



# **Middle Tennessee State University**

## **Board of Trustees**

### **Fall Quarterly Board Meeting**

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**Tuesday, September 9, 2025**  
**1:00 p.m.**

**MEC Meeting Room – 2nd Floor**  
**Miller Education Center**  
**503 East Bell Street**  
**Murfreesboro, Tennessee 37130**





**Middle Tennessee State University  
Board of Trustees**

**Quarterly Board Meeting**

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Tuesday, September 9, 2025  
1:00 p.m.

**AGENDA**

**Call to Order**

**Pledge of Allegiance**

**Introduction of Student-Veteran**

**Welcome and Opening Remarks**

**Roll Call**

**Minutes**.....Tab 1  
June 17, 2025 Summer Board Meeting

**Election of Board of Trustees Chair and Vice Chair** .....Tab 2

**Appointment of Committee Chairs** .....Tab 3

- 1) Academic Affairs, Student Life, and Athletics Committee
- 2) Audit and Compliance Committee
- 3) Finance and Personnel Committee

**Academic Affairs, Student Life, and Athletics Committee Report  
and Recommendations** .....Tab 4

- 1) Approval of Degrees under Consideration
  - a. Master of Science in Concrete and Construction Engineering
  - b. Master of Science in Mechatronics Systems Engineering
  - c. Doctor of Business Administration in Business Administration

**Audit and Compliance Committee Meeting Report and Recommendations** .....Tab 5

- 1) Approval of Annual Report for Audit and Consulting Services
- 2) Approval of Risk Assessment Reporting

**Executive and Governance Committee Meeting Report and Recommendations.....Tab 6**

- 1) Approval of 2025 Self-Evaluation Instrument
- 2) Authorization to Administer the Board’s Biennial Self-Evaluation Prior to the November 2025 Executive and Governance Committee Meeting

**Finance and Personnel Committee Meeting Report and Recommendations .....Tab 7**

- 1) Approval of Naming of an Academic Unit
- 2) Approval of Capital Disclosures
- 3) Approval of P3 Resolution

**President’s Evaluation Report and Compensation Recommendation .....Tab 8**

**President’s Report**

**Closing Remarks**

**Executive Session – Discussion of Matters Deemed Confidential Under State Law**

**Adjournment**



**Middle Tennessee State University  
Board of Trustees**

MEETING: Fall Board Meeting

SUBJECT: **Minutes of June 17, 2025  
Summer Board Meeting**

PRESENTER: Chairman Stephen Smith

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**Background Information**

Approval of minutes of June 17, 2025 Summer Board Meeting



**MIDDLE TENNESSEE STATE UNIVERSITY**  
**BOARD OF TRUSTEES**  
**MINUTES**

The Middle Tennessee State University Board of Trustees met on June 17, 2025, in the Miller Education Center Meeting Room at Middle Tennessee State University.

**Call to Order and Pledge of Allegiance**

Board Chair Steve Smith called the meeting to order at 1:03 p.m. Lt. Gen. (Ret.) Keith Huber led the Pledge of Allegiance.

**Introduction of Student Veteran**

Board Chair Steve Smith proudly noted that the MTSU tradition of calling special attention to a veteran at board meetings is one no other school in the country does. Following his remark, Lt. Gen. (Ret.) Keith Huber introduced Navy veteran Deann Hathaway, who enlisted in the Navy immediately upon graduation from high school and served for twenty-one (21) years. Because she had not yet reached eighteen (18), her father had to sign permission for her to do so. Upon retirement, Deann entered the academic and administrative world as she worked at Saint Rose of Lima in Murfreesboro for fifteen (15) years. She then applied and was selected for a duty position at MTSU as a certified administrative professional within the Charlie and Hazel Daniels Veterans and Military Family Center. As a veteran, a current student at MTSU, and the mother of a current student at MTSU, she understands the challenges families face. Deann tearfully remarked on her passion for serving the veteran community and recalled her experience arriving in Murfreesboro alone, without any fellow veterans or a community to call her own – until she found the Daniels Center. Deann emphasized the Daniels Center's life-changing impact on her and the lives of other veterans and their dependents, calling it a “safe place.”

### **Remarks from the President**

Dr. McPhee welcomed Drew Harpool as the new Interim Vice President for Business and Finance.

### **Roll Call**

Board Secretary James Floyd called the roll. The following trustees were in attendance: J.B. Baker, Tom Boyd, Pete DeLay, Bill Jones, Mary Martin, Shaylaine Roker, Steve Smith, Christine Vanek, Michael Wade, and Pam Wright. A quorum was declared.

President Sidney A. McPhee; Mark Byrnes, University Provost; Joe Bales, Vice President for University Advancement; Andrew Oppmann, Vice President for Marketing and Communications; Yvette Clark, Vice President for Information Technology and Chief Information Officer; Khalilah Doss, Vice President for Student Affairs and Dean of Students; Leah Ladley, Chief Audit Executive; James Floyd, University Counsel and Board Secretary; Chris Massaro, Director of Athletics; and Kim Edgar, Executive Assistant to the President and Chief of Staff, were also in attendance.

### **Request to Address the Board**

Mr. R.J. Ware, President of the Student Government Association (SGA), stated his concern regarding how the proposed student fees increase, specifically the sixty-four (64) dollar allocation to the Athletic department, was brought forward for consideration. He noted that, unlike every other department that submitted a fee request, the Athletic fee was developed without direct student engagement or consultation with the SGA. According to Mr. Ware, no opportunity was provided for discussion or feedback despite prior assurances that students would be included in these deliberations and be allowed to provide input, which Mr. Ware noted has been a recurring issue. Mr. Ware described the plethora of messages expressing frustration and disappointment that his office has received and emphasized the importance of maintaining a strong relationship between students and university leadership. Chairman Smith thanked Mr. Ware for his respectful comments.



### **Approval of March 18, 2025, and June 6, 2025, Meeting Minutes – Action**

The first agenda item was approval of the meeting minutes for March 18, 2025, and June 6, 2005. Trustee DeLay motioned to approve the meeting minutes, and Trustee Vanek seconded the motion. A voice vote was taken to approve the minutes, and the motion was approved unanimously.

### **Committee Report: Academic Affairs, Student Life, and Athletics Committee**

Trustee Wright reported that the Academic Affairs, Student Life, and Athletics Committee met on May 20, 2025. The Committee approved the minutes from the February 25, 2025, meeting. The Committee report contained four (4) action items, which the Committee unanimously approved for the Board's consideration. Three (3) information items before the Committee included a report on the institution's compliance with Tennessee Code Annotated § 49-7-188 regarding Research Security, the annual Post-Approval Monitoring Report, and an update on Athletics. Materials outlining these actions were made available for review prior to the Board meeting and were contained in the Board notebooks.

### **Tenure and Promotion Candidates – Action**

The Committee was informed that faculty members applied for tenure and/or applied for tenure and/or promotion in September 2024. They were reviewed by their department chair/school director, department/school committee, college committee, college dean, provost, and president as stipulated by MTSU Policies 204 Tenure and 205 Promotion of Tenured and Tenurable Faculty, along with their respective college and department policies. The president and provost recommended that the specified candidates be granted tenure and/or promotion effective August 1, 2025. The Committee unanimously approved twenty-eight (28) candidates for tenure and fifty-eight (58) candidates for promotion.

### **Modification of an Existing Academic Unit – Action**

A reorganization of the College of Behavioral and Health Sciences was presented to provide more visibility and competitiveness to its degree programs. The Committee unanimously approved the modification.

### **New Academic Program – Action**

The Committee unanimously approved a new academic program: a Master of Science in Project Management degree.

### **University Policy: 323, Instructional and Assignment Use of Artificial Intelligence – Action**

The Committee unanimously approved this new policy, as required by Public Chapter 550.

### **Motion**

Trustee Wright motioned to approve the action items recommended by the Committee, and Trustee Wade seconded the motion. A voice vote was taken, and the motion to approve the action items carried unanimously.

### **Committee Report: The Audit and Compliance Committee**

Committee Chair Boyd reported that the Audit and Compliance Committee met on May 20, 2025. The Committee approved the minutes from its February 25, 2025, meeting. The Committee report contained two (2) action items, which the Committee unanimously approved for the Board's consideration. Three (3) information items were also presented: the Annual Internal Audit Assurances were confirmed; two (2) external reviews were completed with no findings or recommendations identified; and the quarterly internal audit report, which consisted of an investigation that was administratively closed and the completion of a Loss Review. Materials outlining these actions were made available for review prior to the Board meeting and were contained in the Board notebooks.

### **Approval of the Internal Audit Department Charter – Action**

The Internal Audit Charter was revised in response to the new Global Internal Audit Standards. In addition, the accuracy of the referenced statutory language was confirmed. The Committee unanimously approved the revised charter.

#### **Approval of MTSU Policy 70 Internal Audit – Action**

Policy 70 was revised to incorporate current terminology in alignment with the new Global Internal Audit Standards. The Committee unanimously approved the new policy, noting that the Office of Audit and Consulting Services should review its name to avoid conflicting terminology.

The public meeting of the Committee adjourned, and the Committee went into executive session to discuss cybersecurity, audits, and investigations.

#### **Motion**

Trustee Boyd motioned to approve the action items recommended by the Committee, and Trustee Jones seconded the motion. A voice vote was taken, and the motion to approve the action items carried unanimously.

#### **Committee Report: Finance and Personnel Committee**

Committee Chair DeLay reported that the Finance and Personnel Committee met on May 20, 2025. The Committee approved the minutes from its February 25, 2025, meeting. The Committee report contained six (6) action items, which the Committee unanimously approved for the Board's consideration. One (1) information item was also presented on the status of performance-based awards.. Materials outlining these actions were made available for review prior to the Board meeting and were contained in the Board notebooks.

### **Approval of the 2026-27 Capital Outlay Project Submittals – Action**

The Committee reviewed the proposed MTSU capital outlay requests for FY 2026-2027, which included the Civic Leadership and Applied Humanities Building that will provide academic classrooms, class labs, faculty and staff offices, and support space for selected Liberal Arts departments and the associated Center for Innovation and Leadership, History Museum, and MTSU archives and exhibit spaces. In addition, the Committee considered the Aerospace Campus Phase II project in Shelbyville, which includes two academic buildings, additional vehicular parking, green space, and expanded aircraft tie-down space. The Committee unanimously approved the proposed capital outlay request for FY 2026-27.

### **Approval of the 2026-27 Capital Disclosures – Action**

The Committee considered projects requiring disclosure approval, including one amendment to the FY 2025-2026 Capital Budget Request and one new project for the FY 2026-2027 MTSU Capital Budget Request. In addition, four (4) new project disclosures meet recently enacted thresholds that allow for local project disclosure with MTSU Board approval. The Committee unanimously approved the recommended capital disclosures.

### **Approval of the 2026-27 Capital Maintenance Projects Submittal – Action**

The Committee considered capital maintenance requests for THEC submission, which included thirteen (13) projects covering a variety of maintenance needs for FY 2025-26 and totaling \$23.5 million. It also evaluated proposed capital maintenance projects for an additional four (4) years, FY 2027-2028 through FY 2030-2031. The Committee unanimously approved the capital maintenance projects submittal.

### **Approval of the Proposed 2025-26 Tuition, Fees, and Housing Rates – Action**

Trustee DeLaY advised that THEC had adopted binding ranges for tuition and tuition plus mandatory fees at 0-6.5%. The University proposed a 5.76% increase in undergraduate, graduate, and out-of-state tuition rates, with the exception of the University's e-rate. In addition, the Committee considered two (2) recommended scenarios for increases in

mandatory fees that would result in the combined tuition and mandatory fees increase of either 5.93% (Scenario 1) or 6.49% (Scenario 2) in compliance with THEC's combined range. A proposed 3.5% increase in housing rates was also reviewed, along with two (2) non-mandatory fee increases. The Committee approved the proposed tuition, mandatory fees outlined in Scenario 2, non-mandatory fees, and housing rates.

Trustee DeLay noted that public notice of the proposed increases to tuition and mandatory fees was properly given and that public comments were received and made available for review consistent with Tennessee Code Annotated § 49-7-1603.

#### **Approval of the Proposed 2025-26 Employee Compensation – Action**

University administration recommended using the salary funding received by the State to provide employees with a cost-of-living adjustment (COLA), which equates to a 1.8% increase with a \$750 minimum. This allows employees earning \$42,400 or less to receive the \$750 increase, while other employee increases will be based on 1.8% of their annual salary. The Committee unanimously approved the proposed compensation plan.

#### **Approval of the 2025-25 Estimated Budget and the 2025-26 July Budget – Action**

The Estimated Budget recommended is the final budget for the 2024-25 fiscal year and reflects adjustments needed for spring enrollment, additional funding provided through state appropriations, and other miscellaneous adjustments. The July budget is a base budget for the upcoming fiscal year. It is based on tuition and fee increases, salary and operating appropriation increases approved by the General Assembly for 2025-26, and flat enrollment. The Committee unanimously approved the 2024-25 Estimate Budget and the 2025-26 July Budget.

#### **Motion**

Trustee DeLay motioned to approve the action items recommended by the Committee, and Trustee Martin seconded the motion. A voice vote was taken, and the motion to approve the action items carried unanimously.

### **Introduction of Faculty Trustee - Information**

Chairman Smith addressed his trustees and colleagues, explaining that it is time for a few changes in our trustee membership as the semester ends. He thanked Trustee Mary Martin for serving two non-consecutive terms as faculty trustee and asked her to say a few words for her final meeting. Trustee Martin expressed her gratitude for the opportunity to work alongside her fellow trustees and thanked them for their expertise and commitment to the University.

President McPhee introduced Dr. Kari Neely to the Board of Trustees as the new Faculty Trustee selected by the Faculty Senate. Dr. Neely served as president of MTSU's Faculty Senate for the 2023-2024 academic year. She received her B.A. and M.A. in Anthropology from the University of Arkansas and her Ph.D. in Near Eastern Studies from the University of Michigan, and in 2007 joined the MTSU faculty in the Department of World Languages, Literatures, and Cultures. Dr. Neely teaches courses on the Arabic language, international graphic novels, and graphic novels about the Middle East. President McPhee welcomed her on behalf of the Board and invited her to say a few words. Dr. Neely thanked her colleagues for entrusting her with the honor of representing their voices and Trustee Martin for sharing her wisdom and preparing her for this role.

### **Approval of Appointment of Student Trustee – Action**

Chairman Smith expressed his appreciation for Trustee Shaylaine Roker's service as the eighth (8th) MTSU Student Trustee and asked her to say a few words for her final meeting. Trustee Shaylaine thanked her fellow trustees for welcoming her to the Board and treating her as a colleague. She voiced her appreciation for the opportunity to serve and her confidence that this experience will help her in her career journey.

Article 4.5 of the Board Bylaws states that the appointment of the student representative will be for one (1) year. President McPhee gave a summary of the Student Trustee selection process, noting that the process was managed by the Office of the Vice President for Student Affairs and

the Student Government Association (SGA). Applications were submitted to the SGA Office. The SGA Executive Board reviewed the applications and selected applicants to be interviewed. After the interviews were conducted, the three (3) finalists' applications were sent to the Office of the President. President McPhee personally interviewed the top applicants.

President McPhee recommended Mr. Michai Mosby as the next Student Trustee. Mr. Mosby is accomplished academically and has actively participated in numerous activities across campus. For example, he has proven to be an outstanding leader among his peers, having served two (2) terms as President of the Student Government Association. He graduated this past May with his undergraduate degree and is currently enrolled as a graduate student.

### **Motion**

Trustee Wright motioned to accept the recommendation of Mr. Michai Mosby as the student representative for the MTSU Board of Trustees, and Trustee Wade seconded the motion. A voice vote was taken, and the motion to approve the action item carried unanimously.

### **Report of the President**

Dr. McPhee thanked the Board for the opportunity to give updates on matters and activities at the University since the last Board meeting.

### **Recruitment and Enrollment Activity**

Dr. McPhee shared that all early indicators for Fall 2025 enrollment are trending positively. As of the previous week, the University was up one point five percent (1.5%) in total enrollment for the Fall. In addition, housing applications and assignments are at capacity with a waiting list, emphasizing the dire need for the new housing facility, which will accommodate five hundred fifty (550) beds. Also, the financial aid office packaged seven percent (7%) more students with financial aid than at the same time last year. The University admitted thirteen percent (13%) more freshmen than last year. Fourteen (14) freshman orientation sessions are scheduled over the summer. In the first five (5) summer orientations, one thousand five hundred and thirty-

three (1,533) students attended, a seventeen percent (17%) increase over the first five (5) sessions last year. At present, one thousand four hundred (1,400) students have signed up for the remaining nine (9) sessions, and students will continue to have the chance to register through July.

President McPhee noted his concern that pauses in international student visa processing and new DEI measures could potentially have an adverse impact on enrollment. He confirmed that the University has not been impacted so far, but will continue to monitor these issues very carefully for the upcoming semester.

#### Aerospace Department Update

President McPhee invited Dr. Chaminda Prelis, Chair of the Aerospace Department, to provide an update on the move to Shelbyville and what our plans and aspirations include for the relocation. Dr. Prelis first described the current student population by sharing that in the last ten (10) years, the number of students has almost doubled from six hundred seventy-three (673) to one thousand three hundred twenty-five (1,325). The student profile includes the largest veteran composition on campus at ten percent (10%). Dr. Prelis then outlined the accredited undergraduate concentrations within the department: Aviation Management; Flight Dispatch, Maintenance Management; Professional Pilot, Technology, and Unmanned Aircraft Systems. He also noted the online graduate programs, including a hopeful Ph.D. in Aviation. He highlighted the student cost, which includes \$60,000 in flight costs, and that it is generally less than that of peer institutions. Dr. Prelis next shared some of the department's challenges, such as faculty/staff hiring and retention due to industry salary pressure, and funding for equipment and facilities.

Regarding the program transition, Dr. Prelis shared the location of the Shelbyville campus in relation to the current Shelbyville airport terminal. The project footprint covers over sixteen (16) acres, which is much bigger than our Murfreesboro space. Shelbyville currently contains a temporary facility that has allowed operations to start this past January with twelve (12)



airplanes, about a third of the fleet, and one hundred students. Dr. Prelis presented renderings of the exterior and interior of the Phase 1 construction, which includes a flight operations building and a hangar for fleet maintenance. In addition, ramp space will be built out for up to sixty-five (65) airplanes. The program currently has forty-five (45) airplanes with additions planned over the next three (3) years. Phase 1 will hopefully be completed by the fall of 2027. Despite some obstacles that have delayed the project, including the discovery of wetlands, he is optimistic that groundbreaking will occur this fall. Phase 2 construction includes lab space for maintenance and a classroom building with a likely completion timeline between 2029 and 2031. Later, student housing and a parking garage will be added to complete the Shelbyville aerospace facility.

In response to Trustee questions, Dr. Prelis advised that the Diamond DA40 training planes cost \$500,000 each and, while their lifespan is unknown due to their very durable composite airframe, they will be replenished every seven (7) years to keep them on the cutting edge. He also explained that the Delta Propel Pilot Career Path Program provides MTSU aerospace students a direct path to become a Delta pilot after an interview in their sophomore year. Selected students receive mentorship and a guaranteed job offer after meeting program requirements. Also, the MTSU aviation program is ranked #3 based on various factors. Chairman Smith inquired about the ranking determination factors and how the program can move to #1. Dr. McPhee noted that establishing the Shelbyville facility will likely increase our ranking, and we will continue efforts to improve student-faculty ratios, compensation, and other factors that go into rankings. Dr. McPhee also observed that the unmanned aircraft systems discipline offers growth opportunities, including expanding our partnership with the Department of Defense.

Chairman Smith noted the support of the City of Shelbyville and the assistance of Congressman Scott DesJarlais in moving the project forward. In addition, he recognized the contributions of Governor Bill Lee and Deputy Governor and Commissioner of the Tennessee Department of Transportation, Butch Eley.

### Athletics Department Update

President McPhee invited Chris Massaro, Director of Athletics, to provide an update on the NCAA, NIL, and all the changes in collegiate athletics. Mr. Massaro began by explaining that beginning in July 2021, following years of litigation, including the groundbreaking O'Bannon v. NCAA lawsuit, the NCAA enacted a policy removing restrictions on student-athletes' ability to profit from their name, image, and likeness (NIL). Student-athletes could now monetize personal attributes through endorsements, merchandise, appearances, social media posts, autographs, and similar methods. Importantly, it is not considered "pay-to-play" because the school does not pay student-athletes for their athletic performance. Instead, they are paid directly by either a company or through a collective.

Mr. Massaro then outlined recent changes due to the June 6, 2025, landmark House v. NCAA settlement. Most significantly, effective July 1, 2025, the settlement allows schools to share revenue directly with student-athletes, meaning student-athletes could receive up to twenty-two percent (22%) of their school's annual revenue up to a max of \$20.5 million.

With regards to the current revenue paths for student-athletes, Mr. Massaro explained that there are three (3) key models: 1) through the school (revenue share), 2) with a company, and 3) through a collective. He stated that Deloitte administers the "NIL Go" platform to review NIL deals worth six hundred dollars (\$600) or more that are outside the university revenue share. This review process is designed to ensure deals represent fair market value. In addition to shared revenue, several other substantial changes and restrictions went into effect as of July 1, 2025. A total roster limit for select sports, such as football, baseball, and basketball, replaced traditional limits on the number of scholarships. In addition, scholarship valuations may vary from full to partial across the roster. Mr. Massaro also described the College Sports Commission (CSC), a newly established organization created to oversee the new revenue-sharing model in college sports.

Lastly, the House v. NCAA settlement calls for \$2.8 billion in backpay to former and current athletes impacted by NIL compensation restrictions between 2016 and 2024. Mr. Massaro described the current environment as trying to build the airplane while it is flying. Athletics may take a while to feel the full impact of this new framework, and the department needs to be nimble enough to make timely adjustments to the marketplace.

In response to queries from Trustees, Mr. Massaro stated that a Title IX challenge has put a hold on the distribution of the \$2.8 billion backpay award. The backpay will ultimately come from all thirty-one (31) conferences on an NCAA developed formula basis. In MTSU's case, the Conference USA NCAA distribution will be reduced annually for the next ten (10) years. He commended Dr. McPhee because the conference amount was significantly higher, and he worked with the NCAA to get that lowered. Regarding the settlement's impact on operations, Mr. Massaro expressed that the settlement and other issues affect how they function. For example, the transfer rules have benefited student-athletes and created additional departmental costs in recruiting and apparel. However, the department is adjusting wherever possible to account for these costs, such as reducing the number of football uniform combinations.

Mr. Massaro stated that Raiders Rising, the official NIL collective for MTSU, is led by a group of committed individuals who have been terrific and will continue to be part of the student revenue equation. However, he noted that contributions to the collective are not tax deductible. While gifts for the benefit of the Athletic department may be considered charitable contributions, Joe Bales, Vice President for University Advancement, added that the IRS has not addressed the revenue share issue. He also shared that several legislative bills in Congress may clarify outstanding issues.

Acknowledging the challenges ahead, Mr. Massaro shared that he remains confident in the MTSU Athletics department and believes that recruiting and student welfare remain on a positive trajectory despite regulatory uncertainty.

### Summer Commencement

President McPhee noted that summer commencement is eight (8) weeks away, on August 9, 2025. As is tradition, Dr. Suzanne Sutherland, the past Faculty Senate President, will be the commencement speaker. President McPhee advised that if any trustees are interested in attending, they should please let his office know.

### **Conclusion**

Chair Smith did not have any closing remarks but announced that the Board will hold a private executive session at the end of every meeting in the future as needed.

### **Adjournment**

Chairman Smith adjourned the meeting at 2:33 p.m., and the Board went into confidential non-public executive session to discuss matters not subject to public inspection under Tennessee Code Annotated Section 49-8-201 (f)(7)(B)(iii)(b).

Respectfully submitted,

James C. Floyd, Board Secretary



**Middle Tennessee State University  
Board of Trustees**

MEETING: Fall Quarterly Board Meeting

SUBJECT: **Election of Board of Trustees Chair and Vice Chair**

DATE: September 9, 2025

PRESENTER: James Floyd  
Board Secretary

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**BACKGROUND INFORMATION:**

Article 5 of the Bylaws of the Middle Tennessee State University Board of Trustees provides for the election of a Chair and a Vice Chair to serve as Officers of the Board. These officers shall be elected from among the voting membership of the Board by a majority of those present and voting. Each officer shall serve a two (2) year term until successors are elected or a vacancy occurs. The officers may be elected to consecutive terms without limitation.





**Middle Tennessee State University  
Board of Trustees**

MEETING: Fall Quarterly Board Meeting

SUBJECT: **Appointment of Chair of Standing Committee**

DATE: September 9, 2025

PRESENTER: James Floyd  
Board Secretary

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**BACKGROUND INFORMATION:**

Section 3.2 of the Board of Trustees Policy on Board Committees provides for the appointment of a chair, who will serve a one-year term, for each of the Standing Committees:

- Academic Affairs, Student Life, and Athletics Committee
- Audit and Compliance Committee
- Finance and Personnel Committee







**Middle Tennessee State University  
Board of Trustees**

MEETING: Fall Quarterly Board Meeting

SUBJECT: **Academic Affairs, Student Life, and Athletics Committee**

DATE: September 9, 2025

PRESENTER: Bill Jones  
Acting Committee Chair

- 
- Approval of Degrees under Consideration
    - Master of Science in Concrete and Construction Engineering
    - Master of Science in Mechatronics Systems Engineering
    - Doctor of Business Administration in Business Administration





**Middle Tennessee State University  
Board of Trustees**

**Action Item**

MEETING: Fall Quarterly Board Meeting

DATE: September 9, 2025

SUBJECT: **Approval of Degrees Under Consideration**  
**MS, Concrete and Construction Engineering**  
**MS, Mechatronics Systems Engineering**  
**DBA, Business Administration**

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**BACKGROUND INFORMATION:**

Per THEC Policy A1.0 New Academic Programs: Approval Process, “Prior to inclusion on the Commission agenda, an institution must have received institutional governing board approval in alignment with institutional/system policies regarding new program approval. Approval from the institutional governing board can be attained at any time in the development of the proposed program, but documentation of approval must be provided prior to Commission consideration” (see A1.0.8A Institutional Governing Board Approval).

The following academic programs are under consideration at Middle Tennessee State University. Pending the approval of the governing board, the university may submit a New Academic Program Proposal (NAPP) to the Tennessee Higher Education Commission.



## **Master of Science in Concrete and Construction Engineering**

The School of Concrete and Construction Management (SCCM) in the College of Basic and Applied Sciences proposes a Master of Science (M.S.) in Concrete and Construction Engineering (CCE) to meet the growing demand for advanced education in the construction and concrete industries. The program will consist of 30 credit hours and offer both thesis and coursework options to accommodate both working professionals and recent graduates.

The M.S. in CCEE is designed to serve a rapidly expanding industry that contributes nearly \$1.3 trillion annually to the U.S. economy and supports over 475,000 high-income jobs in construction management. The Nashville metropolitan area is experiencing unprecedented growth, with over \$5.88 billion in construction spending in 2024 and projections to exceed \$10 billion by 2025. The M.S. in CCE will prepare graduates to lead in this dynamic environment by equipping them with advanced skills in materials science, construction methods, project management, and emerging technologies.

No other institution in Tennessee currently offers a graduate program under the 14.0401 Federal CIP code, and only the University of Florida offers a similar program in the Southeast. The proposed degree aligns with MTSU's Strategic Plan 2035 and the THEC Master Plan by expanding graduate education, supporting workforce development, and enhancing research capacity. The program will be delivered in person, with future consideration for online options, and will be funded entirely through program revenue, requiring no new state appropriations. Costs are expected to be minimal, with no new faculty hires expected within the first five years.

## **Master of Science in Mechatronics Systems Engineering**

The College of Basic and Applied Sciences is seeking to create a Master of Science in Mechatronics Systems Engineering (MSE). Mechatronics is an interdisciplinary field that focuses on the integration of mechanical engineering, electrical engineering, and computer science/engineering.

Housed in the Department of Engineering Technology, the M.S. in MSE will be offered with both a 30-hour nonthesis and 36-hour thesis option. It will be offered through a combination of on-ground, online, and hybrid courses, making it accessible to both traditional students and working professionals. The curriculum will feature robotics, control systems, computer vision, artificial intelligence, and system engineering courses. Projected new costs are minimal and include graduate teaching assistants.

According to a recent feasibility study performed by Hanover Research, conferrals of master programs related to mechatronics and robotics engineering had an annual increase rate of 10.3% across the United States from 2018-2022. There are currently no mechatronics engineering master programs offered in the state of Tennessee and the broader Southeast Region.



## **Doctor of Business Administration in Business Administration**

The Jennings A. Jones College of Business (JCOB) proposes a Doctor of Business Administration (DBA) in Business Administration to prepare scholar-practitioners who advance business knowledge through applied research. The program targets experienced professionals seeking leadership, consulting, or postsecondary teaching roles.

The 60-credit-hour program will be delivered in a flexible hybrid format, combining online coursework with monthly in-person campus residencies. Core courses (30 CH) will cover leadership, analytics, marketing, finance, strategy, and pedagogy; 12 CH will focus on research methods, and 18 CH will be dedicated to the dissertation.

A recent Hanover Research study confirms strong and growing demand for doctoral-level business programs in the Southeast, with demand outpacing supply. The DBA also addresses a national shortage of academically qualified business faculty, as noted by AACSB.

The program aligns with MTSU's mission and Strategic Plan 2035 by expanding access to advanced education, supporting workforce development, and enhancing applied research capacity. It will be the first DBA offered by a public university in Middle Tennessee. All startup and operational costs will be covered by program revenue, with no new state appropriations required.







**Middle Tennessee State University  
Board of Trustees**

MEETING: Fall Quarterly Board Meeting

SUBJECT: **Audit and Compliance Committee**

DATE: September 9, 2025

PRESENTER: Tom Boyd  
Committee Chair

- 
- Approval of Annual Report for Audit and Consulting Services
  - Approval of Risk Assessment Reporting





**Middle Tennessee State University  
Board of Trustees**

**Action Item**

MEETING: Fall Quarterly Board Meeting

DATE: September 9, 2025

SUBJECT: **Annual Report for Audit and Consulting Services**

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**BACKGROUND INFORMATION:**

TCA 49-14-102 and the MTSU Board of Trustees Bylaws and Policy on Board Committees require an annual comprehensive report on the internal audit function to be submitted for the Committee's review.

MTSU Policy 70, Internal Audit, Section VII.C. requires approval of the audit plan by the Audit and Compliance Committee. The Internal Audit Plan for Fiscal Year 2026 is included on page eight of the annual report and is presented to the Board for approval.





# AUDIT AND CONSULTING SERVICES

Annual Report Fiscal Year 2025



**Audit and Consulting Services**  
1301 East Main Street  
Murfreesboro, Tennessee 37132  
o: (615) 898-2914



July 31, 2025

MTSU Board of Trustees  
Audit and Compliance Committee

Dr. Sidney A. McPhee, President  
Middle Tennessee State University  
1301 East Main Street  
Murfreesboro, TN 37132

Trustees and Dr. McPhee:

Enclosed is the annual report for Audit and Consulting Services for FY25. A yearly report of audit work is required by TCA 49-14-102 and the Bylaws and Policies of the MTSU Board of Trustees. The Board Committee policy requires a comprehensive report on the internal audit function to the Board through the Audit and Compliance Committee at a stated meeting. The report includes the status of the FY25 annual audit plan, noting the projects and their current state.

The annual report also includes a report disclosing our student success efforts, an update on fraud awareness activities and investigations, and a summary report on the financial resources of Audit and Consulting Services. The proposed annual audit plan for FY26 is included.

The report includes status updates for actions included in the FY25-26 Strategic Plan for Audit and Consulting Services.

This report fulfills the annual reporting requirements and provides information to the Board of Trustees concerning the FY25 achievements of Audit and Consulting Services. This report is intended solely for the internal use of Middle Tennessee State University and the MTSU Board of Trustees. It is not intended to be and should not be used for any other purpose.

Respectfully submitted,

A handwritten signature in blue ink that reads "Leah Ladley".

Leah Ladley, CPA, CIA, CFE, CRMA  
Chief Audit Executive

Middle Tennessee State University does not discriminate against students, employees, or applicants for admission or employment on the basis of race, color, religion, creed, national origin, sex, sexual orientation, gender identity/expression, disability, age, status as a protected veteran, genetic information, or any other legally protected class with respect to all employment, programs, and activities sponsored by MTSU. The Assistant to the President for Institutional Equity and Compliance has been designated to handle inquiries regarding the non-discrimination policies and can be reached at Cope Administration Building 116, 1301 East Main Street, Murfreesboro, TN 37132; [iec@mtsu.edu](mailto:iec@mtsu.edu); or 615-898-2185. The MTSU policy on non-discrimination can be found at [mtsu.edu/iec](http://mtsu.edu/iec).





**Middle Tennessee State University  
Audit and Consulting Services  
FY25 Annual Report**

**Introduction:**

TCA 49-14-102 and the Bylaws and Policies of the MTSU Board of Trustees require an annual report of audit work. The Board Committee policy requires a comprehensive report on the internal audit function to the Board through the Audit and Compliance Committee at a stated meeting.

**Audit Accomplishments:**

Audit and Consulting Services completed three audits required by the State of Tennessee, three investigations carried over from fiscal year 2024, and two investigations initiated in the current fiscal year 2025. In July 2025, our office completed the requirement of the IIA for internal assessment. Additional information is located on page three and the updated audit plan for FY25 is located on page four.

**Student Success:**

The auditors were invited to speak to students in an Accounting Systems course in Fall 2024 and again in Spring 2025. This allowed us to contribute to MTSU's Quest for Student Success and share our expertise and real-world experiences with students. We intend to continue engaging with students in the future to promote the internal audit career path. Additional information is located on page five.

**Fraud Awareness:**

When allegations of improper or dishonest acts by an employee, outside contractor, or vendor are received, an investigation is required. Two reports were issued for investigations carried forward from fiscal year 2024, two reports were issued for investigations initiated in fiscal year 2025, and one investigation was administratively closed. The fifth report was issued from an investigation completed by the TN Comptroller's Office. Three projects in progress will be included in the FY 2026 audit plan. Additional information is located on page six.

**Resources:**

The proposed budget for FY26 is \$541,968. The budget and actual expenses for the past two years are located on page seven.

**Planned Audits for FY26:**

Along with the audits in progress and required audits, the planned audits for 2025 include two risk-based projects. Audits are selected for the plan from a risk assessment that includes sources such as management's evaluation of risk (Enterprise Risk Assessment), prior involvement with processes or departments, new and evolving requirements (regulations and policies), and higher education trends. The proposed audit plan for FY26 is located on page eight.

Additional consideration will be given to risk-based IT audit work and the plan will be updated accordingly.

**Global Internal Audit Standards:**

The Institute of Internal Auditors released the new Global Internal Audit Standards in 2024. The new Standards provide a principle-based framework for elevating the quality of the internal audit function. One of the new Standards, Domain III: *Governing the Internal Audit Function*, specifically Section 6.3 *Board and Senior Management Support*, requires the Chief Audit Executive to communicate the essential conditions with the Board and senior management. The conditions are on page nine.

**Strategic Plan 2025 – 2026:**

First presented in FY24, the Strategic Plan outlines Audit and Consulting Services' values, mission, and vision statements. Using the SWOT analysis, the CAE developed plans to address the weaknesses and threats using the strengths and opportunities of the office. The update to the strategic plan is the final component of the FY25 Annual Report.

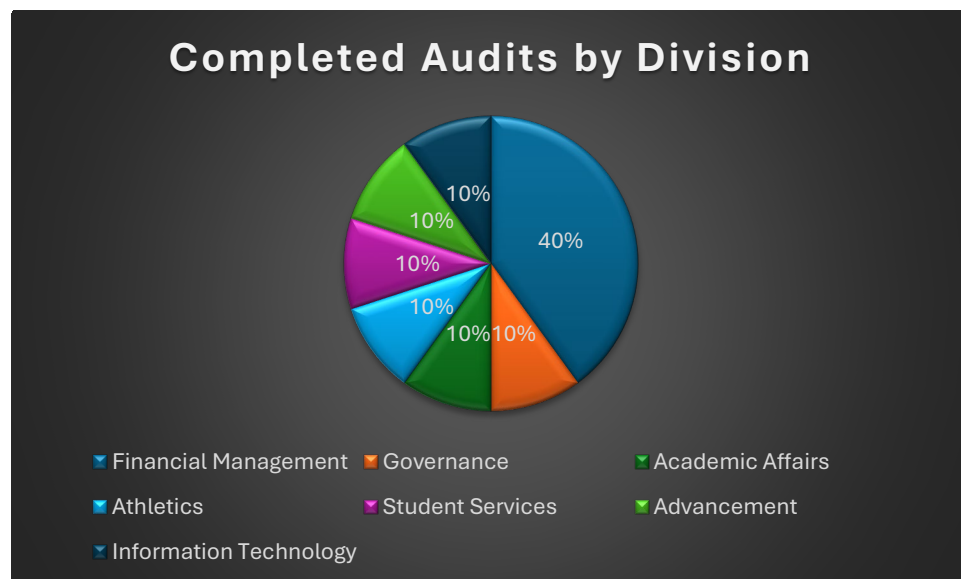
## Audit and Consulting Services Accomplishments

The accomplishments of Audit and Consulting Services for FY25 include the following:

- **Completed 3 Audits, required by the State of TN, 3 investigations carried over from fiscal year 2024 and 3 investigations initiated in fiscal year 2025:**

| Type | Area | Name of Audit                            | Date of Audit Report |
|------|------|--|----------------------|
| R    | FM   | Year-End Inventory FY2024                | 7/29/2024            |
| R    | FM   | Cash Counts FY2024                       | 7/24/2024            |
| R    | GV   | FY24 Audit of President's Office Expense | 11/12/2024           |
| I    | AA   | INV2403                                  | 5/08/2025            |
| I    | FM   | INV2405                                  | 1/30/2025            |
| I    | AT   | INV2406                                  | 7/23/2024            |
| I    | SS   | INV2502                                  | 4/2/2025             |
| I    | AD   | INV2503                                  | 2/4/2025             |
| R    | IT   | INV2505                                  | 4/2/2025             |

\*See Audit Plan 2025 for the legend explaining the type and area of audits.



- **In addition to completing audits and investigations, our office completed our IIA - self-assessment in July 2025.**

**Middle Tennessee State University**  
**Internal Audit Plan**  
**Fiscal Year Ended June 30, 2025**  
**as of June 30, 2025**

| Type | Area | Audit Project                        | Current Status                         | Report Date |
|------|------|--------------------------------------|--|-------------|
| R    | FM   | Year-End Inventory FY24              | Complete                               | 7/29/2024   |
| R    | FM   | Cash Counts FY24                     | Complete                               | 7/24/2024   |
| R    | GV   | Audit of President's Office Expenses | Complete                               | 11/12/2024  |
| I    | AA   | INV2403                              | Complete                               | 5/08/2025   |
| I    | FM   | INV2404                              | In Progress - initiated April 2024     |             |
| I    | FM   | INV2405                              | Complete                               | 1/30/2025   |
| I    | AT   | INV2406                              | Complete                               | 7/23/2024   |
| I    | SS   | INV2501                              | In Progress - initiated September 2024 |             |
| I    | SS   | INV2502                              | Administratively Closed                | 4/2/2025    |
| I    | AD   | INV2503                              | Complete                               | 7/7/2025    |
| I    | FM   | INV2504                              | Complete                               | 2/04/2025   |
| R    | IT   | INV2505 - Loss Report                | Complete                               | 4/2/2025    |
| I    | SS   | INV2506                              | In Progress - initiated May 2025       |             |
| P    | GV   | IIA - Self Assessment & QAR          | In Progress - initiated April 2025     |             |
| A    | FM   | P-Card Compliance Review             | Planning                               |             |
| C    | FM   | Cash Processes in Select Areas       | Identified                             |             |
| F    | GV   | State Audit Assistance/Follow-Up     | Project Throughout Year                |             |
| C    | GV   | General Consultation/Risk Assessment | Project Throughout Year                |             |
| R    | FM   | Cash Counts FY25                     | In Progress                            |             |
| R    | FM   | Year-End Inventory FY25              | In Progress                            |             |
| R    | GV   | Audit of President's Office Expenses | Scheduled                              |             |

**Audit Types:**

A - Risk-Based (Assessed)  
C - Consulting  
F - Follow-up Review  
I - Investigation  
M - Management's Risk Assessment  
P - Project (Ongoing or Recurring)  
R - Required  
S - Special Request

**Area = University Division**

AA - Academic Affairs  
AD - Advancement  
AT - Athletics  
FM - Financial Management  
GV - Governance/Executive Office  
IT - Information Technology  
MC - Marketing and Communications  
SS - Student Services

## STUDENT SUCCESS

**“The Quest for Student Success 2025 focuses on student success marked by a deeper, broader, and more equitable academic and student life experience that extends learning beyond graduation. Students who learn how to learn, how to ask the right questions, and how to take risks and learn from their mistakes succeed personally and professionally.” ~ Quest for Student Success 2025**

**“Forty-three percent of chief audit executives and senior internal audit leaders are concerned with finding qualified candidates as they struggle with a lack of access to the talent they need to conduct the expanding tasks of internal audit”, according to Protiviti’s 2023 Next Generation Internal Audit survey.**

Audit and Consulting Services is fortunate to be at the forefront of talent development and can play a vital role in the Middle Tennessee State University community.

We were honored to engage in educational activities to support and enhance our accounting student’s MTSU experience. In March 2025, our auditors were invited to participate in the Accounting Department’s academic program. As part of our involvement, Leah Ladley and Cyndee Ray served as guest speakers for an MTSU Accounting Systems course (ACCTG 4510/5510).

We discussed our journeys and how we became internal auditors during the presentation. By sharing our expertise and real-world experiences, we provided students with insights into the critical role of internal auditors and highlighted the various facets of internal auditing. Our presentation highlighted the skill sets necessary for success in internal auditing, from analytical thinking to effective communication, while emphasizing the importance of ethical practices in the profession. The students engaged with questions about the profession and left the presentations with the knowledge of internal audit as a viable and rewarding career path.

We intend to continue engaging with students in the future to promote the internal audit career path.

## FRAUD AWARENESS

The University is committed to the responsible stewardship of resources. It is required by state law to provide a means by which employees, students, or others may report suspected or known improper or dishonest acts. Audit and Consulting Services manages the reporting process by which students, employees, taxpayers, or other citizens may confidentially report suspected illegal, improper, wasteful, or fraudulent activity. (TCA 49-14-103)

The “Fraud Awareness” brochure explains the reporting expectations and options for any individual who suspects improper or dishonest acts involving university employees, outside contractors, or vendors. The “Fraud Awareness” information and an online reporting form is available on the Audit and Consulting Services webpage.

When Audit and Consulting Services receives allegations of improper or dishonest acts by an employee, outside contractor, or vendor, an investigation is required. The investigation or review aims to determine if the allegation or concern is substantiated or unsubstantiated and if there are any internal control weaknesses or risks that management should address. An audit report is issued if the allegation or concern is substantiated and corrective action is needed. A review is administratively closed with a memo to the file if the concern is unsubstantiated or referred to management or there are no recommendations for corrective action.

Below is an accounting of the reviews pertaining to concerns of possible improper or dishonest acts:

| <b>Fiscal Year</b>            | <b>2024-2025</b> | <b>2023-2024</b> | <b>2022-2023</b> |
|-------------------------------|------------------|------------------|------------------|
| From prior FY                 | 4                | 5                | 4                |
| Add: Opened during FY         | 5                | 4                | 4                |
| Less: Reports Issued          | (5)              | (5)              | (1)              |
| Less: Administratively Closed | (1)              | -                | (2)              |
| In Progress at end of FY      | 3                | 5                | 5                |

Two reports were issued for investigations carried over from fiscal year 2024, two reports were issued for investigations initiated in fiscal year 2025, and one investigation was administratively closed. The fifth report was issued from an investigation completed by the TN Comptroller’s Office.

The projects in progress will be included in the FY26 annual audit plan.

## RESOURCES

As defined in the MTSU Audit and Compliance Committee Charter, the Audit and Compliance Committee is responsible for ensuring Audit and Consulting Services has adequate resources in terms of staff and budget to effectively perform its responsibilities. The following is the estimated budget for 2025-2026 compared to the actual expenses of the prior two fiscal years.

|                                    | <b>Estimated Budget<br/>2025 - 2026</b> | <b>Actual Expenses<br/>2024 - 2025</b> | <b>Actual Expenses<br/>2023 - 2024</b> |
|------------------------------------|---|--|--|
| <b>Salaries</b>                    | \$ 389,101                              | \$ 272,966                             | \$ 232,643                             |
| <b>Benefits</b>                    | 138,484                                 | 121,247                                | 97,462                                 |
| <b>Total Salaries and Benefits</b> | \$ 527,585                              | \$ 394,213                             | \$ 330,105                             |
| <b>Travel</b>                      | 5,000                                   | 560                                    | 1,026                                  |
| <b>Operating Expenses</b>          | 9,383                                   | 12,591                                 | 27,494                                 |
| <b>Total Budget/Expenses</b>       | \$ 541,968                              | \$ 407,364                             | \$ 325,378                             |

(1) The Estimated Budget for FY 2025 -2026 will be finalized in October 2025.

(2) The Actual Expenses for FY 2023 - 2024 include the purchase of Audit Software.

The 2025-2026 budget for Audit and Consulting Services includes funding for two unfilled audit positions.

**Middle Tennessee State University  
Internal Audit Plan  
Fiscal Year Ended June 30, 2026  
as of August 1, 2025**

| Type | Area | Audit Project                             | Current Status                         | Report Date |
|------|------|---|--|-------------|
| R    | FM   | FY25 Year-End Inventory                   | Reporting                              |             |
| R    | FM   | FY25 Cash Counts                          | Complete                               | 7/29/2025   |
| R    | GV   | FY25 Audit of President's Office Expenses | Fieldwork                              |             |
| I    | FM   | INV2404                                   | In Progress - initiated April 2024     |             |
| I    | SS   | INV2501                                   | In Progress - initiated September 2024 |             |
| I    | FM   | INV2503                                   | Complete                               | 7/28/2025   |
| I    | SS   | INV2506                                   | In Progress - initiated May 2025       |             |
| P    | GV   | FY25 Internal Assessment (IA)             | Complete                               | 7/31/2025   |
| A    | FM   | P-Card Compliance Review                  | Planning                               |             |
| AD   | FM   | Cash Processes in Select Areas            | Identified                             |             |
| A    | CM   | I-9 Processes                             | Identified                             |             |
| I    | SS   | INV2601                                   | In Progress - initiated August 2025    |             |
| P    | GV   | FY26 Internal Assessment (IA)             | Planning                               |             |
|      |      |   |  |             |
| F    | GV   | State Audit Assistance/Follow-Up          | Project Throughout Year                |             |
| AD   | GV   | General Consultation/Risk Assessment      | Project Throughout Year                |             |
| R    | FM   | FY26 Cash Counts                          | Scheduled                              |             |
| R    | FM   | FY26 Year-End Inventory                   | Scheduled                              |             |
| R    | FM   | FY26 Audit of President's Office Expenses | Scheduled                              |             |

**Audit Types:**

A - Risk-Based (Assessed)  
AD - Advisory  
F - Follow-up Review  
I - Investigation  
M - Management's Risk Assessment  
P - Project (Ongoing or Recurring)  
R - Required  
S - Special Request

**Area = University Division**

AA - Academic Affairs  
AD - Advancement  
AT - Athletics  
FM - Financial Management  
GV - Governance/Executive Office  
IT - Information Technology  
MC - Marketing and Communications  
SS - Student Services  
CM - Compliance



## Global Internal Audit Standards

In January 2024, the Institute of Internal Auditors (IIA) released the *Global Internal Audit Standards*, replacing the 2017 International Standards with a more principle-based framework, emphasizing governance, accountability, and alignment with organizational objectives. The Internal Audit Department Charter, along with MTSU Policy 70 Internal Audit, was updated in May 2025 to ensure alignment with the new guidance. A key improvement in the new Standards is Domain III, *Governing the Internal Audit Function*, which strengthens the role of the board and senior management in supporting the internal audit activity. Specifically, Section 6.3: *Board and Senior Management Support* outlines conditions essential for the internal audit function to effectively fulfill its purpose, emphasizing the importance of clear communication, advocacy, and collaboration between the Chief Audit Executive (CAE), the Board, and senior management.

### *Domain III: Governing the Internal Audit Function:*

- Emphasizes the importance of clear communication and alignment among the CAE, board, and senior management.
- Introduces essential conditions that must exist to enable internal audit to achieve its purpose and comply with the Standards.
- Requires the CAE to regularly discuss roles, responsibilities, and the impact of support with both governance bodies.
- Establishes clear expectations for the board and senior management to support and advocate for the internal audit function.
- Requires maintaining records of discussion, including agendas, meeting notes, and incorporation into the annual audit report.

### *Section 6.3: Board and Senior Management Support:*

- Reinforces the need for the board to support internal audit and enable it to fulfill its purpose and objectives.
- Stresses the importance of senior management promoting internal audit's role across the organization.
- Requires the CAE to align communications between the board and senior leadership to promote clarity and efficiency.
- Supports developing guidelines that define what information is communicated, to whom, and how frequently.
- Emphasizes retaining detailed records of governance engagements to support audit accountability.

By maintaining regular discussions, aligned communications, and documenting engagements, the CAE builds a solid foundation that supports both audit quality and accountability across the organization.





August 2025

# Audit and Consulting Services

## FY25 Update

Strategic Plan FY25 - 26

**In August of 2024, Audit and Consulting Services presented a Strategic Plan component within the FY24 Annual Report. Updates to that plan are found here:**

**Addressing weaknesses and threats using strengths and opportunities:**

- FY24: We will allocate current resources to create an internship or graduate assistant role. This will provide opportunities for student development while offering our senior internal auditor additional supervisory experience. The results will include enhanced student involvement and professional growth within our team.

**FY25 Update:** We are working to clearly define our needs that can be met with staff supplementation. From there, we will develop job description(s) and pursue the appropriate avenues for engagement.

- FY24: We will select and engage a specialized third-party audit firm for our IT audits. This decision is driven by the need for expert analysis from continually updated professionals on the latest IT risks, trends, and strategies. Funding for these engagements will be shifted from our vacant position, and each engagement topic and scope will be determined by MTSU staff.

**FY25 Update:** A third-party Penetration Testing Assessment evaluated MTSU's security posture. Audit & Consulting Services and ITD collaborated to define the scope, support the assessment, and interact with the assessors during the engagement. Due to its sensitive nature, results are shared on a limited basis.

- FY24: We have recently implemented audit management software, which enhances our auditing capabilities by streamlining processes and improving reporting and accuracy. It also enhances our recruiting potential by demonstrating our commitment to innovative practices. Our use of data analytics to advance our operations further is an area for future improvements. By finding and applying the correct tool for our environment, we can perform detailed analyses on projects, refine risk assessments, and monitor controls more effectively, thereby enhancing the value of our audit functions.

**FY25 Update:** While we continue to develop both awareness and skills, our pursuit of data analytics on a large scale may be delayed while MTSU implements the Oracle Cloud platform to house data we would be interested in. We continue to consider the use of data in our audits and investigations.



**Middle Tennessee State University  
Board of Trustees**

**Action Item**

MEETING: Fall Quarterly Board Meeting

DATE: September 9, 2025

SUBJECT: **Risk Assessment Reporting**

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**BACKGROUND INFORMATION:**

Section 9-18-104 of the Financial Integrity Act requires institutions of higher education to prepare and provide a management assessment of risk to the State of Tennessee's Commissioner of Finance and Administration and to the Comptroller of the Treasury by December 31 annually.

For 2025, the university-wide risk and control activities were updated for Student Affairs, Marketing and Communications, and University Advancement.

Similar to MTSU's risk assessment reporting of 2024, the risk assessment documents are designated as confidential and are discussed in the non-public executive session of the Committee. The university-wide risk assessment reports for 2025 are presented to the Board for approval prior to the reports' submission to the State.





**Middle Tennessee State University  
Board of Trustees**

MEETING: Fall Quarterly Board Meeting

SUBJECT: **Executive and Governance Committee**

DATE: September 9, 2025

PRESENTER: Vice Chair Christine K. Vanek  
Acting Committee Chair

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- Approval of 2025 Self-Evaluation Instrument
- Authorization to Administer the Board's Biennial Self-Evaluation Prior to the November 2025 Executive and Governance Committee Meeting







**Middle Tennessee State University  
Board of Trustees**

**Action Item**

MEETING: Fall Quarterly Board Meeting

DATE: September 9, 2025

SUBJECT: **Review and Approval of  
2025 Self-Evaluation Instrument**

---

**BACKGROUND INFORMATION:**

The Middle Tennessee State University accreditation body, Southern Association of Colleges and Schools Commission on Colleges (SACSCOC), requires a governing board to define and regularly evaluate its responsibilities and expectations. Standard 4.2.g. As evidence of compliance with that standard, SACSCOC recommends a regular board self-evaluation. The Executive and Governance Committee is responsible for overseeing the performance of the Board of Trustees and, as such, is charged with the preparation of the Board's self-evaluation instrument.



## Middle Tennessee State University Board of Trustees Self-Assessment

### Part I.

*Please indicate your response to the following questions by marking the appropriate box.  
Space is provided at the end of the survey for comments.*

|    |  | Strongly Agree | Agree | Disagree | Strongly Disagree |
|----|--|----------------|-------|----------|-------------------|
| 1  | Board members regularly receive information to understand MTSU's mission, structure, current status, and developing opportunities.   |                |       |          |                   |
| 2  | Board members understand their roles and responsibilities as members of a governing board.   |                |       |          |                   |
| 3  | The Board understands its role in setting policy and, by its actions, demonstrates that it appropriately defers to the administration the responsibility to administer and implement policy. |                |       |          |                   |
| 4  | The Board Bylaws and Board policies make clear the duties of the Board.  |                |       |          |                   |
| 5  | Board members understand and adhere to a code of ethics and avoid any actual or perceived conflicts of interest.   |                |       |          |                   |
| 6  | Board committees have clear and appropriate responsibilities.  |                |       |          |                   |
| 7  | The committee structure is working well.   |                |       |          |                   |
| 8  | Meeting agendas and materials are sent in sufficient time prior to meetings.   |                |       |          |                   |
| 9  | Board members adequately study issues, agendas, and materials prior to Board meetings.   |                |       |          |                   |
| 10 | The Board conducts its meeting in compliance with the Tennessee Open Meetings Act.   |                |       |          |                   |
| 11 | Board meetings are conducted in an orderly, efficient manner.  |                |       |          |                   |

|    |  | Strongly Agree | Agree | Disagree | Strongly Disagree |
|----|--|----------------|-------|----------|-------------------|
| 12 | Board members engage in open communication and productive engagement during meetings.  |                |       |          |                   |
| 13 | Board decisions are guided by the study of available background data and consideration of the recommendations of the administration. |                |       |          |                   |
| 14 | The Board demonstrates a concern for the success of students.  |                |       |          |                   |
| 15 | The Board demonstrates a concern for the success of faculty.   |                |       |          |                   |
| 16 | The Board demonstrates a concern for the success of staff.   |                |       |          |                   |
| 17 | The Board is knowledgeable about the educational programs and services offered at MTSU.  |                |       |          |                   |
| 18 | The Board understands the fiscal condition of the institution and the budget process.  |                |       |          |                   |
| 19 | The Board is appropriately involved in and understands the budget process.   |                |       |          |                   |
| 20 | The Board actively supports the institution's foundation and fundraising efforts.  |                |       |          |                   |
| 21 | The Board helps promote the image of MTSU in the community.  |                |       |          |                   |
| 22 | The Board understands the importance of institutional and program accreditation.   |                |       |          |                   |
| 23 | The Board has open and effective communications with the president.  |                |       |          |                   |
| 24 | The Board and the president have a positive, cooperative relationship.   |                |       |          |                   |

**Part II.**

*Provide your responses to the following questions. If additional space is needed, please continue your comments on an additional page(s) referencing the number of the question.*

1. What are the strengths of the Board? Consider in the context of maintaining and developing MTSU's Mission, Reputation, Strategic growth/size, Educational Quality, and Fiscal Integrity.
2. What would you consider to be the Board's major accomplishments since the 2023 self-evaluation?
3. What specific goals would you suggest the Board pursue for next year?
4. Do you have any concerns in the way the Board now functions? If so, please identify the area(s) along with suggestions for improvement.
5. What are areas for improvement, and how can these be addressed?
6. Please provide any additional comments. Please use additional pages, if needed.





**Middle Tennessee State University  
Board of Trustees**

**Action Item**

MEETING: Fall Quarterly Board Meeting

DATE: September 9, 2025

SUBJECT: **Authorization to Administer the Board's Biennial  
Self-Evaluation Prior to the November 2025  
Executive and Governance Committee Meeting**

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**BACKGROUND INFORMATION:**

The Executive and Governance Committee is charged with implementation of the regular cycle of Board self-evaluation. The Committee will direct the Board Secretary to administer the self-evaluation survey over a specified period, compile responses received, and report results to the Board Chair.

In August 2021, the Executive and Governance Committee established a recurring schedule for the administration of an evaluation of the Board's responsibilities and expectations in compliance with SACSCOC Standard 4.2.g Board Self-evaluation.







**Middle Tennessee State University  
Board of Trustees**

MEETING: Fall Quarterly Board Meeting

SUBJECT: **Finance and Personnel Committee**

DATE: September 9, 2025

PRESENTER: Pete DeLay  
Committee Chair

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- Approval of Naming of an Academic Unit
- Approval of Capital Disclosures
- Approval of P3 Resolution





**Middle Tennessee State University  
Board of Trustees**

**Action Item**

MEETING: Fall Quarterly Board Meeting

DATE: September 9, 2025

SUBJECT: **Naming of an Academic Unit**

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**BACKGROUND INFORMATION:**

Dr. McPhee will present information regarding the naming of an academic unit.





**Middle Tennessee State University  
Board of Trustees**

**Action Item**

MEETING: Fall Quarterly Board Meeting

DATE: September 9, 2025

SUBJECT: **Capital Disclosures**

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**BACKGROUND INFORMATION:**

In accordance with THEC Policy 4.0.6C concerning disclosure of capital projects, MTSU requests disclosure approval of the *Renovations to Beasley Hall* project. This project provides partial renovations to the Beasley Hall residence hall including restroom renovations, replacement of finishes, and replacement of windows. Construction for this project will be phased with the first phase scheduled for Summer 2026 and the second phase scheduled for Summer 2027.

Since this project meets new thresholds enacted by the State of Tennessee that allow for local project disclosure with MTSU Board approval, this project disclosure will be active immediately upon MTSU Board approval and will not be included in the Tennessee State Budget publication.

Disclosure of a capital project indicates that an institution is considering a project investment but does not obligate the University to carry out the work identified.

Materials include a summary of the *Renovations to Beasley Hall* project disclosure requests for MTSU Board consideration along with the current MTSU capital disclosure list.



## Requested Capital Disclosure Projects

The following project is requested for MTSU Board approval for disclosure:

| Project                     | Project Description   | Project Cost | Funding Sources |             | Disclosure Type        |
|-----------------------------|---|--------------|-----------------|-------------|------------------------|
|                             |   |              | Plant Funds     | TSSBA Bonds |                        |
| Renovations to Beasley Hall | Partial renovation to Beasley Hall including restroom, finish, and exterior envelope renovations and all related work. This project will be carried out with a phased delivery. | \$ 7,700,000 | \$ 7,700,000    |             | MTSU Board of Trustees |

## Full MTSU Capital Disclosure List

### Current Capital Project Disclosure List

| Project  | Project Description  | Disclosure Year / Type              | Project Cost  | Funding Sources |               |              |
|--|--|-------------------------------------|---------------|-----------------|---------------|--------------|
|  |  |                                     |               | Plant Funds     | TSSBA Bonds   | Grants       |
| <b>Wellness Center Renovations</b>                   | Renovations to the MTSU Wellness center to provide additional space required to relocate the MTSU Counseling Center  | FY 2026/27 Capital Budget           | \$ 6,500,000  |                 | \$ 6,500,000  |              |
| <b>Addition and Renovations to the Murphy Center</b> | Additions and renovations to the Murphy Center including but not limited to: addition of a new entry and lobby space and renovations to the arena seating, basketball locker rooms, and practice courts. Site work includes a new plaza serving multiple MTSU Athletic facilities, site utilities, and all related work. Minor modifications to Floyd Stadium including replacement of aging fire sprinkler system and addition of modular boilers are also included in the scope of work. | FY 2025/26 Capital Budget           | \$ 66,000,000 |                 | \$ 66,000,000 |              |
| <b>Multi-sport Indoor Practice Facility</b>          | Provide an enclosed, multi-sport indoor training facility to serve MTSU student athletes. Project scope also includes site development, site utilities, and all related work.  | FY 2025/26 Capital Budget           | \$ 28,400,000 |                 | \$ 28,400,000 |              |
| <b>Floyd Stadium Turf Replacement</b>                | Replace artificial turf at Floyd Stadium and all related work.   | FY 2025/26 Capital Budget           | \$ 1,300,000  |                 | \$ 1,300,000  |              |
| <b>Reese Smith Jr. Field Turf Installation</b>       | Install artificial turf at Reese Smith Jr. Field and all related work  | FY 2025/26 Capital Budget           | \$ 1,500,000  |                 | \$ 1,500,000  |              |
| <b>Renovations to Floyd Stadium</b>                  | Partial renovations to Floyd Stadium including replacement of seating sections and structural supports that are at the end of their useful life.   | FY 2025/26 Capital Budget Amendment | \$ 24,000,000 |                 | \$ 24,000,000 |              |
| <b>New Parking Structure</b>                         | Construct a parking deck structure, site utility infrastructure, and all related work.   | FY 2024/25 Capital Budget           | \$ 30,700,000 |                 | \$ 30,700,000 |              |
| <b>P3 Student Housing Development</b>                | Provide new student housing including dorm rooms, common areas, and support spaces. Site development, including demolition of the Womack Lane housing complex, will be required to facilitate the new development. Project will utilize a public-private partnership delivery.   | FY 2024/25 Capital Budget           | \$ 84,000,000 |                 |               |              |
| <b>Road and Safety Improvements</b>                  | Project provides traffic flow and safety improvements to pedestrian and vehicular circulation at the northern area of MTSU's campus along Middle Tennessee Boulevard and Greenland Drive. Scope items include a pedestrian bridge over Middle Tennessee Boulevard, improved lighting and signaling, crosswalks, and all related work.  | 9/10/2024 MTSU BOARD                | \$ 2,500,000  |                 |               | \$ 2,500,000 |
| <b>Student Commons Improvements</b>                  | Improvements to the Student Commons quad including the addition of a small stage for student events and all related work.  | 6/17/2025 MTSU BOARD                | \$ 950,000    | \$ 950,000      |               |              |



## Full MTSU Capital Disclosure List

### Current Capital Project Disclosure List

| Project  | Project Description   | Disclosure Year / Type  | Project Cost | Funding Sources |             |        |
|--|---|-------------------------|--------------|-----------------|-------------|--------|
|  |   |                         |              | Plant Funds     | TSSBA Bonds | Grants |
| <b>Student-Athlete Enhancement Center Addition</b> | Provide a new facility for the Student-Athlete Enhancement Center. Project scope includes required site work and all related work.                                    | 6/17/2025<br>MTSU BOARD | \$ 5,800,000 | \$ 5,800,000    |             |        |
| <b>EV Charging Stations</b>                        | Provide electric vehicle charging stations to existing parking locations campus-wide including necessary electrical infrastructure renovations and site improvements. | 6/17/2025<br>MTSU BOARD | \$ 750,000   | \$ 750,000      |             |        |
| <b>Recreation Center Renovations</b>               | Renovations to the MTSU Recreation Center including entrance modifications, site improvements, new access controls, and renovations to existing building systems.     | 6/17/2025<br>MTSU BOARD | \$ 6,700,000 | \$ 6,700,000    |             |        |





**Middle Tennessee State University  
Board of Trustees**

**Action Item**

MEETING: Fall Quarterly Board Meeting

DATE: September 9, 2025

SUBJECT: **Approval of a Resolution and MOU for tax-exempt  
financing for the P3 Residence Hall Project**

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**BACKGROUND INFORMATION:**

On June 20, 2023, the MTSU Board of Trustees approved the Capital Project disclosure of the P3 Student Housing Development project that will provide new student housing by the utilization of a public-private partnership delivery.

This new project will deliver approximately 550 beds to serve MTSU students and will be located on a portion of the existing Womack Lane Housing complex on the southeast corner of campus. The new housing development is currently scheduled for a fall 2027 delivery.

A comprehensive three-stage RFP process has been completed, resulting in a predevelopment agreement with The Annex Group, which will serve as the developer and operator of the new facility. The Annex Group, in collaboration with MTSU, is now finalizing the Ground Lease and other necessary agreements to initiate development.

The project structure includes the use of a 501(c)(3) entity to serve as the project owner during the 40-year financing period. Madrone Community Development Foundation will fulfill this role. Established to help alleviate the burdens of government, Madrone supports local governments, public agencies, schools, and universities in acquiring, developing, and constructing facilities—including student housing. The organization is incorporated as a California nonprofit public benefit corporation and has received federal tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

A requirement for this entity is to have both a resolution and an MOU approved by the MTSU Board of Trustees as part of their 1023 IRS approvals for tax-exempt financing. Madrone's statement is as follows:

*The configuration of this housing project is for the Annex Group to provide ongoing operation and management as part of their ground lease requirements, which are based on the approved RFP.*

*The next step in the project is to provide this information to the developer and team in order to continue the project process for tax-exempt financing and for the project ground lease to be approved by the State Building Commission to allow execution of site preparedness, construction, and operation of the facility.*

Included in the attached materials is a Resolution and an MOU for the MTSU Board of Trustees' consideration and approval vote.

**MIDDLE TENNESSEE STATE UNIVERSITY**

**A RESOLUTION OF THE BOARD OF TRUSTEES OF MIDDLE TENNESSEE STATE UNIVERSITY RELATING TO THE MIDDLE TENNESSEE STATE UNIVERSITY STUDENT HOUSING FACILITY AND APPROVING THE EXECUTION AND DELIVERY OF A MEMORANDUM OF UNDERSTANDING RELATING THERETO**

**WHEREAS**, Middle Tennessee State University (the “University”) is an instrumentality of the State of Tennessee (the “State”), duly organized and existing under the laws of the State; and

**WHEREAS**, the University previously issued Request for Proposal 366/000-01-2024 (the “RFP”) seeking a public-private partnership with respect to the designing, building, financing, operation and maintenance of an approximately 500-550 bed student housing facility (the “Project”) to be located on the University’s campus; and

**WHEREAS**, the University is authorized under State law to develop and operate housing for its students, and has previously developed and currently operates certain housing facilities on the Campus; and

**WHEREAS**, the University intends to enter into a Ground Lease (the “Ground Lease”) with a Tennessee limited liability company (the “Lessee”), the sole member of which is Madrone Community Development Foundation (“Madrone”), a California nonprofit public benefit corporation and an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended; and

**WHEREAS**, the Ground Lease will require that the Lessee undertake the financing, development, construction and operation of the Project; and

**WHEREAS**, the Ground Lease will require that the University undertake certain obligations with regard to, and coordinate in certain respects with the Lessee in relation to, the development and operation of the Project; and

**WHEREAS**, the University intends to enter into a memorandum of understanding with Madrone relating to the development, construction and operation of the Project (the “Memorandum of Understanding”), a proposed form of which has been presented at this meeting.

**NOW, THEREFORE, BE IT FOUND, DETERMINED AND RESOLVED BY THE BOARD OF TRUSTEES OF MIDDLE TENNESSEE STATE UNIVERSITY (THE “BOARD”) AS FOLLOWS:**

**Section 1.** The Board hereby specifically finds and declares that the actions authorized hereby constitute and are with respect to public affairs of the University, and that the statements, findings, and determinations of the Board set forth in the preambles above are true and correct.

**Section 2.** The Board hereby finds and determines that the provision of safe and affordable housing for students of the University, generally, and the Project, specifically, are burdens of the University, and that Madrone, through the obligations and activities of the Lessee pursuant to the Ground Lease, will be lessening the governmental burden of the University by undertaking the Project.

**Section 3.** The form of Memorandum of Understanding presented at this meeting is hereby approved and the Vice President for Business and Finance, or a designee thereof (each an “Authorized Officer”), is hereby authorized and directed, for and in the name of and on behalf of the University, to execute and deliver the Memorandum of Understanding in substantially the form presented at this meeting with such changes therein as the Authorized Officer executing the same may approve, such approval to be conclusively evidenced by the execution and delivery thereof.

**Section 4.** The Authorized Officers and other officers and officials of the University are hereby authorized and directed, jointly and severally, to do any and all things and to execute and deliver any and all documents which they may deem necessary or advisable in order to consummate, carry out, give effect to, and comply with the terms and intent of this resolution. All such actions heretofore taken by such officers and officials are hereby confirmed, ratified, and approved.

**Section 5.** This resolution shall take effect immediately upon its passage.

**PASSED AND ADOPTED** this 9th day of September, 2025.

## MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding (“Agreement”) is entered into as of [\_\_\_\_], 2025 by and among **Middle Tennessee State University**, an instrumentality of the State of Tennessee (the “University”) and **Madrone Community Development Corporation**, a California nonprofit public benefit corporation (“Madrone”) (University and Madrone are collectively referred to herein as the “Parties”).

A. WHEREAS, the University previously issued Request for Proposal 366/000-01-2024 (the “RFP”) seeking a public-private partnership with respect to the designing, building, financing, operation and maintenance of an approximately 500-550 bed student housing facility (the “Project”) to be located on the University’s campus (the “Campus”);

B. WHEREAS, the University has engaged Annex Construction of Memphis, LLC (the “Developer”) through a Pre-Development Services Agreement dated [\_\_\_\_], 2025 to serve as the developer of the Project, and has selected Madrone to serve as the nonprofit 501(c)(3) organization to serve as the owner of the Project;

C. WHEREAS, the University is an instrumentality of the State of Tennessee (the “State”), is authorized under State law to develop and operate housing for its students, and has previously developed and currently operates certain housing facilities on the Campus;

D. WHEREAS, the University has determined the financing, developing and operating of housing for its students, its faculty and staff, those attending summer conferences scheduled through the University, and such persons spouses or dependents, to be a burden of government and has manifested such determination through the issuance of the RFP, the selection of the Developer and its proposed consortium to finance, develop, design, construct and operate the Project, and the adoption of a resolution of the University’s Board of Trustees dated September 9, 2025;

E. WHEREAS, Madrone has established Madrone - MTSU Student Housing I, LLC, a Tennessee limited liability company (the “Owner”), the sole member of which is Madrone, for the purpose of owning title to the Project;

F. WHEREAS, the Owner expects to finance the Project by causing the issuance of tax-exempt and/or taxable bonds (the “Bonds”) by The Health and Educational Facilities Board of Rutherford County, Tennessee, or another conduit issuer (the “Issuer”), borrowing the proceeds of such bonds from the Issuer, and applying such proceeds to the construction of the Project and related expenses; and

G. WHEREAS, Madrone and the University seek to memorialize their collective understanding of the Project and the respective undertakings of the Owner and the University relating to the development and operation thereof.

**NOW THEREFORE**, in consideration of the mutual covenants set forth herein, the Parties hereto agree as follows:

1. Governmental Burden. The University has a governmental burden of developing, financing, constructing and operating housing for its students, its faculty and staff, as well as those

attending summer conferences scheduled through the University, and their spouses and dependents, and has determined that a housing facility providing at least 500-550 beds on the Campus is necessary at this time. The Parties intend that the Owner will alleviate the University's burden by undertaking the development, financing, construction and operation of the Project through the issuance of the Bonds and the construction and management of the Project. The Parties anticipate that the Owner will construct and operate the Project at a lower cost than the University would otherwise be able to through a for-profit developer, as the Owner will finance the Project with tax-exempt bonds at a lower cost of borrowing than a private developer, and, as a 501(c)(3) nonprofit entity, will charge a substantially lower overhead cost than private developers.

2. Ground Lease and Residence Life Management Agreement. The Parties expect that the Owner, the University and the State, on behalf of the University, will enter into a ground lease (the "*Ground Lease*") pursuant to which the State will lease certain real property located on the Campus to the Owner, on which the Project will be constructed. The Ground Lease will require that the Owner obtain financing for the Project, construct the improvements constituting the Project, and continually operate the Project during the term of the Ground Lease, and upon expiration of the Ground Lease the Project will revert to the State and the University. The Parties expect the Ground Lease to include an option for the University to terminate the Ground Lease by purchasing Owner's interest in the Project after a certain number of years.

As consideration for entering into the Ground Lease and undertaking the Project, the Ground Lease will provide that the Owner will receive an initial fee and an ongoing annual fee from revenues of the Project.

The Parties expect that the Owner and the University will enter into a residence life management agreement (the "*Residence Life Management Agreement*") pursuant to which the University will agree to provide resident life services in support of the Project, including marketing, room assignments, billing, collection and remittance of rents, programming, leasing services, and information technology management.

3. Ongoing University Obligations. The Ground Lease and the Residence Life Management Agreement will provide that the University will have certain affirmative obligations with regard to the Project, including:

- (a) to treat the Project as a part of the University's student housing program on a similar basis to its other student housing facilities;
- (b) to enforce compliance by residents with their housing agreements;
- (c) to advertise and market the Project to its students;
- (d) to collect receipts from student occupants of the Project;
- (e) not to construct or sponsor certain additional student housing unless the Project is meeting certain agreed-upon benchmarks; and
- (f) to provide periodic information to the Owner to assist Owner in complying with its continuing disclosure obligations relating to the Bonds.



4. University and Owner Coordination of Project. The Parties expect that the Ground Lease will establish a committee, with members appointed by the University and Owner, which will meet periodically and serve in an advisory role regarding the Project.

5. Nature of Agreement. The Parties agree that this Agreement sets forth the current expectations of the Parties and does not bind the Parties to enter into the Ground Lease or otherwise undertake the Project.

6. Miscellaneous.

(a) Governing Law. The Agreement shall be governed by the laws of the State of Tennessee.

(b) Amendments. This Agreement may only be amended by the mutual written agreement of the Parties.

(c) Separability of Provisions. Each provision of this Agreement shall be considered separable, and if for any reason any provision which is not essential to the effectuation of the basic purposes of this Agreement is determined to be invalid and contrary to any existing or future law, such invalidity shall not impair the operation of or affect those provisions of this Agreement which are valid.

(d) Further Assurances. Each of the parties hereto shall execute and deliver any and all additional papers, documents and other assurances, and shall do any and all acts and things reasonably necessary in connection with the performance of their obligations hereunder to carry out the intent of the Parties hereto.

(e) Counterparts. This Agreement may be executed in several counterparts, each of which shall be deemed to be an original copy and all of which together shall constitute one agreement binding on all parties hereto, notwithstanding that all the parties shall not have signed the same counterpart. Duplicates of this Agreement containing all counterpart signatures, whether produced from an electronically stored copy, digital, facsimile, photocopy, or other means, shall be treated as though the duplicate is an original copy of the Agreement and shall be deemed as evidence of the terms of this Agreement.

(f) Entire Agreement. This Agreement sets forth all (and is intended by all Parties to be an integration of all) of the representations, promises, agreements and understandings among the parties hereto with respect to the subject matter hereof, and there are no representations, promises, agreements or understandings, oral or written, express or implied, among them with respect to such subject matter or the enforceability or effect of this Agreement, other than as set forth or incorporated herein.

*[Remainder of page intentionally left blank]*

This Memorandum of Understanding is executed as of the date set forth above.

MADRONE COMMUNITY DEVELOPMENT  
FOUNDATION, a California nonprofit public benefit  
corporation

By: \_\_\_\_\_  
Richard Nicholas Waugh, President

*[Signature pages continue on following page]*

MIDDLE TENNESSEE STATE UNIVERSITY

By: \_\_\_\_\_  
Name:  
Title:





**Middle Tennessee State University  
Board of Trustees**

MEETING: Fall Quarterly Board Meeting

SUBJECT: **President's Evaluation Report and  
Compensation Recommendation**

DATE: September 9, 2025

PRESENTER: Chairman Stephen Smith

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PLEASE NOTE THAT ALL DOCUMENTS RELATED TO JOB PERFORMANCE  
EVALUATIONS ARE CONFIDENTIAL AND NOT OPEN FOR PUBLIC INSPECTION  
PURSUANT TO TENNESSEE CODE ANNOTATED SECTION 10-7-504(A)(26)

**BACKGROUND INFORMATION:**

According to the Board of Trustees Policy on the Selection, Evaluation, and Retention of the President, the Board of Trustees will evaluate the University President on an annual basis. A summary report of the Board Chair's review and evaluation of the President will be presented. In addition, policy provides that the Board sets the terms and conditions of the President's appointment, including compensation. A proposal concerning compensation will be presented for discussion and approval.

