

Executive and Governance Committee



Executive and Governance Committee

August 19, 2025

AGENDA

| Call | to | Order | and | Oper | ning | Rema | irks |
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Roll Call

| Approval of Minutes (Action) Tab |
|---|
| Discussion of 2023 Self-Evaluation Instrument, Summary Results, and Action for Improvement (Information) |
| Review and Approval of 2025 Self-Evaluation Instrument (Action) Tab |
| Authorization to Administer the Board's Biennial Self-Evaluation Prior to the November 2025 Executive and Governance Committee Meeting (Action) |
| President's Evaluation (Action) Tab ! |
| Closing Remarks |
| Adjournment |



Executive and Governance Committee

Action Item

DATE: August 19, 2025

SUBJECT: Approval of Minutes

PRESENTER: Stephen B. Smith

Chairman, Board of Trustees

BACKGROUND INFORMATION:

The Executive and Governance Committee met on February 25, 2025. Minutes from that meeting are provided for review and approval.

MIDDLE TENNESSEE STATE UNIVERSITY BOARD OF TRUSTEES

EXECUTIVE AND GOVERNANCE COMMITTEE MINUTES

The Executive and Governance Committee met on Tuesday, February 25, 2025.

Call to Order and Opening Remarks

Committee Chair Steve Smith welcomed those participating and called the meeting to order at 10:00 a.m.

Roll Call

Chairman Smith asked Board Secretary James Floyd to call the roll.

The following Committee members were in attendance: Tom Boyd and Steve Smith, while Chris Karbowiak Vanek was absent. A quorum was declared. Also present were Trustees: J.B. Baker, Pete DeLay, Bill Jones, Mary Martin, Michael Wade, and Pam Wright.

Also present were Sidney A. McPhee, President; Alan Thomas, Vice President for Business and Finance; Joe Bales, Vice President for University Advancement; Mark Byrnes, Provost; 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; and Kim Edgar, Assistant to the President and Chief of Staff.

Approval of Minutes

The first agenda item was approval of the minutes of the February 25, 2025, meeting of the Executive and Governance Committee. A motion to approve the minutes was made by Trustee Boyd and seconded by Chair Smith. A voice vote was taken, and the motion to approve the minutes of the February 25, 2025, meeting of the Executive and Governance Committee passed unanimously.

MTSU's institutional accreditor, the Southern Association of Colleges and Schools Commission on Colleges, requires formal, comprehensive, and institution-wide planning. Mary Hoffschwelle, Associate Provost, outlined that the Planning Committee, University Provost, and President have reviewed and recommend approval of the 2035 Strategic Plan with implementation to begin in May 2025.

Discussion ensued and included an inquiry initiated by Trustee Boyd about the metrics and Indicators of success chart. In particular, whether there are goals for undergraduate and graduate enrollment. Associate Provost Hoffschwelle responded in the affirmative, stating that the Planning Committee Chair, Jeff Gibson, and Co-Chair, Layne Bryant, developed an intentional implementation process and have already organized implementation committees to begin preparing specific objectives and metrics for those areas. She then explained the steps in the plan's implementation cycle, which will lead to a mid-year report and then a final reporting out process the following year. With regards to enrollment, this will include assessing degrees, concentrations, and certificates. Dr. McPhee added that the materials present an outline of the strategic plan, and the implementation for each year will involve setting specific goals.

Dr. McPhee next advised that the academic staff had done a good job of clearly laying out an expansive, comprehensive plan of programs to be pursued. Provost Byrnes added that they are presently seeking the Board's approval of the overall plan and structure. The specific numbers will come in the metric setting phase. He also stated that in terms of overall programmatic planning, the University is constantly doing that. This includes looking at industry needs as reflected through the various partnerships that the University has with industry in conjunction with our consultants. Provost Byrnes told Trustee Boyd that his office will work on some ideas about ways that it can keep the Board informed about where it is in evaluating program/degree opportunities.

As a follow-up, Trustee Martin asked if we have some measurement of right sizing of the different kinds of resources to match prospective growth. Provost Byrnes stated that resource allocation is a key part of every discussion we have about a new program proposal. The first step is to reallocate existing faculty resources, and then as programs are approved and generate students, which generates revenue, we can add additional faculty as needed. The University wants a demonstration of success before creating new faculty lines.

A motion to approve the 2035 Strategic Plan was made by Trustee Boyd and seconded by Chair Smith. A voice vote was taken, and the motion to approve the 2035 Strategic Plan passed unanimously.

The meeting adjourned at 10:12 a.m.

Respectfully submitted,

Executive and Governance Committee



Executive and Governance Committee

Information Item

DATE: August 19, 2023

SUBJECT: Discussion of 2023 Self-Evaluation Instrument,

Summary Results, and Action for Improvement

PRESENTER: James Floyd, Board Secretary

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. The Executive and Governance Committee is responsible for overseeing the performance of the Board of Trustees and, as such, is charged with initiating and reviewing the self-evaluation process, which includes review of the previous results and assessment of the action items taken for improvement.



Executive and Governance Committee

Action Item

DATE: August 19, 2025

SUBJECT: Review and Approval of 2025 Self-Evaluation Instrument

PRESENTER: James Floyd, Board Secretary

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 theduties 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 theinstitution 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 thecommunity. | | | | |
| 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? |
| 5. | Please provide any additional comments. Please use additional pages, if needed. |



Executive and Governance Committee

Action Item

DATE: August 19, 2025

SUBJECT: Authorization to Administer the Board's Biennial

Self-Evaluation Prior to the November 2025 Executive and Governance Committee Meeting

PRESENTER: James Floyd, Board Secretary

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.



Executive and Governance Committee

Action Item

DATE: August 19, 2025

SUBJECT: President's Evaluation

PRESENTER: Stephen Smith, Board Chair

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 as coordinated by the Executive and Governance Committee. The evaluation period will be July 1 through June 30, and the results will be presented during the Fall Committee meeting.

The President will submit a written self-assessment statement to the Board Chair, who will then share the statement with the Board and solicit their comments. The Chair will next meet with the president to discuss the self-assessment statement and proposed goals, expectations, and associated metrics for the upcoming year. The Chair will also prepare an evaluation report

to include a written assessment of the president's performance and an aggregate summary of the views of the Board, which is provided to the President.

This matter is before the Committee for approval of the Board Chair's review and evaluation of the President.