

MIDDLE TENNESSEE STATE UNIVERSITY

BOARD OF TRUSTEES

MINUTES

The Middle Tennessee State University Board of Trustees met on December 6, 2023, 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 1:00 p.m. Lt. Gen. (Ret.) Keith Huber led the Pledge of Allegiance.

Introduction of Student Veteran

Gen. Huber introduced Army veteran Jerry Stewart. As background, Stewart joined the United States Army at age twenty-seven (27) and served for thirteen (13) years assigned to a PATRIOT missile battery organization. During that time, he was deployed in Qatar, Kuwait, and twice in South Korea. He then transitioned to the Tennessee Army National Guard. While driving a concrete truck, he learned about the MTSU Concrete Industry Management program. He is now a Junior in the program and is expected to graduate in 2025. Stewart serves as the President of MTSU chapter of Student Veterans of America.

Mr. Stewart initially thanked Dr. McPhee for reading a proclamation for the Purple Heart recognition on Veterans Day. As the President of Bravo, he shared that the chapter has grown from a small group to more than one hundred twenty (120) members. He shared that just yesterday, they took one hundred twenty-two (122) toys to Nissan Stadium for the Angel Tree and beat Austin Peay. He closed by thanking the Board for its time and advising that nine (9) members plan to attend the national convention scheduled for January in Nashville.

Introduction of Head Football Coach Derek Mason

Chairman Smith introduced Derek Mason, the University's new football coach. Coach Mason first thanked the Board and then expressed his excitement for this opportunity. While the football environment is changing due to NIL (name, image, and likeness) and other factors, he relayed that it is important to recognize the journey of our young people and make sure that we value education. Coach Mason said that his job is to win games, educate at a high level, and make sure we give a better product back to parents than the one they drop off. While his coaching background includes time at elite private institutions, he stressed that he is a product of public schools and knows that a key to success is surrounding yourself with good people.

Coach Mason also discussed his initial conversation with team where he outlined that trust would be a key to their success. The football student-athletes need to trust him as their coach and someone that's responsible for their well-being. Similarly, he needs to trust them Monday thru Friday so that he can trust them on Saturday. He has stressed that everything they do matters and everyday is like a job interview. If you work hard to invest not only in what you want, but also invest in your teammates, their journey will be successful. Coach Mason then thanked everyone for their support and time. Chairman Smith emphasized that the administration and Board will provide the resources to give every student-athlete the opportunity to graduate.

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, Molly Mihm, Steve Smith, Chris Karbowski Vanek, and Michael Wade. A quorum was declared. Trustee Pam Wright was absent.

President Sidney A. McPhee; Joe Bales, Vice President for University Advancement; Yvette Clark, Vice President for Information Technology and Chief Information Officer; Sarah Sudak, Interim Vice President for Student Affairs and Dean of Students; Alan Thomas, Vice President for Business and Finance; Andrew Oppmann, Vice President for Marketing and Communications;

Leah Ladley, Chief Audit Executive; James Floyd, University Counsel and Board Secretary; and Kim Edgar, Executive Assistant to the President and Chief of Staff, were also in attendance.

Approval of September 12, 2023, Meeting Minutes – Action

The first agenda item was approval of the minutes from the September 12, 2023 meeting. Trustee Baker made the motion to approve the minutes from the September 12, 2023, meeting, and Trustee Vanek seconded the motion. A voice vote was taken, and the motion was approved unanimously.

Election of Board of Trustees Chair and Vice Chair – Action

Article 5 of the Board of Trustees Bylaws provides for the election of a Chair and a Vice Chair. The officers must be elected from among the voting membership of the Board. Each officer serves a two-year term. Officers may serve consecutive terms. The successful nominees will be elected by a majority vote of those present and voting. The new officers will begin serving their two-year terms immediately following the vote.

The floor was opened for nominations for Chair. Trustee Boyd thanked Chairman Smith for his past service and nominated him for the office of Chair of the Board. The nomination was seconded by Trustee Baker. A motion was made by Trustee Jones and seconded by Trustee Boyd to close nominations. With no additional nominations, Trustee Smith was re-elected as Chair by unanimous consent.

The floor was opened for nominations for Vice Chair. Trustee DeLay nominated Trustee Vanek for the office of Vice Chair of the Board. The nomination was seconded by Trustee Wade. A motion was made by Trustee DeLay and seconded by Trustee Boyd to close nominations. With no additional nominations, Trustee Vanek was re-elected as Vice Chair by unanimous consent.

Rulemaking Hearing – Action

Rulemaking Hearing was called to order by Chairman Smith at 1:15 p.m. on December 15, 2023, to consider one rule. The hearing was conducted in manner set by the Uniform Administrative Procedures Act, T.C.A. § 4-5-204. The meeting was video recorded as record for the hearing. The purpose of the hearing is to afford all interested persons an opportunity to present facts, views, or arguments relative to the rule. Notice of the hearing on the prescribed form was submitted for publication to the Tennessee Secretary of State's office; emailed to all MTSU students, faculty, and staff; posted on the Board of Trustees webpage; and provided to the Associated Press, Murfreesboro and Nashville area newspapers, radio, television stations and digital publication, newspapers in adjacent counties, and MTSU student media. Anyone interested in making comments on the rule was instructed to sign-in on the provided forms. Copies of the rule were made available.

Chairman Smith noted there were no interested parties present to speak on the rule being presented. Board Secretary Floyd reported that there were no written comments received for the rule being presented.

Rule 0240-07-02 Residency Classification – James Floyd, University Counsel and Board Secretary, provided a rule summary. Motion was made by Vice Chair Vanek to approve Rule 0240-07-02 Residency Classification as presented and seconded by Trustee DeLay. A roll call vote was taken, and the motion carried unanimously. The hearing on Rule 0240-07-02 Residency Classification concluded.

Rulemaking Hearing adjourned at 1:20 p.m.

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

Trustee Jones reported that the Academic Affairs, Student Life, and Athletics Committee met on November 14, 2023. The Committee approved the minutes from the August 15, 2023, meeting. The Committee report contained two action items, which were unanimously approved by the

Committee for the Board's consideration. Several information items were also presented. Materials outlining these actions were made available for review prior to the Board meeting and were contained in the Board notebooks.

Revision to Policy 501 Residency Classification – Action

Revisions approved by the Committee.

Expedited Tenure – Action

Provost Byrnes presented Dr. Sal Barbosa, who had returned to MTSU after working in the private sector for a year, for expedited tenure review. Because he was tenured before leaving MTSU, the provost and president recommended him for expedited tenure. The Committee unanimously approved the recommended expedited tenure.

Rule promulgation, as addressed during the Rulemaking Hearing, was also approved.

Motion

Trustee Jones made the motion to approve the action items recommended by the Committee and Trustee DeLay seconded the motion. A voice vote was taken and the motion to approve the amendment action item carried unanimously.

Committee Report: Audit and Compliance Committee

Committee Chair Tom Boyd reported that the Audit and Compliance Committee met on November 14, 2023. The Committee approved the minutes from its August 14, 2023, meeting. The Committee report contained no action items. Several information items were presented including the results of an external review and a quarterly report on internal audit reports. Materials outlining this information was made available for review prior to the Board meeting and were contained in the Board notebooks.

Committee Report: Executive and Governance Committee

Vice Chair Vanek reported that the Executive and Governance Committee met on November 14, 2023. The Committee approved the minutes from its August 15, 2023, meeting. The Committee report contained no action items. There was one information item.

2023 Self-Evaluation Results, Action for Improvement - Information

Under Section 11.4 of the Board's Policy on Committees, it is the responsibility of the Executive and Governance Committee to present and lead a discussion of the completed self-evaluations, including identifying board strengths, needs, and actions for improvement. This also meets the Board's SACSCOC responsibility to define and regularly evaluate its responsibilities and expectations. As background, Trustees received access to an online, anonymous evaluation survey in October. The online survey instrument consisted of 24 questions designed to provide Board members the opportunity to evaluate Board functions and operations, and six questions soliciting comments.

At the November 14 Committee meeting, the survey results were presented for discussion and consideration of any potential action steps for improvement. For each category of questions, a brief summary of the results was followed by a bar graph of the responses for each survey question. The bar graphs show the number of individual responses to each of the four-point Likert Scale options (strongly agree, agree, disagree, strongly disagree). Almost all responses were either strongly agree or agree. Overall, the comments indicated that members have a positive assessment of Board functions.

Committee Report: Finance and Personal Committee

Committee Chair DeLay reported that the Finance and Personal Committee met on November 14, 2023. The committee approved the minutes from the August 15, 2023, meeting. The Committee report contained three action items, unanimously approved by the Committee, and informational items to be considered by the Board. Materials outlining these actions were made available for review prior to the Board meeting and were contained in the Board notebooks.

Compensation - Action

Trustee DeLay stated that the Committee considered a recommendation to implement market salary increases for faculty and staff. The proposed market adjustments are based on 2020-21 CUPA data and will be effective January 1, 2024, for employees on the payroll as of December 31, 2023. With the allocated resources, employees whose current salary is below the market predicted salary will receive 46.7% of the recommended adjustment in accordance with the University's approved compensation plan.

The committee unanimously approved the compensation proposal as presented.

2023-2024 October Revised Budget - Action

Trustee DeLay stated that Vice President Alan Thomas presented changes since the July (Original) Budget which included increased state appropriations of \$2.0 million for the Medical Education Program; \$2.6 million in funding for increased employee benefits and risk management premiums; adjustments to tuition and fee revenue based on fall enrollment and HEERF related funding; adjustments to expenditure budgets to reflect year end account balances that were not known for the July Budget; and adjustments to auxiliary and restricted budgets based on fall enrollment information.

The committee unanimously approved the revised budget as presented.

Research Foundation Agreement - Action Postponed

The purpose of the Agreement is to establish the responsibilities, authority, and relationship between the University and the Research Foundation. The committee moved to postpone the vote on approval of the Research Foundation Agreement until the December Board of Trustees meeting to allow for additional background information to be presented.

THEC 2024-25 Operating Recommendations - Information

THEC 2024-25 Capital Outlay/Maintenance Recommendations - Information

Motion

Trustee DeLay made the motion 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 was carried unanimously.

Research Foundation Agreement - Action

Dr. David Butler, Vice Provost for Research & Dean of the College of Graduate Studies, advised that the Bylaws of the Research Foundation were included in the materials that were made available for review prior to the Board meeting and were contained in the Board notebooks. Dr. Butler explained how the directors and officers selection process works as well as how the original board members were determined when the Research Foundation was formed in 2019. Chairman Smith asked that the Research Foundation consider selecting a trustee as one of its board members. Separately, Chairman Smith noted Trustee Baker no longer serves on the MTSU Foundation board and requested that Trustee Boyd be appointed to replace him.

Motion

Trustee DeLay made the motion to approve this action item and Trustee Jones seconded the motion. A voice vote was taken and the motion to approve the action item was carried unanimously.

Report from The President

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

Recruitment and Enrollment Activity

Dr. McPhee advised that the True Blue Tour, the University's signature recruitment effort, covered three (3) months and fourteen (14) cities in Tennessee, Kentucky, Alabama, and Georgia. The Tour attracted more than one thousand (1000) students and notably five hundred forty-one (541) high schools counselors, an increase of 63% compared to the previous year. Of the counselors who attended, ninety-nine (99) represent high schools for which MTSU has no

currently enrolled students. This represents a great opportunity to grow our enrollment from new schools and communities. Relatedly, the December 1 undergraduate application and admit numbers for the Fall 2024 semester reveal increases in applications for both freshmen, up 4.1%, and transfer students, up 3.3%. In addition, admissions have increased for both freshmen, up 10.3%, and transfers, up 14.8%. The Spring and Summer 2024 semesters look promising as well. For Spring 2024, freshmen admits are up 40% and transfer admits are up 9.2%. For Summer 2024, freshmen admits are up 37.5% and transfer admits are 22.2%. Dr. McPhee thanked our admission and recruitment staff, faculty, and administrators who are responsible for our recruiting success. Dr. McPhee described our recruitment as being very successful in bringing students to the front door. The next step is the yield, making sure that we open that door and welcome them to the Blue Raider family.

Commencement

Dr. McPhee shared that two (2) commencement ceremonies will be held on Saturday, December 16, the first at 9am and the second at 2pm. He observed that we are producing a lot of students and graduating them, which means that the pressure is on to replace those students. We will confer around one thousand seven hundred (1,700) graduate and undergraduate degrees in total. The State should recognize these results and provide the necessary support for the University to continue to produce the workforce for the State. Dr. McPhee advised that the speaker for both ceremonies will be Ralph Schultz, President and CEO of the Nashville Area Chamber of Commerce. He also noted that the Chamber has recognized MTSU as producing the majority of the workforce for the Nashville, Middle Tennessee area. Dr. McPhee also shared that at the 9am ceremony, we will also confer an honorary doctorate upon Mr. John Floyd, founder and owner of Ole South properties and an incredible supporter of the University.

Holiday Community Open House

Dr. McPhee reminded everyone that the Holiday Community Open House is scheduled for next Thursday, December 14 from 5:00 to 8:00 pm, and invited the Trustees to attend.

Adjournment

Chairman Smith adjourned the meeting at 1:47 p.m.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "James C. Floyd". The signature is stylized with a large initial "J" and "C".

James C. Floyd, Board Secretary