

MIDDLE TENNESSEE STATE UNIVERSITY
BOARD OF TRUSTEES
MINUTES

The Middle Tennessee State University Board of Trustees met electronically on July 14, 2026, for a special called meeting.

Call to Order

Vice Chair Christine Vanek called the meeting to order at 1:00 p.m.

Roll Call

Board Secretary James Floyd called the roll. The following trustees were in attendance: J.B. Baker, Tom Boyd, Pete DeLay, Jimmy Granbery, Bill Jones, Kari Neely, Steve Smith, Christine Vanek, Michael Wade, Chad White, and RJ Ware. Consistent with Tennessee Code Annotated § 8-44-108(c)(3), the trustees were asked and responded in the affirmative that they could hear clearly and confirmed that no one else was in their location. Chairman Smith noted his IT assistant may be present at times. A quorum was declared. Trustee John Floyd was absent.

Kim Edgar, Executive Assistant to the President and Chief of Staff, and Lt. Gen. Keith Huber, Senior Advisor for Veterans and Leadership Initiatives, also participated electronically in the meeting.

Approval of Presidential Search Committee – Action

The first action item on the agenda was approval of the Presidential Search Committee. Chairman Smith explained that he has decided to name the Board in its entirety, along with General Huber, to serve on the Presidential Search Committee. Board Secretary Floyd confirmed that he has documented all the trustees, along with General Huber, as part of the Search Committee.

Motion

Trustee DeLay motioned to approve the action item, and Trustee Vanek seconded the motion. A roll call vote was taken, and the motion to approve the action item carried unanimously.

Approval of Executive Search Firm – Action

At Chairman Smith's request, Trustee Boyd provided a summary of the search firm selection process previously reviewed by the Board at its June 16, 2026, meeting. Trustee Boyd reported that more than eighty (80) executive search firms were reviewed, the field was narrowed to twelve (12) firms for further review, six (6) firms were selected for in-person interviews, and second-round interviews were conducted with two (2) finalists before the Executive and Governance committee made its recommendation.

Trustee Boyd reported that the Committee selected Korn Ferry, the world's largest search firm. He noted that the Committee was particularly impressed with the qualifications and experience of the proposed lead consultant, Dr. Josh Ward, and that reference checks conducted by Committee members yielded overwhelmingly positive feedback on his work and effectiveness in higher-education executive searches.

Trustee Granbery inquired about Korn Ferry's recent experience conducting presidential searches at institutions comparable to MTSU. Trustee Boyd responded that the finalist firms all possessed significant experience with presidential searches at institutions ranging from major research universities to institutions considered peers of MTSU. Vice Chair Vanek cited several institutions included in Korn Ferry's proposal, including Texas A&M University, the University of South Florida, the University of Florida, Carnegie Mellon University, Texas Christian University, and the University of Texas at Dallas. She further noted that the firm had completed numerous senior-level academic searches, including placements for provosts, executive vice presidents, and deans at major universities. Based on the firm's successful track record, extensive experience in higher education, and broad candidate network, the Committee concluded that Korn Ferry was well positioned to support the University's presidential search. Vice Chair Vanek

also recommended that Board members receive copies of the materials submitted by Korn Ferry during the selection process.

Trustee Granbery commented that the institutions identified by Vice Chair Vanek reflected strong peer and aspirational comparisons for the University.

Chairman Smith, Vice Chair Vanek, and Trustee Boyd reported that they had personally conducted reference checks on the finalist firms. Chairman Smith requested that all trustees be provided copies of Korn Ferry's proposal and contract following the meeting. He noted that executive search firms generally proposed similar fee structures. At the same time, Trustee Boyd stated that the Committee had successfully negotiated a favorable cost arrangement in keeping with its fiduciary responsibilities.

Vice Chair Vanek stated for the record that Dr. Josh Ward, a partner with Korn Ferry who holds a Ph.D., would serve as the University's primary contact throughout the search process. Trustee Boyd added that Dr. Ward had demonstrated a strong commitment to attending meetings and conducting the search process in person whenever possible, which was an important consideration for the Committee.

Chairman Smith concluded the discussion by noting that Korn Ferry recommended utilizing a series of smaller stakeholder focus groups rather than a large search committee. He stated that this approach would allow the University to obtain meaningful input from a broad range of constituents, including faculty, staff, students, community leaders, elected officials, and business representatives, while maintaining an efficient and effective search process.

Motion

Trustee Granbery motioned to approve the action item, and Trustee DeLay seconded the motion. A roll call vote was taken, and the motion to approve the action item carried unanimously.

Approval of Update to Presidential Search Process, Timeline, and Statement of Qualifications

– Action

Chairman Smith explained that the search process and timeline had not yet been finalized because the Search Committee wanted to consult with the newly selected search firm, Korn Ferry, regarding best practices before establishing specific milestones and deadlines.

Chairman Smith reported that each of the search firms interviewed expressed confidence that the University could successfully complete the search and appoint a new president by January 1, 2027. However, candidate selection will not be driven by a timeline. He stated that the Search Committee would work closely with Korn Ferry and the firm's lead consultant, Dr. Josh Ward, to develop a realistic and effective timeline for the search.

Chairman Smith further noted that the Committee would continue to evaluate and refine the Presidential Search Process, Timeline, and Statement of Qualifications as discussions with the search firm progress and would keep the Board informed as the search plan is finalized.

Motion

Trustee White motioned to approve the action item, and Trustee DeLay seconded the motion. A roll call vote was taken, and the motion to approve the action item carried unanimously.

Approval of Amendments to the Statement of Qualifications – Action

Vice Chair Vanek presented two proposed amendments to the Presidential Statement of Qualifications recommended by the Presidential Search Committee. She explained that the first amendment would move the concluding paragraph to the beginning of the document to better frame the position and the University's expectations for prospective candidates.

Vice Chair Vanek further explained that the second amendment, based on a recommendation from Trustee Boyd, would clarify that while the University seeks candidates who demonstrate

strength across the qualifications, characteristics, and experiences identified in the statement, candidates are not expected to possess every qualification listed. The proposed language recognizes that otherwise highly qualified candidates may have particular strengths in several key areas while also demonstrating the capacity and aptitude to be successful in other aspects of the position. The committee concluded that such candidates should remain eligible for consideration during the search process.

Motion

Trustee White motioned to approve the action item, and Trustee DeLay seconded the motion. A roll call vote was taken, and the motion to approve the action item carried unanimously.

Adjournment

Chairman Smith adjourned the meeting at 1:24 p.m.

Respectfully submitted,

A handwritten signature in blue ink that reads "James C. Floyd". The signature is written in a cursive, flowing style.

James Floyd, Vice President for Legal Affairs and Board Secretary