the recent graduates from all the UT campuses. He indicated that it was another record setting year in terms of the total number of graduates for the University. He acknowledged the students for their hard work and success, and he thanked all the individuals, including faculty, staff, and administrators from across the UT System, who contributed in various ways to this remarkable achievement. Chair Compton also recognized Student Trustee Woodi Woodland, who graduated from the UT Health Science Center's College of Medicine, for her recent service on the Board. He noted that Ms. Woodland has started her residency program at the University of California, San Francisco, and the Board extends its very best wishes to her.

The prior evening the 2024 NCAA Division I baseball tournament ended in Omaha, Nebraska with UT Knoxville capturing its first Men's College World Series title in program history. Chair Compton remarked that the University's student athletes, from across the campuses and various sports, had an incredible year with teams winning championships and earning national recognition. He acknowledged the student athletes for their role in elevating the reputation of the University and their dedication in and out of the classroom.

For those who may not have been present at the Board's meeting the day before, Chair Compton reported that the Board has reappointed President Boyd for six more years (June 2030). On behalf of the Board, he thanked President Boyd for his willingness to continue to serve as President and complete the greatest decade in the history of the University of Tennessee. Chair Compton highlighted that the Board hosted a celebration in honor of President Boyd and his wife, Jenny Boyd. Attendees included Governor Bill Lee and First Lady Maria Lee, Lt. Governor Randy McNally, Representative Mark White (Chair, House Education Administration Committee), and other state officials. City of Knoxville Mayor Indya Kincannon, Dr. Keith Gray (President of the UT Medical Center), and emeriti trustees, including Ms. Ann Furrow, Mr. Jim Haslam, Mr. Raja Jubran, Mr. Bill Stokely, Mr. Charles Wharton, and Mr. Alan Wilson were present, along with many other alumni and friends of the University. The large turnout was a testament to President Boyd's leadership and the esteem held for the University. Chair Compton extended his gratitude to the individuals who participated in the planning and execution of the celebration.

Chair Compton then provided an update on actions taken at the last Executive Committee meeting noting the appointment of Ms. Lisa Patel as the next Student Trustee and Dr. Beth Crawford as the Faculty Representative to the Education, Research, and Service Committee. Both positions serve as voting members of the Education, Research, and Service Committee, and their 1-year appointments will begin on July 1. Ms. Patel is an undergraduate student in the Tickle College of Engineering (UT Knoxville), who is pursuing a biomedical engineering degree. Dr. Crawford serves as UC Foundation Professor and Program Advisor for the Learning and Leadership Programs at UT Chattanooga. Dr. Crawford has served on numerous university committees and is a past Chair of the University's Faculty Council. He concluded his remarks recognizing current Faculty Representative, Dr. Sean Walker, who will complete his term on June 30, 2024. Chair Compton stated that Dr. Walker has been actively involved in the work of the Board and the University Faculty Council and thanked him for ensuring that both UT faculty and students have a voice in Board deliberations. Dr. Walker thanked the Board members for their focus on helping students, faculty and staff accomplish their goals. He asked that the Board continue these efforts. Chair Compton presented an award to Dr. Walker in appreciation of his dedicated service to the Board of Trustees.

### **Requests to Address the Board**

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

### **Naming of the College of Music, UT Knoxville**

Chair Compton indicated that he was removing one item from the consent agenda - the naming of the College of Music at the UT Knoxville campus after Natalie L. Haslam. Chair Compton reflected on how important the naming of a college can be in its future success, as well-demonstrated by the growth in enrollment and reputation of the Haslam College of Business. It is a significant commitment of time and resources to establish a named college, and it is exceptional to have two colleges at an institution of higher education named by the same family. On behalf of the Board, Chair Compton extended the University's deep appreciation to Emeriti Trustee James Haslam and the immediate and extended Haslam family for their generous support and steadfast commitment to the University over the years.

Mrs. Natalie Haslam expressed how honored she is to have her name attached to the College of Music. She relayed her love of music since she was a young girl, and how much the University has been a part of her and Jim's lives. UT Knoxville Chancellor Donde Plowman thanked Mrs. Haslam for always reminding others of the importance of music, the arts, and the humanities. Mr. Haslam stated, on behalf of the family, there is never enough that they can do repay the University. Chair Compton presented a watercolor drawing to Mrs. Haslam reflecting the naming of the college.

Upon motion duly made and seconded, the Board approved the naming of the Natalie L. Haslam College of Business (*Resolution 035-2024*).

### **President's Update**

President Boyd provided an update that was structured around the pillars of the Strategic Plan.

Educating Tomorrow's Workforce. President Boyd noted that UT is the largest talent provider for Tennessee employers. Since the Great Recession, 90,000 jobs requiring a high school education (or less) have been lost. During this same period time 49,000 jobs have been added in the state that require an associate's degree or some level of college. However, the growth of jobs requiring a four-year degree have grown 7 times larger, an additional 361,000 jobs, over the last 10 years.

President Boyd discussed the critical shortages in nurses, teachers, engineers, physicians, dentists, social workers, and other professions in the state and how vitally important it is for the University to continue to grow. Given the aspiration to continue to grow enrollment to 71,000 students by 2030, it is anticipated that the number of UT graduates would grow to approximately 16,000 by the year 2030, representing a 19% increase. He discussed the importance of not only science, technology, engineering and math (STEM), but the humanities and their valuable impact on society.

A Few Observations from May Graduation. President Boyd shared a few observations from attending the recent graduations. He expressed his concerns over the decline in enrollment of male students (male students represent 43% of Fall 2024 enrolled students in the UT System), as well as the overall number of male graduates (male students represented 41% of the University's 2024 graduates). President Boyd spoke to the negative consequences of having a whole generation of men who are undereducated and underemployed. He indicated that this is an area where further work needs to be done and that he, the chancellors, and others will be spending some dedicated time on developing strategies to address this issue.

Research Changing the World. President Boyd indicated that he has been thinking about the connotations around the word "research" and how such term may be perceived by the general public. He believes that the University needs to come up with a more compelling way of describing the results that come from this important work. President Boyd shared updates on the UT-Oak Ridge Innovation Institute and goals associated with creating new centers of excellence and focusing on convergent research initiatives to better leverage the expertise of both the University and the Oak Ridge National Laboratory.

Fostering Outreach and Engagement. In terms of this pillar of the strategic plan, President Boyd provided updates on efforts to advance collaboration through challenge grants, the status of the Institute for American Civics, and a certificate of deposit program that has been implemented by the finance office of the University that provides for better cash management, while continuing to support financial institutions in the state that serve local communities.

Ensuring Administrative Excellence. The enterprise resource planning (ERP) project is scheduled to launch in January 2025. President Boyd also discussed the dynamic environment of intercollegiate athletics and efforts being taken to be prepared to react to future shifts. The University is conducting a systemwide salary study, and the University Administration is focused on developing strategies around student housing at each of the UT campuses.

Advocating for UT. Information was presented on the “Everywhere You Look, UT” mural campaign and the “Four the Future” campaign. 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 \$367 million raised. He noted that that the University is very close to breaking its all-time high for fundraising and encouraged everyone who hasn’t yet made a gift to do so before the end of the fiscal year. To date, the University has raised \$1.5 billion and is on target to raise \$3.0 billion for the decade. President Boyd also reported that he views his biggest challenge facing the University is addressing infrastructure needs in order to continue to grow. This is an area where the University will need to continue to work with our partners at the state level.

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: David Shibata (UTHSC), Claire Paul (UTS), and Ammar Ammar (UTHSC); Embrace Diversity Honorees: Katy Chiles (UTK) and Angie Carrier (IPS); Optimistic and Visionary Honorees: Joseph Ostenson (UTM) and Kari Alldredge (UTK); Nimble and Innovative Honorees: Brian Stevens (UTK) and Mina Sartipi (UTC); Excel in All We Do Honorees: Nicole Labbe (UTIA) and Brett Fuchs (UTC); United and Connected Honorees: Bruce Keisling (UTHSC) and Brad Harris (UT IPS); and Transparent and Trusted Honorees: Karen Derefinko (UTHSC) and Kaycee Edwards (UTK/UTSI).

## **Committee Reports**

Audit and Compliance Committee. Committee Chair Decosta Jenkins provided a brief report on the Committee meeting held earlier in the day. Among other things, the Committee reviewed the crime statistics for each campus, as reported in the Annual Reports by the Tennessee College and University Security Information Act. The committee received an update on current trends and what these reports represent in terms of the overall safety picture at UT Campuses. General Counsel Ryan Stinnett provided an update on compliance pertaining to the intercollegiate athletics programs at UT Martin, UT Chattanooga, and UT Knoxville. Additionally, the committee heard the annual Title IX report from Dr. Ashley Blamey, UT System Title IX Coordinator. The University Administration is continuing to monitor the legal landscape associated with the proposed changes to the Title IX regulations.

Committee Chair Jenkins advised that the Institute of Internal Auditors has released new guidance that will go into effect in early 2025. As a result of these upcoming changes, the Committee is making two recommendations to the Board for approval: (i) an update to the Internal Audit charter; and (ii) a revision to the Bylaws. Committee Chair Jenkins stated that following the conclusion of the public session, the Committee then went into a non-public executive session for discussion of ongoing investigations, audits, and litigation.

Education, Research, and Service Committee. With Committee Chair Jamie Woodson's consent, the report of the Education, Research, and Service Committee was deferred until later in the meeting.

Finance and Administration Committee. Committee Chair Bill Rhodes reported that the Committee met earlier in the day and is making recommendations on 13 items for consideration by the full board. At the Committee meeting, Treasurer Luke Lybrand presented the University's financial performance through March 31, 2024. David Miller provided an update on enterprise resource planning (ERP) project, and Associate Vice President Ron Loewen reported on Tuition, Fees, and Affordability. Committee Chair Rhodes reviewed the items being recommended by the Committee for the Board's consideration, including: (i) the operating budget and the proposed increases in undergraduate, in-state tuition and mandatory fees; and (ii) capital budget requests and capital projects.

- Upon motion duly made and seconded, the Board approved the FY 2024-25 Operating Budget (including Salary Plan, Student Tuition and Fees, and Room and Board Rates) (*Resolution 036-2024*).
- Upon motion duly made and seconded, the Board approved a standing resolution approving a set of standards for compensation adjustments (*Resolution 037-2024*).
- Upon motion duly made and seconded, the Board approved, by a single vote, the following action items:
  - Capital Outlay Funding Requests, FY 2025-26 through FY 2029-30 (*Resolution 038-2024*);
  - Capital Maintenance Funding Requests, FY 2025-26 through FY 2029-30 (*Resolution 039-2024*); and
  - Capital Demolition Funding (*Resolution 040-2024*).

## **Board Governance Matters**

Election of the Chair of the Board. Chair Compton announced that he would be abstaining from participation on the next agenda item and asked Trustee Bill Rhodes to chair the meeting. Trustee Rhodes announced that Governor Lee has recently reappointed John Compton, Donnie Smith, and David Watson to the Board of Trustees, which will be a second term for each of them (through June 30, 2030).

Trustee Rhodes advised that under the University's Bylaws, the Chair of the Board is to be elected at the Annual Meeting. The Board Chair serves a two-year term, which will cover the period from

July 1, 2024 through June 30, 2026. He explained that the Chair may be elected to serve no more than three consecutive terms, except upon an affirmative roll-call vote of a majority of the voting membership of the Board. Trustee Rhodes indicated that John Compton is concluding his third, consecutive term as Board Chair. He then outlined the responsibilities assigned to the role of Board Chair, including presiding over the Board meetings, serving as an ex officio member of the standing committees, acting as the spokesperson for the Board, and leading the annual review of the President.

Trustee Rhodes opened the floor for nominations, and Trustee Donnie Smith nominated John Compton to serve an additional term as Chair. There being no additional nominations, Trustee Rhodes closed the nominations and asked if any of the Trustees would like to make any comments. Trustee Lang Wiseman stated that there have been well-deserved accolades extended to President Boyd and others over the last two days of meetings, but that such success is also attributable to John Compton and how he has led the work of the Board. It was acknowledged that there is a significant amount of work associated with preparing for the Board meetings, but even more work done behind the scenes on a day-to-day basis. Trustee Wiseman commented on the strong partnership between John Compton and Randy Boyd, which is an especially important relationship and one that has been extremely beneficial to the University. Trustee Shanea McKinney seconded the motion, a roll call vote was taken, and the Board of Trustees unanimously approved the re-election of John Compton as Chair of the Board of Trustees, with John Compton abstaining from the vote (*Resolution 041-2024*). Following the vote, Trustee Rhodes extended the Board's congratulations to Mr. Compton.

Chair Compton resumed chairing the meeting and indicated that it is his honor to serve on the Board and as Board Chair. He acknowledged the significant responsibility that comes with such a position, and he thanked the Trustees for their support. Chair Compton highlighted the healthy interactions and debate by and among members of the Board and between the Board and University Administration on matters of critical importance. These conversations lead to better, more informed decisions that advance the University.

Appointment of Standing Committees and Chairs. Chair Compton advised that, under the Bylaws (except for the student and faculty members of the ERS Committee), the Board is responsible for appointing the members and chairs of standing committees. Appointments are for a two-year term (July 1, 2024 through June 30, 2026). Chair Compton proposed the reappointment of the Committee Chairs:

- Decosta Jenkins, Chair, Audit and Compliance Committee;
- Jamie Woodson, Chair, Education, Research, and Service Committee; and
- Bill Rhodes, Chair, Finance and Administration Committee.

Additionally, it was proposed that there be no changes to Committee assignments. Upon motion duly made and seconded, the Board approved the appointments to the Committees and the Committee Chairs (*Resolution 042-2024*).

Approval of Revision to Bylaws. As mentioned in the Report of the Audit and Compliance Committee, a revision to the University's Bylaws to change the administrative reporting line for the Chief Audit and Compliance Officer from the University's Chief Financial Officer to the President was presented for approval. Upon motion duly made and seconded, following a roll call vote, the Board approved the amendment to the Bylaws (*Resolution 043-2024*).

### **Adoption of Emergency UAPA Rule (All Campuses), Chapter 1720-01-01, Classifying Students In-State and Out-of-State**

General Counsel Ryan Stinnett reported that there have been certain changes to federal and state law that will take effect on July 1, 2024, which will require the University to amend its Rule on Classifying Students In-State and Out-of-State. Mr. Stinnett explained that the emergency rulemaking process is allowed under Tennessee law, which provides that a state agency may adopt an emergency rule if it finds that the rule is required by an agency of the federal government and adoption of the rule through ordinary rulemaking procedures described in this chapter might jeopardize the loss of a federal program or funds or when the agency is required by an enactment of the general assembly to implement rules within a prescribed period of time that precludes utilization of standard rulemaking procedures. In this instance, both exceptions apply. Upon motion duly made and seconded, the Board approved the adoption of the emergency rule (*Resolution 044-2024*).

### **Report of the Education, Research, and Service Committee**

Committee Chair Jamie Woodson provided an overview of the items presented in the Committee meeting the day before, which included the topics of: (i) digital learning, (ii) the roll-out of the new FAFSA form, and (iii) enrollment. She noted that on the Board's consent agenda there are several recommended action items, including the granting of honorary degrees to Senator Lamar Alexander (who also served as a past President of the University and as a member of the Board of Trustees) and Ms. Rita Geier. Committee Chair Woodson stated that the day before, there was a presentation on the Guaranteed Admissions Policy and robust discussions regarding potential changes to the policy. Action on the proposed policy changes was deferred to the Board meeting to allow the University Administration time to consider the feedback provided by the Trustees.

#### Guaranteed Admissions Policy

President Boyd indicated that he appreciated the robust conversation, the different perspectives and insights, and questions raised by members of the Board. President Boyd presented two options for the Board's consideration.

- **Option A**, which would (i) remove the Top 10% requirement for all campuses; (ii) add an ACT requirement for UT Knoxville; and (iii) retain the current GPA/ACT requirements for UT Chattanooga, UT Martin, and UT Southern.
  
- **Option B**, which would (i) retain the Top 10% requirement for all campuses; (ii) add an ACT requirement for UT Knoxville; and retain the current GPA/ACT requirements for UT Chattanooga, UT Martin, and UT Southern.

President Boyd indicated that Option A was developed in response to learning, during the first year of implementing the new policy, that a number of Tennessee high schools do not rank their students. Option B keeps the current policy requirements for UT Chattanooga, UT Martin, and UT Southern, but adds a minimum standardized test score for UT Knoxville. In response to questions raised the day before, Chancellor Plowman provided additional information as to the total number of Tennessee high schools and the number of schools that participated in the program, including the demographic profile (public, private, charter, etc.).

The Trustees expressed their support for Option B, noting that a minimum standardized test score at UT Knoxville is important for ensuring that admitted students can succeed. Additionally, maintaining consistency in the short-term with respect to the policy requirements may avoid unnecessary confusion, encourage high schools to adjust to the University's policy requirements, and ensure that the University is focused on admitting Tennessee's best and brightest students. The Trustees expressed their willingness to revisit the policy requirements at a future date, subject to having more data.

Upon motion duly made and seconded, the Board approved the amendments to the Guaranteed Admissions Policy as outlined in Option B (*Resolution 047-2024*).

### **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.)

### **Closing Remarks and Adjournment**

Chair Compton thanked Dr. Keith Carver and the UT Institute of Agriculture team for hosting the Board meetings at the new Agriculture and Natural Resources Building. He reminded the Trustees of the dates of the upcoming meetings (Executive Committee and Fall Meeting of the Board).

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

- Resolution Appointing a Managerial Group for US Government Contracts
- Items from the Audit and Compliance Committee:
  - Revision to Internal Audit Charter
- Items from the Education, Research, and Service Committee
  - Guaranteed Admissions Policy (All Campuses)
  - 2024 Institutional Mission Profile Statements
  - Authorization for Conferral of Degrees, 2024-25 Academic Year
  - Granting of Honorary Degree - Senator Lamar Alexander, UTK
  - Granting of Honorary Degree - Ms. Rita Geier, UTK
  - Faculty Handbook Revisions, UTK
  - New Academic Unit - Dept of Political Science and Global Studies, UTM
  - Grant of Tenure upon Initial Appointment
  - Grant of Tenure upon Early Consideration
- Items from the Finance and Administration Committee
  - ARP Broiler and Research Facility, UTIA
  - Ortho Tennessee - Lease Build-Out, UTK
  - Southern Depot Lease, UTK
  - Core Spaces Lease, UTK
  - Acquisition of 824 Melrose Place, UTK
  - Ratification of Quasi-Endowments FY 2023-24
  - Request for Redemption (WUOT Public Radio Quasi-Endowment), UTK

*(See Resolutions 045-2024 through 062-2024)*

### Attachments

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

- President's PowerPoint Presentation
- Undergraduate Guaranteed Admissions Policy Presentation