



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

2019 WINTER MEETING OF THE BOARD OF TRUSTEES	
1:00 p.m. CST/2:00 p.m. EST	Boling University Center, Duncan Ballroom
Friday	11 Wayne Fisher Drive
March 1, 2019	Martin, Tennessee

AGENDA

- I. Call to Order and Invocation
- II. Roll Call
- III. Administration of Trustee Oath of Office to Alan Wilson
- IV. Opening Remarks and Introductions by the Chair
- V. Requests to Address the Board (*tentative*)
- VI. [President's Address](#) Tab 1
- VII. UT 2030 – Discussion
- VIII. [Revised Standing Rule Governing Requests to Address the Board of Trustees – Action](#) Tab 2
- IX. [Bylaw Amendment on Changes in Compensation and other Terms of Employment of Chancellors and other Officers of the University – Action](#)..... Tab 3
- X. [Discussion of State Comptroller's Special Report on Sex Week at UT Knoxville/ Revised Board Policy on a Student Programs and Services Fee](#) Tab 4
 - A. [Executive Summary of the Special Report](#) Tab 4.1
 - B. [UT Response](#) Tab 4.2
 - C. [Revised Board Policy on a Student Programs and Services Fee – Action](#) Tab 4.3
- XI. [Process for the Campus Advisory Board to Submit a Recommendation to the President on the Proposed Strategic Plan for the Campus – Action](#) Tab 5
- XII. Report and Recommendations of the Executive Committee – Action
 - A. [Executive Committee Charter](#) Tab 6
 - B. [Process for Appointment of a Non-voting Student Member of the Board of Trustees](#) Tab 7
 - C. [Process for Appointment of a Faculty Member to the Education, Research, and Service Committee](#) Tab 8



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- XIII. Report and Recommendations of the Finance and Administration Committee— Action
- A. [Revised FY 2018-19 Operating Budget](#) Tab 9
- B. [FY 2019-20 Tuition and Fees for the Health Science Center](#) Tab 10
- XIV. [Report of the Audit and Compliance Committee](#) Tab 11

Note concerning items XV. E. and F.: The Bylaws of the Board provide that any item unanimously approved by a committee that is meeting in conjunction with a meeting of the Board will be placed on the consent agenda of the Board meeting. Therefore, any item listed under XV. E. and F. not unanimously approved in committee will be moved to the regular agenda of the Board. Further, any Trustee may request that an item on the consent agenda of the Board be moved to the regular agenda even if unanimously approved in committee.

- XV. [Consent Agenda – Action](#) Tab 12
- A. [Minutes of the Last Meeting](#) Tab 13
- B. [2017-18 Annual Report to the General Assembly](#) Tab 14
- C. [Resolution Appointing a Managerial Group for U.S. Government Contracts](#) Tab 15
- D. [Campus Advisory Board Bylaws](#) Tab 16
- E. Items from the Education, Research, and Service Committee
1. 2019 Institutional Mission Profile Statements Tab 17
 2. Academic Program Modification— B.S. in Neuroscience at UTK Tab 18
 3. Revisions to the UTHSC and UTM Student Codes of Conduct to be
Consistent with Board-approved Standards of Conduct and Definitions in the
UTK Student Code of Conduct Tab 19
 4. Authorization for Conferral of Degrees, 2019 Spring Semester Tab 20
 5. Grant of Tenure upon Initial Appointment to Professor Tong Wang Tab 21
 6. Grant of Tenure upon Initial Appointment to Professor Hongwei Xin Tab 22
 7. UTIA/UTK Policies and Procedures Governing Application for Tenure before the
Sixth Year of the Probationary Period Tab 23
 8. UTIA/UTK Procedures for Enhanced Tenure-Track Review Tab 24
 9. New Academic Program— M.S. in Data Analytics at UTC Tab 25
 10. New Academic Program— B.S. in Information Sciences at UTK Tab 26
 11. Revisions to the UTHSC Faculty Handbook on Peer Review of Teaching Tab 27
 12. Revisions to the UTHSC Faculty Handbook on Relationships with Students Tab 28
 13. Proposed UTC Student Code of Conduct Tab 29
 14. Proposed UTC Honor Code Tab 30
- F. Items from the Finance and Administration Committee
1. KUB Gas Line Easement, Chamique Holdsclaw at Lake Loudoun (UTK) Tab 31
 2. Water Line Easement along Elk River Dam Road (UTSI) Tab 32
 3. Easements for Sidewalk Improvements along University Street (UTM) Tab 33
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XVI. [Placeholder for appointment of VP for Development & Alumni Affairs]

XVII. Closing Remarks

XVIII. Other Business *[Note: Under the Bylaws of the Board, items not appearing on the agenda may be considered only upon an affirmative vote representing a majority of the total voting membership of the Board. Other business necessary to come before the committee at this meeting should be brought to the Chair's attention before the meeting.]*

XIX. Adjournment



The first **SIX** priorities

1

Succession Planning / Recruitment

Identify leaders for UT Knoxville Chancellor and UT System President positions

2

Increase Talent Development

- Improve graduation rates
- Improve recruitment of both in-state and out-of-state students
- Grow online education

3

Enhance ORNL Partnership

Explore opportunities for new collaboration initiatives with ORNL

4

Advance Engagement

- Identify opportunities for additional engagement within our communities
- Enhance visibility of outreach and engagement activities already underway in 95 counties

5

Build the One UT Culture

- Review and clarify roles and responsibilities between System and campuses

6

Build the UT Brand

- Tell the great stories
- Identify opportunities to build and strengthen our brand across the state
- Create greater transparency

Transparent UT

Overview

University of Tennessee Interim President Randy Boyd announced “Transparent UT”, an initiative geared toward providing greater and easier access to information for UT’s faculty, staff, students and the communities it serves, in late November.

UT has launched a dedicated website, tennessee.edu/transparency, to provide public access to information in a centralized location and established a Transparency Advisory Group to work with system administration to identify opportunities to increase transparency. The group includes members representing each campus and institute, faculty, staff, students, legislators and media.

Committee Members

- **Tiffany Carpenter**, UT System, associate vice president for communications and marketing (chair)
- **Sally Badoud**, UT Health Science Center, assistant vice chancellor for communications and marketing
- **Harry Brooks**, retired legislator from East Tennessee
- **Terry Denniston**, UT Chattanooga, chief of staff
- **Lannett Edwards**, UT Institute of Agriculture, professor of animal science
- **Edie Gibson**, UT Martin, executive assistant to the chancellor
- **Scott Gordy**, UT Institute for Public Service, information technology manager
- **David Manderscheid**, UT Knoxville, provost
- **John North**, WBIR, senior investigative journalist
- **Tyvi Small**, UT Knoxville, interim vice chancellor for diversity and engagement
- **Rachel Smith**, UT Chattanooga, student
- **Carey Whitworth**, UT System, assistant vice president for government relations

Information already available on the site includes:

- Board of Trustees
 - Webcasting and archiving all board of trustee committee meetings
 - Online access to materials for upcoming board of trustee meetings
 - Board bylaws and policies
- Campus crime statistics and safety policies
- Campus Fact Books
- Campus master plans
- Campus maps
- Economic impact information
- Financials
 - [UT System budget documents](#)
 - Athletic department budgets
 - [Treasurer’s Annual Report](#)
 - UT Foundation financials
 - [Flight Operations Report](#)
 - [Endowment investment information](#)
- Report from the Tennessee Comptroller of the Treasury regarding Sex Week with testimony from President Boyd and UT Knoxville Student Programming Allocation Committee funding information
- System and campus/institute media resources

- Title IX annual report and campus climate survey results

Information coming to the site includes:

- Data dashboard with information on enrollment, student demographics, degrees awarded, retention and graduation rates, post-graduation outcomes and faculty metrics
- Executive staff and coaching contracts
- Financials – diversity spending, salary survey results, student organization spending
- Information regarding UT's presence and impact in each county
- Information regarding research activity
- Searchable employee database
- Tuition dashboard with net cost of attendance for each campus and average tuition cost for students by income quartile for each campus

In addition, the Transparency Advisory Group will explore the following options:

- Live streaming and archiving campus advisory board meetings
- Providing a public forum opportunity at campus advisory board meetings
- Student representative suggested Including statistics on faculty and staff with concealed carry
- Changes to public records copy charges policies

Next Steps:

- The System Office of Communications and Marketing has created a survey to request ideas and feedback on items included on the website and developed a communication plan to solicit feedback.
- The Transparency Advisory Group will meet again in April.



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

Meeting Date: March 1, 2019

Item: **Revised Standing Rule Governing Requests to Address the Board of Trustees**

Type: Action

Presenter(s): Matthew Scoggins, General Counsel

Under legislation enacted in 2016, the Board is required to provide, in conjunction with regular meetings of the Board, a reasonable opportunity for the public to address the Board or a committee of the Board concerning issues germane to the responsibilities of the Board. In compliance with this requirement, the Board adopted a Standing Rule Governing Requests to Address the Board ("Standing Rule") at the Annual Meeting in 2016.

The Chair of the Board and the President recommend revising the Standing Rule to: (1) provide thirty additional minutes for the public to address the Board or a committee of the Board; and (2) allow the presiding officer to extend the time to permit additional speakers and make such other accommodations as may be necessary or advisable in his or her opinion to achieve the purposes of this rule. The Standing Rule is presented in the meeting materials; material revisions to the previous version are tracked.

The Standing Rule, as revised, will be promulgated in accordance with the rulemaking procedures of the Uniform Administrative Procedures Act (UAPA). The UAPA rulemaking procedures require the Board to adopt the Rule by a roll-call vote. Upon adoption by the Board, the rule will be submitted to the Tennessee Attorney General for approval and, if approved, filed with the Tennessee Secretary of State under the rulemaking procedures of the UAPA.

If there are no revisions to the Standing Rule as presented, the appropriate motion appears below, and the Resolution follows.

Motion: I move adoption of the Resolution to approve the revised Standing Rule Governing Requests to Address the Board as presented in the meeting materials.

Rules of
The University of Tennessee
(All Campuses)

Chapter 1720-01-14
Standing Rule Governing Requests to Address the Board of Trustees

1720-01-14-.01 Introduction

- (1) In conjunction with each regular meeting of the University of Tennessee Board of Trustees ("Board"), an opportunity will be provided for students, employees, and members of the general public to address the Board, or a committee of the Board, concerning items on the meeting agenda and other issues germane to the responsibilities of the Board.
- (2) The following procedures, terms, and conditions shall govern requests to address the Board.

1720-01-14-.02 Preregistration

- (1) All persons wishing to speak must preregister by completing a Request to Address the Board form [insert hyperlink to form developed by the Secretary of the Board] and submitting it to the Board of Trustees Office [insert hyperlink to information about the Board's mailing address and e-mail address] no later than ~~five (5)~~ three (3) calendar days before the first day of a regular Board meeting. Regular Board meeting dates are posted on the Board website, <http://trustees.tennessee.edu/>.
- (2) Persons will be preregistered on a "first come, first served" basis. A waiting list will not be kept from meeting to meeting.

1720-01-14-.03 Permissible Subjects

- (1) Persons may request to speak about items on the meeting agenda or other issues germane to the responsibilities of the Board. The agenda for committee and Board meetings are published on the Board website, <http://trustees.tennessee.edu/>, approximately one week prior to each regular meeting.
- (2) The Board will not hear speakers on grievances or appeals specific to individual students or employees or on pending or threatened litigation involving the University or University officials. If a speaker departs from the subject for which he or she preregistered to speak, the presiding officer

will declare the speaker out of order and instruct the speaker to yield the podium.

1720-01-14.-.04 Time Allocation

- (1) ~~A maximum of thirty (30) minutes will be allocated~~In preparing the agenda, the Chair of the Board will allocate a maximum cumulative time of sixty (60) minutes during each regular meeting for persons to address the Board or a committee of the Board.
- (2) Each speaker will be permitted to speak for a maximum of five (5) minutes. Speakers may not combine their five (5) minute allotment with another speaker and may not give any part of their time to another person. The time remaining for each speaker's remarks will be displayed by a timing device within the meeting room.

1720-01-14-.05 Scheduling of Speakers. Persons who have preregistered to speak on permissible subjects in compliance with Section .02 will be scheduled on a "first come, first served" basis until the full ~~thirty (30)~~ sixty (60) minute period has been scheduled, except that no more than ~~four (4)~~ six (6) speakers will be scheduled to speak on the same subject.

1720-01-14-.06 Notice to Scheduled Speakers

- (1) After the preregistration deadline has passed, the Board of Trustees Office will notify registrants whether they have been scheduled to speak and, if so, the specific time and location at which they will speak.
- (2) Scheduled speakers must be physically present to address the Board. Scheduled speakers who are unable to attend the meeting may not send a substitute.

1720-01-14-.07 Other Terms and Conditions

- (1) Only one (1) speaker will be permitted to speak at a time.
- (2) Speakers will not be allowed to use audio/visual presentation equipment during their remarks.
- (3) Speakers may bring copies of written information to be distributed to the Board, but speakers are responsible for bringing thirty (30) copies. Speakers are not allowed to personally distribute copies to the Board or approach the

Board table for any reason. When called to speak, speakers must provide the copies to the Assistant Secretary for distribution.

- (4) Failure to adhere to this standing rule may result in the suspension of a person's opportunity to address the Board at future meetings.

1720-01-14-.08 Modifications. The presiding officer shall have the authority to modify the provisions of this rule in his or her discretion to extend the time allocated to permit additional speakers to address the Board or a committee of the Board, and make such other accommodations as may be necessary or advisable in his or her opinion to achieve the purposes of this rule.

1720-01-14-.09 Board Action. The Board will not take any action during the part of a meeting designated for persons to address the Board. In the discretion of the presiding officer, however, a matter raised during an address to the Board may be referred for subsequent response by the University administration or for subsequent study or consideration by an appropriate Board committee. The presiding officer may also request or permit comment by the President or other members of the University administration.



The University of Tennessee
Board of Trustees

Resolution 00_-2019*
Standing Rule Governing Requests to Address the Board of Trustees

Resolved: The Board of Trustees adopts the Standing Rule Governing Requests to Address the Board of Trustees, Chapter 1720-01-14 of the Rules of The University of Tennessee, as presented in the meeting materials, which shall be attached to this Resolution after adoption, to become effective after completion of the rulemaking procedures under the Uniform Administrative Procedures Act.

Adopted this 1st day of March, 2019.

* Number will be inserted after adoption.



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

3

AGENDA ITEM SUMMARY

Meeting Date: March 1, 2019

Item: **Bylaw Amendment on Changes in Compensation and other Terms of Employment of Chancellors and other Officers of the University**

Type: Action

Presenter: Catherine S. Mizell, Secretary

This proposed Bylaw amendment arises out of a concern expressed by members of the Executive Committee at its meeting on February 6, 2019. In reviewing the proposed charter for the Committee, members questioned why the Board approves only the initial compensation of Chancellors and other officers and not any subsequent changes. In response to this concern, the General Counsel reviewed applicable statutory provisions and concluded that requiring the President to obtain Board approval of changes in the compensation and other terms of employment for these officers is not allowable under current law.

The Chair of the Board then asked the Secretary to develop a Bylaw amendment requiring the President to inform and seek the advice of the Chair of the Board and any appropriate committee chair before changing the compensation or other terms of employment of Chancellors and other officers. The proposed amendment also requires an annual report to the entire Board of Trustees on the compensation and other terms of employment of these officers.

Adoption of the Bylaw amendment requires an affirmative 2/3 vote of the total voting membership of the Board by roll-call vote (2/3 of 11 = 7). If there are no revisions to the amendment as presented in the meeting materials, the appropriate motion for adoption appears below and the Resolution follows.

Motion: I move adoption of the Resolution to approve the Bylaw amendment on changes in compensation and other terms of employment of Chancellors and other officers of the University as presented in the meeting materials.



The University of Tennessee
Board of Trustees

Resolution 00_-2019*
Amendment of Article VI of the Bylaws of the Board of Trustees

Resolved: Article VI of the Bylaws of the Board of Trustees is amended by adding the following new Section 6.8 and renumbering the next section as Section 6.9:

Section 6.8 Change in Compensation and other Terms of Employment of Chancellors and Other Officers of the University. Prior to making a change in the Board-approved compensation or other terms of employment of a Chancellor or other officer of the University, the President shall inform and seek the advice of the Chair of the Board and, if applicable, the chair of a committee staffed by the officer and provide comparative data for Board-approved peer institutions and a schedule of the current compensation and other terms of employment of all officers. No later than August 31 of each year, the President shall provide to the entire Board of Trustees a written report of the compensation and other terms of employment of all officers for the current fiscal year.

Adopted this 1st day of March, 2019.

* Number will be inserted after adoption.



S N A P S H O T

Sex Week at the University of Tennessee–Knoxville

February 2019

Justin P. Wilson

4

In April 2018, legislative leadership requested that the Comptroller's Office research Sex Week at the University of Tennessee-Knoxville (UTK), and determine whether state resources, direct or indirect, are used in the production of the event.

Sex Week, a week-long event that includes a variety of sex-related programs that are often promoted using provocative titles, has been hosted on the campus of UTK each spring semester since 2013 by Sexual Empowerment and Awareness at Tennessee (SEAT), a registered student organization (RSO). From 2013 through the present day, some legislators have expressed their concerns and disapproval of the event to the administrators of the University of Tennessee, using words such as "outrageous behavior," "disgusting," and "a national embarrassment" to describe it.

In 2016, the Tennessee General Assembly passed Public Chapter 1066, prohibiting the expenditure of state funds to fund or support Sex Week, and there are conflicting opinions concerning if the indirect benefits SEAT receives as an RSO are considered "state funds." A letter signed by 33 legislators was sent to the university in April 2018 questioning SEAT's continued use of campus facilities for Sex Week, following the passage of PC 1066. In the same month, Senator Richard Briggs asked the Attorney General to issue an opinion on the 2016 law; the Attorney General declined for several reasons. UTK sought legal advice from the Attorney General on how to interpret the 2016 law. (The legal advice received by UTK is protected under attorney-client privilege and is not publicly available.) As a registered student organization, SEAT continues to use indirect benefits, including the use of campus facilities, for Sex Week.

Key Conclusions

The Comptroller's Office reached several key conclusions about the Sex Week event. These include:

- SEAT is one of about 600 RSOs at UTK, all of which are eligible to request student activity fee funding. In four of the past five years, SEAT received the highest allocation of student activity fee funds, including about \$29,000 in both 2016-17 and 2017-18.
- SEAT also received gift funds, private donations, and indirect benefits, such as use of campus facilities, for Sex Week, all of which are options for RSOs at UTK.
- If SEAT were not a registered student organization, it would have been charged about \$4,500 annually to use campus facilities for Sex Week events.
- The university has taken some actions to address the Sex Week controversy, but the most significant change, to give students the choice whether to allocate their mandatory activity fee to student-organized programming (such as Sex Week), was made reluctantly.
- SEAT has been unwilling to compromise with university administrators who have asked it annually to "tone it down" and consider the impact of its language choices.
- Sex Week at UTK is not the only such event that has occurred at a public university in Tennessee; similar events have taken place on at least four other university campuses.

The Comptroller's Office also examined policies and practices at other Tennessee public universities that could be applied at UTK. For example, other Tennessee universities limit the amount of funding student organizations may request or receive.

The report includes 14 policy considerations ranging from minor changes to campus policy to an outright ban on the event. Some policy considerations may have potential legal implications.

The University of Tennessee-Knoxville reviewed a draft of the Comptroller's report in January 2019 and indicated its willingness to work with its Board of Trustees to implement a number of changes. A letter from the University's Interim President and Interim Chancellor is included in the report.



SPECIAL REPORT:
Sex Week at the
University of Tennessee
– Knoxville

EXECUTIVE SUMMARY

February 2019

JUSTIN P. WILSON
Comptroller

Executive Summary

In April 2018, legislative leadership requested that the Comptroller's Office research Sex Week at the University of Tennessee-Knoxville (UTK), and determine whether state resources, direct or indirect, are used in the production of the event. The full report includes an overview of the event at UTK, actions taken by various stakeholders relevant to Sex Week, information on sex-related programming and the structure and allocations of student activity fees at all public universities in Tennessee, and policy considerations.

Sex Week, a week-long event that includes a variety of sex-related programs that are often promoted using provocative titles, has been hosted on the campus of UTK each spring semester since 2013 by Sexual Empowerment and Awareness at Tennessee (SEAT), a registered student organization (RSO). From 2013 through the present day, some legislators have expressed their concerns and disapproval of the event to the administrators of the University of Tennessee, using words such as "outrageous behavior," "disgusting," and "a national embarrassment" to describe it.

As a direct result of Sex Week, legislation has been passed, university policy has been changed, legislative hearings focused on the event have been held, and some gubernatorial appointees to the university's Board of Trustees failed to receive the necessary votes from state legislators for confirmation. Amid the ongoing controversy, SEAT has continued to host the event annually, operating within the policies and criteria set by the university for RSOs. The student group, which has an average membership representing less than one-tenth of 1 percent of the total enrollment at UTK, has been unwilling to compromise with university administrators who have asked it annually to "tone it down" and to consider the impact of its language choices.

"Human sexuality is a legitimate academic field of inquiry and should be approached in a scholarly manner. It is not a circus by which the dignity of the human person is denigrated and besmirched."

Chairman Dolores Gresham
Senate Education Committee
April 11, 2018

In written correspondence and during interviews conducted by the Comptroller's Office, top university administrators repeatedly stated that the university has done all that can be done – and all that the legislature has asked them to do – without violating free speech protections guaranteed by the First Amendment. Top university administrators indicated that if the legislature wants to ban the event then lawmakers should pass a law explicitly stating that Sex Week shall no longer occur at UTK, but officials also warn that a First Amendment lawsuit will surely follow.

In 2016, the General Assembly passed a law, Public Chapter (PC) 1066, that does not ban the event but does prohibit the expenditure of "state funds" to "fund or support Sex Week." University officials say that PC 1066 does not define terms such as "state funds," "fund," or "support" and that the law is vaguely worded. Therefore, the university says it cannot knowingly take action (i.e., to prohibit the occurrence of Sex Week on campus) that it says will result in a

lawsuit. UTK sought guidance from the Attorney General's office on how to interpret the 2016 law. (The guidance is protected by attorney-client privilege and is not public.)

On April 17, 2018, Senator Richard Briggs sent a letter to the Attorney General requesting an opinion on the constitutionality of PC 1066, outlining nine scenarios that may qualify as examples of the university indirectly funding or supporting Sex Week, and the legal responsibility of university employees to enforce the statute. The Attorney General's office declined to provide an opinion for several reasons, including that its advice would be more effective if provided directly to the university and the possibility that the Attorney General would be required to defend the constitutionality of the statute should it become the subject of litigation.

During interviews in fall 2018, the Comptroller's Office asked five top University of Tennessee (UT) officials and a former Board of Trustee member if the university has been "tone deaf" (i.e., insensitive) in its response to legislators' concerns about Sex Week. All five officials and the former trustee responded that the university has not been tone deaf, each giving examples of what the university has done in response to Sex Week (namely, creating the opt-in/-out process for student activity fees) and reiterating that the university has done all that it can legally do. Former UT System^A President Joe DiPietro added, "Maybe it's best for us to get into a legal suit, to show people that we aren't being tone deaf."

In fall 2018, the Comptroller's Office interviewed five top UT officials and a former board of trustee member and asked each of them if the university has been tone deaf in its response to legislator concerns about Sex Week.

All five officials and the former trustee responded that the university has not been tone deaf concerning its response to Sex Week.

Through interviews and a review of policies and practices at other public universities in Tennessee, the Comptroller's Office has concluded that the University of Tennessee has not exhausted every option and has identified other courses of action the university may pursue to address the controversy. See pages 13 through 17 for policy considerations.

Since the first event in April 2013, Sex Week has been organized by the registered student organization, SEAT, using the following resources: student activity fees, private donations (through sponsorships and crowdsource funding campaigns), indirect benefits (through use of university facilities), and gift funds (i.e., philanthropic donations made to the university).

As a registered student organization, SEAT is eligible for certain privileges, including the ability to request student activity fee funding and the use of most campus facilities at no cost. For each of the past seven years, SEAT has received an average annual allocation of about \$15,000 in student activity fee funds for Sex Week. (Amounts range from \$6,175 in 2014-15 to \$22,700 in 2016-17.) SEAT has also requested and been allocated student activity fee funds for events outside of Sex Week in the 2014-15 through 2017-18 academic years. In total, SEAT's annual average allocation of student activity fee funding is about \$18,400 (including funds for both Sex Week and non-Sex Week events). In the current school year, 2018-19, SEAT requested and

^A In the University of Tennessee System, the President presides over the entire system and each university is overseen by a Chancellor.

was allocated about \$12,000 for Sex Week, which represents over a 50 percent reduction in the organization's requests and allocations from previous years.

In 2013, the first year of the event, university departments and programs committed \$11,145 in nonstudent activity fee funds for Sex Week, some of which were derived from state tax and tuition dollars. Ultimately, SEAT did not receive those funds as they were withdrawn by former UTK Chancellor Jimmy Cheek prior to the event. The university then conducted an internal review on the process of student organizations requesting and receiving funds from nonstudent activity fee sources, concluded that RSOs should not receive funding derived from state appropriations, and identified the need for more oversight of gift funding allocations. For Sex Week 2013, SEAT received \$6,700 in student activity funds, and launched an online crowdsource funding campaign, raising at least \$4,000 in private donations. SEAT has used online crowdsource fundraising efforts for Sex Week at least two other times, though neither the organization nor the university track private donations, so exact figures are unavailable.

In addition to requesting student activity fee funds, RSOs can solicit gift funds from various university departments that may be interested in the organization's initiatives (e.g., the psychology department may allocate gift funds for a relationship workshop). Gift funds are allocated by the senior leader of each department and are not considered to be state tax or tuition dollars. SEAT has received unrestricted gift funds (i.e., donations made to the university without a specific purpose indicated by the donor) for Sex Week events in 2014 and 2015 and for one non-Sex Week event in the 2017-18 academic year.

Exhibit 1 shows the funding received by SEAT annually for Sex Week and non-Sex Week events.

Exhibit 1: Funding received by SEAT for Sex Week and non-Sex Week events at UTK

Academic year	Student activity fee funds received for Sex Week	Gift funds received for Sex Week	Private donations received for Sex Week	Sex Week funds	Student activity fee funds received for non-Sex Week events	Gift funds received for non-Sex Week events	Non-Sex Week funds
2012-13	\$6,700	\$0	At least \$4,140	\$10,840	\$0	\$0	\$0
2013-14	\$20,000	\$2,603	Unknown	\$22,603	\$0	\$0	\$0
2014-15	\$6,175	\$5,700	Unknown	\$11,875	\$2,500 (1 event)	\$0	\$2,500
2015-16	\$16,525	\$0	Unknown	\$16,525	\$6,850 (5 events)	\$0	\$6,850
2016-17	\$22,700	\$0	At least \$1,225	\$23,925	\$7,100 (3 events)	\$0	\$7,100
2017-18	\$21,700	\$0	At least \$120	\$21,820	\$6,690 (4 events)	\$700	\$7,390
2018-19	\$12,090	--	Unknown	--	\$0	--	--

Notes: Private donations are not tracked by UTK or SEAT; these figures were determined by reviewing crowdsource funding pages. It is unknown if SEAT has received private donations for non-Sex Week events in any year. SEAT's 2018-19 funding has been intentionally left blank for certain categories; final numbers are not available until the end of the academic year.

Sources: The Comptroller's Office analysis of data provided by UTK Division of Student Life. Indiegogo.

Since 2014-15, RSOs at UTK, including SEAT, have received student activity fee funds that students have chosen to allocate to student-organized programming, also known as opt-in funds.^B Opt-in funds are allocated to RSOs by the Student Programming Allocation Committee (SPAC), a 17-member, majority-faculty and staff committee; the SPAC uses a set of criteria, outlined in board policy, to make allocation decisions. The creation of the opt-in/-out process and the SPAC resulted from university negotiations with some legislators who wanted more transparency in the allocation of student activity funds, and to give students the option whether to allocate a portion of their mandatory student activity fee to student-organized programming that may be controversial in nature, such as Sex Week. The Senate adopted Senate Joint Resolution (SJR) 626 in March 2014, directing changes to the student activity fee allocation process in the UT System, and the university's Board of Trustees adopted the new policy the following June.

In 2017-18, there were nearly 600 RSOs at UTK. On average, about 10 percent of the RSOs request funding from student activity fees annually, and about 7.5 percent receive an allocation. Considering the last five years (2013-14 through 2017-18), an average of five registered student organizations (including SEAT) received about 50 percent of the total funding allocated to RSOs, while the remaining 50 percent of funding was allocated among 30 organizations. Over the same time frame (2013-14 through 2017-18), SEAT has been among the small number of registered student organizations that request and receive the most student activity fee funding annually. SEAT requested the most student activity fee funding in 2017-18 and received the highest allocation of student activity fee funding in four of the last five years, with total allocations ranging from \$8,675 to \$29,800. Exhibit 2 includes SEAT's student activity fee funding requests and allocations compared to the average for other RSOs.

Exhibit 2: SEAT's student activity fee funding requests and allocations compared to other registered student organizations (RSOs)

Academic year	Total number of RSOs	Number of RSOs requesting funds	Average request amount	Amount requested by SEAT	SEAT's rank by funds requested	Number of RSOs receiving funds	Average allocation amount	Amount allocated to SEAT	SEAT's rank by funds received
2013-14	438	25	\$7,824	\$24,325	2	21	\$5,579	\$20,000	1
2014-15	452	45	\$4,532	\$17,070	4	31	\$3,325	\$8,675	5
2015-16	471	56	\$5,077	\$25,595	2	43	\$3,539	\$23,375	1
2016-17	537	59	\$5,752	\$29,676	3	48	\$4,508	\$29,800	1
2017-18	591	57	\$6,074	\$28,331	1	44	\$5,486	\$28,390	1

Notes: RSO = registered student organization. The opt-in/-out process and the SPAC were implemented as of the 2014-15 academic year. SEAT received student activity funds for non-Sex Week events in 2014-15 through 2017-18.

Source: The Comptroller's Office analysis of data provided by the UTK Division of Student Life.

Like all other events hosted by RSOs, Sex Week events are open to all UTK students (though students who "opt out" concerning the allocation of their student activity fee may have to pay an admission fee if one is charged to members of the public) and according to SEAT, all Sex Week events are also open to the general public.

^B Opt-in funds are derived from the "student-organized programming" portion of the Student Programs and Services Fee (SPSF). In this report, the "student-organized programming" portion of the SPSF is frequently referred to as the student activity portion of the fee.

Sex Week Funding and Benefits Received

1. Student activity fees are derived from the Student Programs and Services Fee (SPSF), a mandatory fee paid by students each semester to fund nonacademic programs, services, and facilities. After a change to board policy in 2014, students have been able to choose if the student activity fee portion of their SPSF goes to student-organized programming (such as Sex Week) or to nonstudent-organized programming (i.e., another area supported by the SPSF). This is known as the opt-in or opt-out policy. Student activity fees are allocated to registered student organizations by the Student Programming Allocation Committee (SPAC; a 17-member, majority-faculty and staff panel) and are not considered to be state tax or tuition dollars. SEAT has received student activity fees for Sex Week annually beginning with the first event in April 2013.

2. Gift funds are derived from philanthropic donations made to the university. There are two types of gift funds: restricted, with donations given for a specific purpose as defined by the donor, and unrestricted, with donations given without a specific purpose. Registered student organizations (such as SEAT) may solicit gift funds from various university departments that may be interested in the organization's initiatives (i.e., the psychology department may allocate gift funds for a relationship workshop). Gift funds are allocated by the senior leader of each department and are not considered to be state tax or tuition dollars. SEAT received unrestricted gift funds for Sex Week events in 2014 and 2015.

3. Private donations are derived from registered student organization fundraising efforts, including those from individual contributions and sponsorships. SEAT has used an online crowdsourcing funding campaign for Sex Week in at least three years. Because private donations have not been tracked by either the university or SEAT in previous years, it is not possible to determine exact amounts or sources of private donations for Sex Week.

4. Indirect benefits include privileges conferred to all registered student organizations (RSOs) by the university. At UTK, all RSOs (including SEAT) can apply for student activity fee funding, reserve campus facilities at no cost, include information about their organization and events on a university website that features all registered student organizations, use the university's name following the organization and/or event name, and request a student organization email account.

In 2016, the Tennessee General Assembly passed Public Chapter (PC) 1066, prohibiting the use of state funds to fund or support Sex Week, and there are conflicting opinions concerning whether the indirect benefits SEAT receives as an RSO are considered "state funds." A letter signed by 33 legislators was sent to the university in April 2018 questioning SEAT's continued use of campus facilities for Sex Week, following the passage of PC 1066. In the same month, Senator Richard Briggs asked the Attorney General to issue an opinion on the 2016 law; the Attorney General declined for several reasons. The University of Tennessee-Knoxville sought legal advice from the Attorney General on how to interpret the 2016 law. (The legal advice received by UTK is protected under attorney-client privilege and is not publicly available.) As a registered student organization, SEAT continues to use indirect benefits, including the use of campus facilities, for Sex Week.

For events occurring outside of Sex Week, SEAT has received student activity fees each year from 2014-15 through 2017-18 and unrestricted gift funds in 2017-18. Because neither the university nor the organization tracks private donations, it is unclear if SEAT has received private donations for non-Sex Week events in any year. As a registered student organization, SEAT has received indirect benefits each year since 2012-13.

Attendance at Sex Week events is self-reported by SEAT and the collection process has not been comprehensive, but based on the available data, Sex Week is not widely attended considering the university's overall enrollment. Since 2013, Sex Week has included from 26 to 35 individual events, with an average overall attendance of 2,800. (Attendance data is largely missing for 2015 and 2016, and unique attendees, as well as student and general public attendees, were not tracked until 2018.) SEAT reported the lowest overall attendance for Sex Week 2018, with 1,649 attendees, of which there were 694 unique attendees (i.e., attendees who go to more than one event). As reported by SEAT, the majority of the 694 attendees at Sex Week 2018 were students.

Exhibit 3: Sex Week attendance

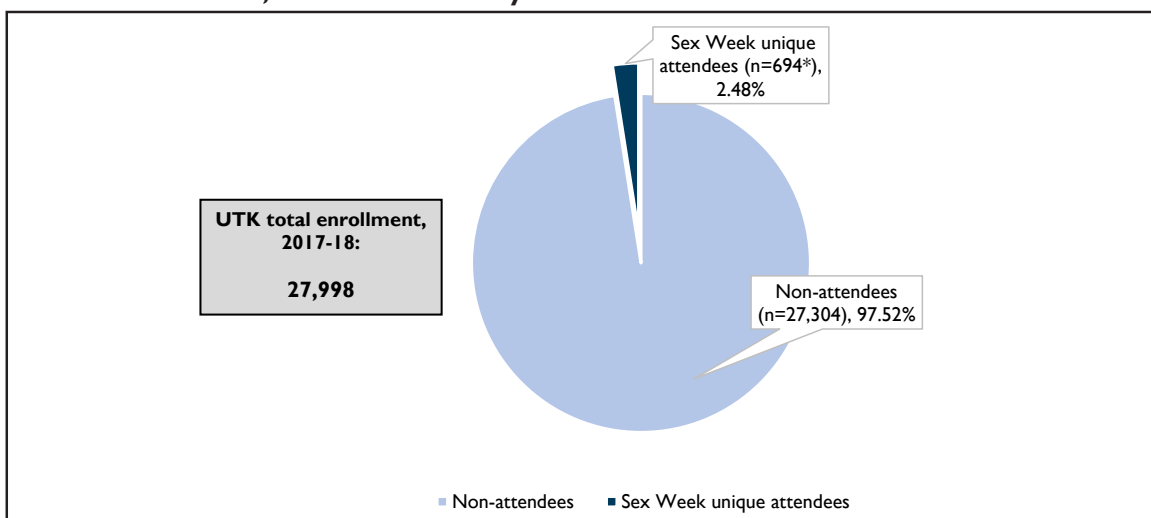
Sex Week dates	Number of events	Overall attendance	Unique attendees	Students	General public
April 7-12, 2013	27	2,979	**	**	**
March 2-7, 2014	35	3,522	**	**	**
April 4-10, 2015	34	*	**	**	**
April 4-8, 2016	26	*	**	**	**
April 2-7, 2017	35	3,038	**	**	**
April 6-12, 2018	28	1,649	694	1,326	180

Notes: *No reliable attendance data is available for 2015 or 2016. **2018 was the first year that attendance was tracked by unique attendee as well as type of attendee (i.e., student, general public).

Source: The Comptroller's Office analysis of data provided by SEAT and event schedules.

Considering the total enrollment at UTK in the 2017-18 academic year and the unique number of attendees of Sex Week 2018, no more than 2.5 percent of students at UTK attended Sex Week in 2018.

Exhibit 4: Attendance at Sex Week compared to total enrollment at the University of Tennessee-Knoxville, 2017-18 academic year



Note: *Some unique attendees are members of the general public. Based on the available data, it is not possible to determine the exact number of unique student attendees.

Source: The Comptroller's Office analysis of data provided by SEAT and THEC.

The membership of SEAT represents less than one-tenth of 1 percent of the overall enrollment at UTK. The organization's membership is open to students, faculty, and staff, though a representative from the university's Center for Student Engagement believes that SEAT's roster, averaging 21 members, includes only students. Based on SEAT's average annual membership of 21 students and the university's average annual enrollment of 27,429, about one out of every 1,300 UTK students is a member of SEAT.^c

Despite the small size of the organization and the small percentage of students who attend Sex Week events in comparison to the overall enrollment at UTK, the university and legislature have spent countless hours debating and negotiating over Sex Week.

Key Conclusions

SEAT has received direct funding from student activity fees, gift funds, and private donations for Sex Week. For the first Sex Week in 2013, SEAT requested funding from student activity fees and from university programs and departments. Prior to the event, the university funding (some of which was derived from state tax and tuition dollars) was rescinded, though SEAT retained its allocation of student activity fees. For Sex Week events in 2014 and 2015, SEAT received gift funds (i.e., philanthropic donations made to the university) and student activity fees. In the fall 2014 semester, a new board policy went into effect, allowing students to allocate a portion of their mandatory student activity fee either to student-organized programming (opt in) or to nonstudent-organized programming (opt out). As of the 2014-15 academic year, student-organized programming, including Sex Week, has been funded with student activity fees from opt-in funds. Additionally, registered student organizations can solicit private donations; SEAT has received private donations in at least three years.

Since 2013, SEAT has received an average annual allocation of about \$15,000 from student activity fees for Sex Week. Additionally, SEAT has requested and received student activity fee funds for events occurring outside of Sex Week each year from 2014-15 through 2017-18. In total, SEAT's annual average allocation of student activity fee funding is about \$18,400. In the current school year, 2018-19, SEAT requested and was allocated about \$12,000, which represents over a 50 percent reduction in the organization's requests and allocations from previous years. Since 2013-14, SEAT has received about \$9,000 in gift funds, most of which was allocated for Sex Week events.

SEAT receives indirect benefits from the university for which all registered student organizations at UTK are eligible. Registered student organizations at UTK are eligible to apply for student activity fee funding from the SPAC, reserve most campus facilities at no cost, include information about their organization and events on a university website that features all registered student organizations, use the university's name following the organization and/or event name, and request a student organization email account. In 2016, the legislature passed PC 1066, prohibiting the use of state funds to fund or support Sex Week. Following the law's passage, a letter signed by 33 legislators was sent to the university, questioning whether UTK

^c Student organizations were not required to report their rosters until the 2014-15 academic year. SEAT's average roster of 21 members includes membership numbers from 2014-15 through 2018-19. UTK's average enrollment was calculated for the 2014-15 through 2017-18 academic years using the most recent available data provided by THEC.

is in violation of the law since SEAT continues to receive indirect benefits (including the use of facilities) for Sex Week. The university sought guidance from the Attorney General's office in its interpretation of the law and whether these indirect benefits meet the definition of the law's key terms ("state funds," "fund," or "support"). The Comptroller's Office has quantified the use of campus facilities for Sex Week events in the two years since PC 1066 became law, estimating that SEAT's use of facilities for Sex Week was about \$4,500 annually in 2017 and 2018.

The university has taken some actions to address the controversy surrounding Sex Week, but the most significant policy change, making it optional for students to allocate their mandatory activity fee to student-organized programming (such as Sex Week), was made reluctantly. Prior to the first Sex Week, former Chancellor Jimmy Cheek pulled academic department funding that had been committed for the event. Following the first Sex Week in 2013, the university conducted internal reviews regarding student organizations requesting and receiving funds from student activity fees and other sources, determined that RSOs should not receive funding derived from state appropriations, identified the need for more oversight of gift funding allocations, and concluded that any major change to current policy should be initiated by the university and studied thoroughly by students, faculty, and staff in the UT System.

In at least one year, the university proactively emailed all legislators ahead of the event to reiterate the position that the student organizers are within their constitutionally protected right of free speech. Each year, administrators have met with SEAT and asked them to "tone it down." In 2018, Chancellor Davenport specifically asked the students to consider the impact of their language choices.

The only board policy change made in direct response to Sex Week occurred in 2014 after the Senate directed changes to the collection and allocation of student activity fee funding with the adoption of SJR 626. Dr. DiPietro said that the university made the changes in "record setting time," and it did so to show the legislature that UT is "responsive." Through a review of written correspondence, reports, and board meeting minutes during the time leading up to the board policy adoption, it is apparent that the university adopted and implemented the changes reluctantly.

In February 2014, after several pieces of legislation had been filed that would restrict the use of student activity fees, Dr. DiPietro issued a press release about the proposed legislation, stating, "I have confidence that our campus leadership and our students, faculty, and staff will . . . suggest to our elected officials that it is the role of our Board of Trustees to address and monitor these issues with us on behalf of the University."

In March 2014, the Senate adopted SJR 626, directing the UT Board of Trustees to develop a policy allowing students to opt in, allocating a portion of their mandatory student activity fee to student-organized programming (such as Sex Week), along with other provisions intended to provide more transparency surrounding the allocation of student activity fees.

During the Board of Trustees meeting on June 18, 2014, when the board policy was discussed and approved, several comments were made indicating the university and board's reluctance to adopt the policy. A few trustees praised Dr. DiPietro for his work to maneuver around the many

conflicts that arose during the legislative session. One trustee stated his objection to the policy, adding that “when funding is conditioned on a behavior, it is the beginning of censorship,” and that adopting the policy “doesn’t mean that we are endorsing this in any other way than it is the least objectionable of the options that have been given.” In responding to the trustee’s comments, Dr. DiPietro said, “The alternatives to this policy were horrific in comparison.” The policy was adopted unanimously, though no board member went on the record in support of the policy, as reflected in the meeting minutes.

UTK has not adopted all recommendations from its own internal reviews of student activity funding. Following the first Sex Week in 2013, the university commissioned an internal review of policies surrounding nonstudent activity fee funding for registered student organizations and identified the need for more oversight of gift funding allocations. UTK adopted most of the report’s recommendations, though the university continues to allow registered student organizations to mix gift funds with student activity fee funding, a practice the report recommended against. SEAT has funded events in at least three years with both gift funds and student activity fee funds.

Following the adoption of SJR 626, UTK appointed an internal task force to assist in implementing changes to the student activity fee allocation process that were directed by the resolution. Some, but not all, of the task force’s recommendations were incorporated into the resulting board policy and/or campus processes. For example, the task force recommended that UTK publicly provide information about student activity fee funding requests, allocations, and denials. Currently, the university publishes only a list of programs funded with student activity fees annually; details about funding amounts, denied requests, or the organizations requesting funds, are not included.

In four of the past five years, SEAT received the highest allocation of student activity fee funds, including about \$29,000 in both 2016-17 and 2017-18; SEAT requested the most funding in one of the last five years. SEAT is one of about 600 registered student organizations at the University of Tennessee-Knoxville and all registered student organizations can request student activity fee funding. On average, about 10 percent of registered student organizations at UTK request funding from student activity fees annually, and about 7.5 percent receive an allocation. On average, fewer than 10 registered student organizations request and receive an annual allocation of student activity fee funds that is greater than \$10,000. In the past five years, SEAT has been among the top five registered student organizations that request and receive the most funds.

After the first Sex Week in 2013, UTK studied the allocation of student activity fee funding at the request of the Senate Higher Education Subcommittee. The subcommittee expressed concerns about how student activity fee funding allocation decisions are made, noting a perceived lack of diversity in approved programming and potential bias in funding decisions. The subcommittee also recommended that the university explore policy changes to ensure a fair assessment of funding requests and look into funding models that consider student participation and membership. The internal study found “no evidence of potential bias” but recommended that UTK should take steps to ensure that all students know how to apply for funding. As part of UTK’s registration process for student organizations, RSOs are required to attend an

information session, during which they are informed of funding opportunities. Additionally, all RSOs are notified when the funding application process is open.

In 2013-14 (the academic year following the internal study), about 5.7 percent of RSOs at UTK applied for funding; for each of the next four years, about 10 percent of RSOs at UTK applied for funding. From 2013-14 through 2017-18, nine registered student organizations, including SEAT, requested funds in each of the five years, while 67 registered student organizations requested funds in just one of the last five years.

Efforts have been made to increase the transparency of student activity fee allocations, but the information, as currently reported, is not detailed. In 2013, the legislature passed PC 429, requiring the Tennessee Higher Education Commission (THEC) to compile an annual report of student activity fee collection and use at each of the public universities, community colleges, and technical colleges in the state. This report has been produced annually since 2014, though the information included in the report is not detailed, and the Comptroller's Office has identified misreported information by at least one university. Additionally, the Senate adopted SJR 626 in 2014, which dictated several changes to UT's board policy on student activity fees, and specifically directed the trustees to increase transparency and accountability of student activity fee allocations. In response to the directive, the university began posting a list of activities funded with opt-in student activity fees, though the listing does not indicate the amount of funding allocated per event, the organizing group for each event (i.e., a registered student organization or the Campus Events Board), or any denied funding requests.

Upon request, UTK provided the Comptroller's Office with a list of student activity funding requests made by registered student organizations from 2012-13 through 2017-18, including the amount allocated and reasons that some requests were denied or reduced. Due to the limited details provided in the data, it was not possible to draw conclusions regarding the reasons for denied or approved funding in all cases, though some funding decisions may serve to increase the perception of bias. For example, in 2016-17, the registered student organization, Volunteers for Christ, requested a total of \$5,515 for 10 different events. The SPAC did not allocate any funds to the organization, stating that each of the 10 proposed events were public relations events and that the SPAC does not fund organization expenses. It should be noted that the SPAC's formal allocation criteria, as outlined in board policy, does not include this specific criterion.^D In the same year, SEAT received all the funds it requested, totaling \$29,800 for 17 individual events. The lack of details prevented the Comptroller's Office from making any further determinations.

SEAT has been unwilling to compromise with university administrators who have asked it annually to "tone it down" and consider the impact of its language choices. In recounting a specific example from 2014, university administrators said that after asking SEAT to "tone it down," the student organization leased a billboard on Interstate 40 in Knoxville to advertise Sex Week. SEAT has also been critical of the university administration and legislature on social media and crowdsource funding websites, posting statements such as,

^D After reviewing a preliminary draft of this report, administrators at UTK told the Comptroller's Office that RSOs are informed of this criterion when applying for funding and during the mandatory information sessions.

“UT Administration refused to stand up for sexual education for students . . .” and “Tennessee State Legislature . . . [please] stop trying to censor student run and student funded programming.”

Through a review of other public universities where a student-organized Sex Week has occurred, the Comptroller’s Office learned that students at other universities have shown a willingness to compromise with campus administration. For example, a registered student organization at the University of North Carolina-Charlotte altered event names for its February 2018 Sex Week after the university received complaints from constituents. Additionally, a registered student organization at East Tennessee State University (ETSU) changed the name of its event from Sex Week in 2015 to Sexual Health Week in 2017 to better reflect the purpose of the event.

UT has maintained the position that there is nothing else it can do about Sex Week without violating the First Amendment, but former President Joe DiPietro has said that the university’s communications about the event could have been handled differently. During a September 2018 interview with the Comptroller’s Office, Dr. DiPietro said that in hindsight, the university could have done a better job getting out in front of the issue by making a public statement that while the university does not condone the activities of Sex Week, the students have legal protection of free speech under the First Amendment. For example, he said that the university made proactive statements to this effect ahead of a white supremacist rally that was scheduled to take place on the UTK campus in February 2018. Dr. DiPietro said that this shortcoming in the university’s communications about Sex Week did not become clear to him until April 2018, when the trustees from the previous board were not confirmed to serve on the new board.

The Comptroller’s Office has identified policies and practices at public universities in Tennessee that could be applied at UTK to help address the controversy.

Some public universities in Tennessee, including UTK, charge registered student organizations for the use of campus facilities (under certain circumstances) and limit the amount of funding registered student organizations may request, among other practices. See related policy considerations.

Sex Week at UTK is not the only such event that occurs on the campuses of public universities in Tennessee, though it generates the most controversy. A review of the timeline of events (see page 57 in the full report) shows that the controversy surrounding Sex Week at UTK has been more intense in some years than others. For example, there was little attention paid to Sex Week at UTK in 2015 and 2017, and little attention paid to Sex Week events occurring on other Tennessee public university campuses in any year.

In an interview with the Comptroller’s Office in September 2018, the current student leaders of SEAT characterized the large amount of attention Sex Week has received from the legislature and media outlets as “free advertising.”

Registered student organizations have hosted Sex Week events at other public universities in Tennessee with and without a direct allocation of student activity fee funding. A registered student organization at ETSU has hosted a Sex Week twice: in 2015 without a direct funding allocation (organizers used private donations after their funding request was denied by the Student Government Association) and in 2017 with an allocation of

student activity fee funding. A registered student organization at the University of Tennessee-Chattanooga (UTC) hosted a Sex Week in 2017 without a direct funding allocation from the university; the event was supported by private donations. Registered student organizations at ETSU, UTC, and all other public universities in Tennessee receive indirect benefits, including the use of facilities at little to no cost and use of the university's name. Cutting funding from registered student organizations is not a guarantee of eliminating student-organized events.

UTK provides year-round sex-related programming (e.g., consent, STI prevention, etc.) to its students, as does every public university in Tennessee, and one university hosts a Sexual Responsibility Week annually. As stated in part of SJR 626, the university, rather than a registered student organization, is responsible for providing students with sexual health programming. According to board policy, the SPAC is required to consider if a registered student organization's proposed event duplicates, in whole or in part, a program offered by the university, when making allocation decisions. No university, including UTK, has denied funding to a registered student organization for duplicating university-provided sex-related programming.

Policy Considerations

The Comptroller's Office presents the following policy considerations as options, ranging from minor changes to campus policy to an outright ban on the event, that different parties may consider. Some policy options may have potential legal implications, and the Comptroller's Office is not in a position to provide a legal determination on those potential implications.

1. The Tennessee General Assembly could pass a law stating that Sex Week shall not occur at the University of Tennessee-Knoxville. University administrators have said this is the only remaining option, they will not take this step without explicit legislation, and it will likely result in a First Amendment lawsuit. This policy consideration would only apply to UTK, though Sex Weeks have occurred at other public universities in Tennessee. Some legislators considered an outright ban of Sex Week at UTK in 2016, were advised that such action would be unconstitutional, and instead settled on the language in PC 1066 which prohibits the use of state funds to fund or support Sex Week. In April 2018, a legislator requested the Attorney General to opine on the constitutionality of PC 1066. The Attorney General's office declined to issue an opinion, stating in part that the office cannot issue opinions on matters in which it may become involved, adding that the Attorney General may be required to defend the constitutionality of the statute should it become the subject of litigation.

If this policy consideration were adopted, the resulting legislation should include language that provides explicit legal protection to university employees and trustees, should litigation ensue.

2. The Tennessee General Assembly could direct the University of Tennessee-Knoxville to declare itself the sole provider of sex-related programming on campus. As expressed in SJR 626, the university, rather than a registered student organization, is responsible for providing students with sexual health programming. UTK provides year-round sex-related programming (e.g., consent, STI prevention, etc.) to its students, as does every public university in Tennessee. Other universities in and outside of Tennessee host weeklong

events focused on sex education programming. UTK could conduct a similar event as part of the sex-related programming it already offers. If the legislature directed the university to declare itself the sole provider of sex-related programming, registered student organizations would not be able to plan sex-related events.

It is unclear if this consideration would be subject to a First Amendment lawsuit. If this policy consideration were adopted, the resulting legislation should include language that provides explicit legal protection to university employees and trustees, should litigation ensue.

3. The Tennessee General Assembly may wish to require that University of Tennessee-Knoxville provide more detailed and transparent information to students, legislators, and Tennesseans about funding for registered student organizations including the amounts requested and allocated, and the reasons that some requests are denied or reduced. If the legislature would like more detailed information about student activity fee allocations at all public institutions of higher education in Tennessee, it may wish to amend the requirements in PC 429 (2013). Currently, student activity fee expenditures are reported in general categories to the Tennessee Higher Education Commission (THEC), and it is difficult to compare expenditures from one campus to another.

4. The Tennessee General Assembly may wish to require that the University of Tennessee review the Comptroller's report, carefully consider all policy options, state its current position given the university's new leadership, and report any actions taken or future actions planned to the legislature by a specific date.

5. The Tennessee General Assembly may choose to ignore Sex Week at the University of Tennessee-Knoxville as it has in some years and as it has with similar events at other Tennessee universities. As the General Assembly has recognized in passing the Campus Free Speech Protection Act, the value of freedom of speech for students is one the state, as well as the university, seeks to uphold. Reducing the amount of attention given to an event involving small numbers of students (both in its planning and attendance), would arguably help lessen the controversy. In an interview with the Comptroller's Office in September 2018, the current student leaders of SEAT characterized the large amount of attention Sex Week has received from the legislature and media outlets as "free advertising."

6. The University of Tennessee-Knoxville should adopt a more consistent and proactive communication strategy for students, parents, and Tennessee citizens regarding controversial events. Some legislators have frequently relayed concerns from parents and other constituents to the university about Sex Week, and in some years, the university has proactively communicated to the General Assembly ahead of the event. The university has been more proactive in communicating about other controversial events on campus to the public at large; for example, in February 2018, the university issued a press release ahead of a white supremacist rally scheduled to take place on campus.

7. The University of Tennessee-Knoxville should take additional actions to reduce the perception of bias in the student activity fee funding allocation process. In 2013, the Senate Higher Education Subcommittee studied the student activity fee funding allocation

process at UTK and expressed concerns to the university about a perceived lack of diversity and potential bias in funding decisions.

At the subcommittee's request, the university conducted an internal review and concluded that bias was not evident in funding decisions but suggested that it could do a better job ensuring that all registered student organizations (RSOs) know how to apply for funding. RSOs are informed about how to apply for funding as part of their registration process. Currently, about 10 percent of RSOs request funding annually, and only nine RSOs have requested funding in each of the last five years. UTK should evaluate the 90 percent of RSOs that do not request funding to determine what, if anything, could be done to increase the percentage and diversity of organizations that request funds. Additionally, in 2014, an internal UTK task force recommended that more information could be made publicly available about funding decisions, including information about denied funding requests. Currently, the university posts a list of events that were funded with student activity fees online; details about funding amounts, or denied requests, are not included.

More transparency in the student activity fee funding allocation process and increasing the number and diversity of RSOs that request funding annually could alleviate the perceptions of bias.

A review of policies and practices at public universities in Tennessee shows that registered student organizations (RSOs) are given varying amounts of latitude to plan events, depending on the amount of funding and resources made available to student groups by the university. One university gives RSOs considerably fewer resources by not allocating funding directly to them.

The University of Tennessee-Knoxville could implement policies used at other public universities in Tennessee, though such policy changes would apply to all RSOs at the university. (UTK had nearly 600 RSOs in 2017-18, of which about 10 percent typically request student activity funding in any given year.)

8. The University of Tennessee-Knoxville could stop allocating funding directly to registered student organizations, and retain the responsibility for organizing nonacademic student activities. Such programming could be planned by an institution-sponsored student council or by a university department or staff member with input from students. This is the current practice at the University of Tennessee-Martin (UTM), where student activity funding is allocated to the Student Activities Council (SAC), but not to registered student organizations. The SAC plans nonacademic student activities and is advised by a professional staff member. The Assistant Vice Chancellor for Student Affairs makes the final decision on nonacademic programming offered at UTM. Registered student organizations at UTM cannot request funding, though they can use private donations to plan events, and are still eligible for indirect benefits, such as the use of campus facilities at no cost and the use of a university-maintained webpage.

9. The University of Tennessee-Knoxville could limit the amount of funding registered student organizations can request annually. At least two public universities in Tennessee limit the amount of funding registered student organizations can request annually.

Registered student organizations can request up to \$2,000 annually at Tennessee State University. Tennessee Technological University (TTU) puts a cap on funding request amounts based on the number of organizations expected to apply and reassesses the cap each semester. In 2018-19, RSOs at TTU could request a total of \$4,500 (\$1,500 in fall 2018, \$2,500 in spring 2019, and \$500 in summer 2019).

If UTK applied this policy, it could divide the total amount of money available for registered student organizations by the number of organizations that received funding in the previous year. For example, in 2017-18, a total of \$241,370 was allocated to 44 RSOs, which equals an average allocation of about \$5,500. In that year, 12 registered student organizations received more than the average allocation of \$5,500 and 32 organizations received less than \$5,500. Adoption of this policy would ensure a more balanced distribution of funding to registered student organizations.

10. UTK could charge registered student organizations for the use of all facilities.

At least four public universities in Tennessee, including UTK, charge RSOs some type of fee to use campus resources and facilities. UTK charges RSOs to rent tables and chairs if the event requires over a certain amount of either; additionally, certain facilities on campus charge rental and/or other fees to RSOs. The University of Memphis (UM) charges a rental fee to RSOs if an event is income-producing. This is also the practice at ETSU where RSOs are charged if an event requires an extraordinary amount of set up, clean up, or audio/visual assistance. Middle Tennessee State University (MTSU) charges RSOs for certain items such as custodial services, building and parking attendants, audio/visual assistance, and security based on the type of event and venue.

If UTK begins charging RSOs facility rental fees, it is likely that more RSOs would request student activity fee allocations. (Currently, only about 10 percent of the nearly 600 RSOs request funding annually.) If more RSOs request funding, the previous policy option to limit the amount of funding available per organization should be considered as well. Additionally, if this policy option were adopted, SEAT (and all other RSOs at UTK) would be reimbursing the university for the use of facilities with student activity fees, which are not considered to be state tax or tuition dollars.

The University of Tennessee-Knoxville could add to the criteria used by the Student Programming Allocation Committee (SPAC) in making funding allocations; the current allocation criteria is outlined in the board policy that was adopted in 2014. During an interview with the Comptroller's Office, the university said it has been considering making changes to the allocation criteria currently used by the SPAC to "better meet the needs of the campus community."

11. The SPAC could be required to consider the benefit of the student body and the entire university when making funding decisions. This standard is included in the allocation criteria used by RSO funding boards at four public universities in Tennessee (Austin Peay State University (APSU), ETSU, MTSU, and UM). At ETSU, the Student Government Association (SGA), an all-student, 30-member committee, considered its constitutional purpose "[to] always [keep] in mind the welfare of the entire student body" in making the decision to

deny a registered student organization's funding request for a Sex Week planned for February 2015. According to an administrator at ETSU, the SGA determined that awarding funds for Sex Week would not benefit the student body given the legislative backlash UTK received for Sex Week.

If the SPAC were required to "consider the benefit of the student body and the entire university" when making allocation decisions, it could decide not to fund certain events that have the potential to not benefit the student body or university.

12. The SPAC could be formally prohibited from allocating funds for income-producing events. UM policy prohibits the allocation of funds to RSOs for "fundraising events" and APSU policy states that student activity fee funding will not be allocated for "profit making ventures" for student organizations. Based on a review of the UTK SPAC funding decisions, this practice appears to be applied informally and inconsistently at the university. The SPAC has denied at least three organizations' allocation requests for a fundraising event, though the criterion is not included in the committee's formal list of allocation criteria. SEAT has received a funding allocation from the SPAC for an event in each of the past four years during which the organization collected donations from attendees.^E

13. The SPAC could be formally required to consider event attendance when making funding decisions. No public university has a formal policy explicitly requiring that attendance be considered when allocating funds, though most universities, UTK included, require that events funded by student activity fees be planned and offered so that the majority of students are able to attend. An administrator in UTK's Division of Student Life said that the university is considering making anticipated event attendance part of its formal allocation criteria; the SPAC has denied funding for at least one event because a similar event offered the previous year was poorly attended. A 2013 letter sent to Dr. DiPietro by Senator Joey Hensley, who was then serving as Chair of the Senate Higher Education Subcommittee, recommended that the university explore a funding model that would take into consideration student participation.

If UTK implemented this allocation criterion, the university would need to adopt a more thorough method of tracking attendance at events funded by student activity fees. Currently, attendance is not tracked consistently (i.e., event attendance is largely reported by RSOs and attendance data provided to the Comptroller's Office for this report is inconsistently reported across events and years).

14. SEAT should reflect on how student organizations at other universities have offered week-long sex-related programs. Student organizers of Sex Week events at public universities in and outside of Tennessee have shown a willingness to compromise with campus administrators regarding language used to advertise the event. The current student cochair of SEAT told the Comptroller's Office that it is not their intention to "stir the pot," though the organization demonstrated a lack of willingness to compromise during six years of controversy. A different marketing strategy for Sex Week at UTK might generate different results.

^E After reviewing a preliminary draft of this report, administrators at UTK told the Comptroller's Office that though the criterion is not included in the board policy outlining the SPAC's allocation criteria, "the university prohibits SPAC funding to be used for charitable causes," RSOs are informed that revenues raised from admission fees must be deposited back to the SPSF, and "the university was not aware of the fundraising done by SEAT."

UT Letter of Response

4.1



OFFICE OF THE PRESIDENT

The Honorable Justin P. Wilson
Comptroller of the Treasury
State Capitol
Nashville, TN 37243

Dear Comptroller Wilson:

Ensuring student success is the greatest responsibility we have at the University of Tennessee. As university leaders, we value, support, and trust our students, the majority of whom are Tennesseans. They are bright individuals who will lead Tennessee, the nation, and our world to greater heights. One core value that our students and the university share is that of learning—from each other, our successes, and our failures.

While we want to support students, we also recognize that 'Sex Week' has caused frustration and embarrassment for legislators, alumni, many Tennessee citizens, and for us as administrators at UT, and we and the Board are committed to rectifying this. This student-led program on the UT Knoxville campus has generated such attention due to the explicit nature of some of its events. Over the past six years, various UT administrators and trustees have taken actions to address issues related to the event; however, we recognize that their approach, while focused on handling the issues, did not fix the problem and that too many events have been more about sensationalism than education.

We are grateful for the hard work of the Comptroller's staff in assembling this report, which is fair and accurate, including the assessment that the University has not considered all of the potential actions to remove itself from the event. We are committed to learning from the report.

Accordingly, we will implement the following actions immediately:

- We will share copies of the Comptroller's report with the UT Board of Trustees and engage in a public discussion of the Comptroller's policy considerations with the Board at its next meeting on March 1.
- We will work with the Board to make the policy change necessary to cease future allocations of funds directly to registered student organizations and eliminate the Student Programming Allocation Committee (SPAC) [*Comptroller Policy Consideration #8*]. We also will work with the Board to develop a process in which the administration decides what programming to fund, including sex education programming, with input from students. Making this change will address the issue of potential bias in the allocation process [*Comptroller Policy Consideration #7*].

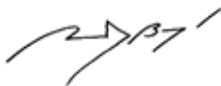
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- We will adopt a more consistent and proactive communication strategy for students, parents, and Tennessee citizens regarding Sex Week [*Comptroller Policy Consideration #6*].
- As part of our transparency initiative, we will publish detailed information on funding for registered student organizations for spring 2019 programming [*Comptroller Policy Consideration #3*].
- We will study the possibility of charging registered student organizations for the use of facilities that are not funded by the student activity fee [*Comptroller Policy Consideration #10*].

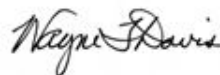
These steps likely will not prevent negative publicity and public displeasure of Sex Week 2019, a portion of which has already been funded with student activity fees under the current SPAC process. We are continuing to engage with the leaders of the student organization (SEAT) that organizes Sex Week, urging them to focus on "human sexuality as a legitimate academic field of inquiry" as noted in page 1 of the Comptroller's report, and alter the descriptions and promotion of the programs to be more educational in nature. However, as the Comptroller's report recognizes, previous campus discussions to that effect have not been successful.

It is our sincere hope that our actions to utilize the Comptroller's report and policy considerations will help us address this issue more effectively and use all of our resources to achieve student success.

Sincerely,



Randy Boyd
Interim President



Wayne T. Davis
Interim Chancellor



Justin P. Wilson
Comptroller of the Treasury

Jason E. Mumpower
Deputy Comptroller

Comptroller of the Treasury
State Capitol
Nashville, Tennessee 37243
615.741.2501
www.comptroller.tn.gov

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www.comptroller.tn.gov/hotline



OFFICE OF THE PRESIDENT

4.2

The Honorable Justin P. Wilson
 Comptroller of the Treasury
 State Capitol
 Nashville, TN 37243

Dear Comptroller Wilson:

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While we want to support students, we also recognize that 'Sex Week' has caused frustration and embarrassment for legislators, alumni, many Tennessee citizens, and for us as administrators at UT, and we and the Board are committed to rectifying this. This student-led program on the UT Knoxville campus has generated such attention due to the explicit nature of some of its events. Over the past six years, various UT administrators and trustees have taken actions to address issues related to the event; however, we recognize that their approach, while focused on handling the issues, did not fix the problem and that too many events have been more about sensationalism than education.

We are grateful for the hard work of the Comptroller's staff in assembling this report, which is fair and accurate, including the assessment that the University has not considered all of the potential actions to remove itself from the event. We are committed to learning from the report.

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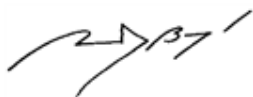
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These steps likely will not prevent negative publicity and public displeasure of Sex Week 2019, a portion of which has already been funded with student activity fees under the current SPAC process. We are continuing to engage with the leaders of the student organization (SEAT) that organizes Sex Week, urging them to focus on “human sexuality as a legitimate academic field of inquiry” as noted in page 1 of the Comptroller’s report, and alter the descriptions and promotion of the programs to be more educational in nature. However, as the Comptroller’s report recognizes, previous campus discussions to that effect have not been successful.

It is our sincere hope that our actions to utilize the Comptroller’s report and policy considerations will help us address this issue more effectively and use all of our resources to achieve student success.

Sincerely,



Randy Boyd
Interim President



Wayne T. Davis
Interim Chancellor



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

4.3

AGENDA ITEM SUMMARY

Meeting Date: March 1, 2019

Item: **Discussion of State Comptroller's Special Report on Sex Week at UT Knoxville / Revised Board Policy on a Student Programs and Services Fee**

Type: Action

Presenter: Matthew Scoggins, General Counsel

The Board approved a new Policy on a Student Programs and Services Fee at the June 19, 2014 Annual Meeting. The policy implemented the directives of Tennessee Senate Joint Resolution 626 (introduced in 2014 but not adopted), including the establishment of an opt-in procedure allowing every student the opportunity to expressly authorize the University to allocate a certain amount or percentage of the Student Programs and Services Fee (SPSF) for student-organized programming.

The policy defines “student-organized programming” as programming organized by a campus student programming board recognized and advised by the campus administration, or by a registered student organization. Under the policy, SPSF funds for student-organized programming are allocated by a Student Programming Allocation Committee (SPAC). The SPAC is composed of students (appointed by the Chief Student Affairs Officer) and non-student employees (appointed by the Chancellor), with the majority being employees but at least 40 percent being students.

On February 22, 2019, the Tennessee Comptroller of the Treasury issued a “Special Report: Sex Week at the University of Tennessee – Knoxville” and presented the report to the Tennessee General Assembly’s Senate Education Committee. Copies of the Executive Summary of the report and the administration’s response to the report are in the meeting materials. In response to policy considerations contained in the Comptroller’s report, the administration proposes revisions to the Policy on a Student Programs and Services Fee that would abolish the process of allocating SPSF funds for student-organized programming. Instead, all programming funded by the SPSF would be under the control of the Chief Student Affairs Officer. The revised policy would be effective March 1, 2019, but it would not invalidate any SPSF funds already allocated as of that date.

Chancellor Davis and President Boyd recommend approval of the revised policy. The appropriate motion to approve appears below, and the Resolution follows.

Motion: I move adoption of the Resolution to approve the revised Board Policy on a Student Programs and Services Fee as presented in the meeting materials.



The University of Tennessee
Board of Trustees

Resolution 00_-2019*
Revised Board Policy on a Student Programs and Services Fee

Resolved: The Board of Trustees approves the revised Board Policy on a Student Programs and Services Fee as presented in the meeting materials, which shall be attached to this Resolution after adoption and shall be effective March 1, 2019; provided that the revised policy shall not invalidate any Student Programs and Services Fee funds allocated prior to March 1, 2019.

Adopted this 1st day of March, 2019.

* Number will be inserted after adoption.

THE UNIVERSITY OF TENNESSEE
BOARD OF TRUSTEES
POLICY ON A STUDENT PROGRAMS AND SERVICES FEE

~~Adopted by the Board of Trustees~~

~~June 19, 2014~~

~~SECTION 1. PRIOR POLICIES AND FEES SUPERSEDED.~~

~~This policy shall supersede any and all Board of Trustees' policies or statements concerning student activity fees that fund Student Organized Programming, as defined in Section 10 of this policy, including the University Programs and Services Fee authorized by the Board on August 18, 1971. The Student Programs and Services Fee (SPSF) authorized by this policy shall supersede any and all previously authorized student activity fees, including the University Programs and Services Fee.~~

SECTION 21. AUTHORIZATION OF THE FEE.

The campuses of The University of Tennessee are authorized to assess, use, and allocate funds derived from a student activity fee, the Student Programs and Services Fee (SPSF), only in accordance with this policy. Campuses may exempt certain classes of students from paying all or part of the SPSF (e.g., part-time students; distance education students). ~~The SPSF authorized by this policy shall be the only campus fee that funds Student Organized Programming.~~

SECTION 32. PURPOSE OF THE FEE.

The purpose of the SPSF is to advance the University's educational mission by funding non-instructional services, activities, programs, and facilities that promote student satisfaction and retention or promote the intellectual, physical, emotional, social, cultural, or leadership development of students.

SECTION 43. RESTRICTIONS ON THE USE OF SPSF FUNDS.

- A. All expenditures of SPSF funds shall comply with University fiscal policies and procedures. The expenditure of SPSF funds shall be audited in the same manner as other University funds.
- B. Funds derived from the SPSF may be used only to fund the following:
 1. expenses relating to student services, activities, and programs organized or operated under the auspices of the Chief Student Affairs Officer (e.g., operating expenses and equipment; wages, salaries, and benefits);
 - ~~2. Student Organized Programming;~~
 - ~~3.2~~ the student government association recognized by the campus administration;
 - ~~4.3~~ student media (e.g., student newspaper, student yearbook) recognized by the campus administration;

~~5.4~~ intercollegiate and intramural athletics;

~~6.5~~ the costs of acquiring, constructing, installing, or enhancing any University property or facilities primarily used for non-instructional purposes, including the satisfaction of indebtedness; and

~~7.6~~ the operating and maintenance costs of facilities primarily used for non-instructional purposes.

C. Campuses may establish additional restrictions on the use of SPSF funds.

SECTION 54. CONTROL OF THE FEE.

A. The **Board of Trustees** retains ultimate control of the SPSF by virtue of this policy and by setting the amount of the SPSF at each campus annually upon the recommendation of the Board's Finance and Administration Committee.

B. The **President** shall:

1. exercise ultimate executive control over the administration and fiscal management of the SPSF;
2. make recommendations to the Finance and Administration Committee at the Annual Meeting of the Board of Trustees concerning the amount of the SPSF at each campus, after considering the recommendations of the Chancellors; and
3. submit an annual written report to the Finance and Administration Committee at the Annual Meeting of the Board of Trustees concerning the use of SPSF funds at each campus for the previous academic year, which shall include a report detailing the use of SPSF funds at each campus that discloses the activities, services, programs, and facilities ~~were~~-funded by the Student Programming Allocation Committee.

C. The **Chancellor** shall:

1. exercise executive control over the administration and fiscal management of the SPSF at the campus, subject to the general supervision of the President;
2. make an annual recommendation to the President concerning the amount of the SPSF prior to the Annual Meeting of the Board of Trustees;
3. review and approve an annual budget for the use of SPSF funds submitted by the Chief Student Affairs Officer;
4. provide the President with information to include in the President's annual report to the Board's Finance and Administration Committee concerning the use of SPSF funds; and
5. perform any other duties described in this policy.

D. The **Chief Student Affairs Officer** shall:

1. establish procedures for the general administration and fiscal management of SPSF funds;

2. designate and supervise a fiscal officer for SPSF funds, who shall be responsible for the day-to-day administration and fiscal management of SPSF funds;
3. solicit and consider the recommendations of the recognized student government association regarding the amount of the SPSF and the budget for SPSF funds, after providing the recognized student government association with information concerning projections of SPSF funds reasonably sufficient to make informed recommendations;
4. make a recommendation to the Chancellor concerning the amount of the SPSF prior to the Annual Meeting of the Board of Trustees;
5. submit an annual budget for the use of SPSF funds to the Chancellor; and
6. perform any other duties described in this policy.

~~SECTION 6. — STUDENT PROGRAMMING ALLOCATION COMMITTEE.~~

~~B. The Chancellor shall establish a Student Programming Allocation Committee (SPAC), whose primary task shall be to allocate SPSF funds for Student Organized Programming. The SPAC shall also make recommendations to the Chief Student Affairs Officer regarding how to use SPSF funds that students, pursuant to the opt-in procedure described in Section 7, have directed for a use other than Student Organized Programming. The Chancellor may assign other tasks to the SPAC that do not conflict with this policy. The Chancellor may not assign the task of allocating SPSF funds to Campus Student Programming Boards, Registered Student Organizations, or to any other person or group other than the SPAC.~~

~~C. The Chancellor shall determine the number of members of the SPAC, which shall be composed of University students and non-student University employees. A majority of the members of the SPAC shall be non-student University employees, but at least 40 percent of the SPAC shall be composed of University students. The Chancellor shall appoint the employee members of the SPAC. The Chief Student Affairs Officer shall appoint the student members of the SPAC after soliciting and considering the recommendations of the recognized student government association.~~

~~D.A. The Chief Student Affairs Officer shall establish SPAC procedures for: (1) meetings; (2) recordkeeping; (3) the process and timing for the submission of funding requests to the SPAC; and (4) communicating funding decisions, including procedures for documenting the reasons for a denial of funding.~~

~~SECTION 7. — OPTIONAL FUNDING OF STUDENT ORGANIZED PROGRAMMING.~~

~~A. Unless a campus is exempt under the provisions of Section 7.H., the Chancellor shall establish an opt-in procedure by which every student is allowed the opportunity to expressly authorize the University~~

~~to allocate a certain amount or percentage of the SPSF for Student Organized Programming. If a student fails, for any reason, to expressly authorize the University to allocate a certain amount or percentage of the SPSF for Student Organized Programming, then that amount or percentage of the student's SPSF shall be allocated by the Chief Student Affairs Officer for a use that benefits students; within the limits described in Section 3 and 4, but the funds shall not be used for Student Organized Programming.~~

- ~~B. The opt in procedure shall be implemented before the beginning of the Fall Semester of 2014.~~
- ~~C. As part of the opt in procedure, the campus shall inform students in writing (printed or electronic) that Student Organized Programming may be of a controversial nature or may be objectionable to students.~~
- ~~D. The Chief Student Affairs Officer shall make available to students a list of every program funded by the SPSF during the preceding academic year that was Student Organized Programming. The campus may provide additional information to students as long as it does not conflict with this policy. For example, the campus may inform students that the total amount of the SPSF will not change, regardless of whether they authorize the University to allocate SPSF funds for Student Organized Programming.~~
- ~~E. The opt in procedure, including the written communication to students described in Section 7.C, shall be presented to the President for approval prior to implementation. Any subsequent material changes to the opt in procedure shall be presented to the President prior to implementation.~~
- ~~F. The Chief Student Affairs Officer shall determine the amount or percentage of the SPSF that is subject to the opt in procedure. The Chief Student Affairs Officer shall solicit and consider the recommendations of the SPAC regarding how to use SPSF funds that students have not expressly authorized for allocation to Student Organized Programming.~~
- ~~G. Only programs organized by Campus Student Programming Boards and/or Registered Student Organizations, as defined in Section 10 of this policy, are eligible to receive funding from the SPSF.~~
- ~~H. The Chancellor shall not be required to develop the SPAC, the opt in procedure, and other procedures described in Sections 6-9 of this policy if:

 - ~~1. all student programming funded by the SPSF is sponsored by the campus, and the Chief Student Affairs Officer or his/her staff designee is the final decision maker concerning student programming funded by the SPSF; and~~~~

- ~~2. the campus engages students in the student programming process only to generate ideas and/or to assist in the organization or execution of student programming selected by the Chief Student Affairs Officer or his/her staff designee.~~

~~SECTION 8. CRITERIA FOR ALLOCATING SPSF FUNDS FOR STUDENT ORGANIZED PROGRAMMING.~~

- ~~A. The SPAC shall consider the following criteria exclusively in evaluating requests for Student Organized Programming:~~
 - ~~1. Whether, and to what degree, the program would advance the University's educational mission by promoting student satisfaction and retention and/or by promoting the intellectual, physical, emotional, social, cultural, or leadership development of students;~~
 - ~~2. Whether the request complied with the procedures established the Chief Student Affairs Officer for the submission of funding requests to the SPAC, including whether the request was timely submitted to the SPAC;~~
 - ~~3. Whether the program will be held on campus, and, therefore, will be easily accessible to students (priority shall be given to programs held on campus, unless ongoing construction to University facilities funded by the SPSF substantially impairs the ability of students to hold programs on campus);~~
 - ~~4. The clarity of the request;~~
 - ~~5. The amount of the request;~~
 - ~~6. The total amount of SPSF funds available for allocation by the SPAC;~~
 - ~~7. Whether, and to what degree, the request demonstrates that the Campus Student Programming Board or Registered Student organization has been diligent in determining the anticipated costs of the program;~~
 - ~~8. Whether, and to what degree, the funding proposal is fiscally responsible;~~
 - ~~9. If applicable, how effectively and efficiently the Campus Student Programming Board or Registered Student Organization used SPSF funds in the past;~~
 - ~~10. If applicable, whether the Campus Student Programming board or Registered Student Organization complied with University policies concerning SPSF funds in the past;~~
 - ~~11. If a Registered Student Organization, whether, and to what degree, the program is relevant to the Registered Student Organization's purpose, as described in the Registered Student Organization's constitution on file with the University;~~

~~12. Whether the proposed program is substantially similar to a program that was funded by the SPSF (or the former fee known as University Programs and Services Fee at the University of Tennessee, Knoxville) and organized by any Registered Student Organization within the past two (2) years;~~

~~13. Whether the proposed program duplicates, in whole or in part, separate services or programs offered by other Registered Student Organizations, but this criterion shall not prohibit Registered Student Organizations from collaborating and submitting a joint funding request to the SPAC; and~~

~~14. Whether the proposed program duplicates, in whole or in part, services or programs offered by an academic, administrative, or auxiliary department or division of the University.~~

~~B. The viewpoint of a Registered Student Organization or of the speaker(s) included in a proposed program shall not be considered by the SPAC when making a funding decision.~~

~~C. Student Organized Programming funded by the SPAC must be open to attendance by all students who opted in to directing that a portion of their SPSF funds be allocated for Student Organized Programming or who are exempt from payment of the SPSF by campus policy or law.~~

~~SECTION 9. APPEALS.~~

~~A Campus Student Programming Board or Registered Student Organization may appeal the SPAC's decision to deny funding. An appeal shall be submitted in writing to the Chief Student Affairs Officer within five (5) business days of the date on which the SPAC informed the Campus Student Programming Board or Registered Student Organization of the SPAC's decision to deny funding. There shall be only two grounds for appealing a decision of the SPAC: (1) the SPAC denied funding based on the viewpoint of a Registered Student Organization or of the speaker(s) included in a proposed program; and/or (2) the SPAC failed to follow its procedures in making the funding decision. The Chief Student Affairs Officer shall issue a decision on the appeal within ten (10) business days of the receipt of the appeal. The decision of the Chief Student Affairs Officer is not appealable.~~

~~SECTION 10. DEFINITIONS.~~

~~The following definitions apply for the purposes of this policy:~~

~~A. The term **"Campus Student Programming Board"** means a group of students recognized by the campus administration to organize campus-wide student programming and advised by a University staff member designated by the Chancellor or a Vice Chancellor.~~

~~B. The term **"Registered Student Organization"** means a student organization registered with the University in accordance with University rules.~~

~~C. The term “**Student-Organized Programming**” means programs organized by Campus Student Programming Boards and/or Registered Student Organizations.~~

History:

<u>Adopted</u>	<u>06/19/2014</u>
<u>Revised</u>	<u>03/01/2019</u>



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

5

AGENDA ITEM SUMMARY

Meeting Date: March 1, 2019

Item: **Process for the Campus Advisory Board to Submit a Recommendation to the President on the Proposed Strategic Plan for the Campus**

Type: Action

Presenter: Catherine S. Mizell, Secretary

The UT Focus on College and University Success (FOCUS) Act, enacted in 2018 as Public Chapter 657, establishes advisory boards for UTC, UTHSC, UTK, and UTM and prescribes the responsibilities of the advisory boards. One of the responsibilities is to submit a recommendation to the President regarding the strategic plan for the campus in accordance with a process established by the Board of Trustees.

The process included in the meeting materials has been developed in consultation with the Chancellors, all of whom have indicated their concurrence with the process. The President also concurs.

If there are no revisions to the process as presented, the appropriate motion for approval appears below.

Motion: I move adoption of the Resolution to approve the process presented in the meeting materials for the campus advisory board to submit a recommendation to the President on the proposed strategic plan for the campus.

BOARD OF TRUSTEES PROCESS FOR THE CAMPUS ADVISORY BOARD TO SUBMIT A RECOMMENDATION TO THE PRESIDENT ON THE PROPOSED STRATEGIC PLAN FOR THE CAMPUS

SECTION 1. PURPOSE

The Bylaws of the Board of Trustees provide that the Board is responsible for approving the strategic plan for each University of Tennessee campus. Tennessee law requires the campus Advisory Board to submit a recommendation to the President on the proposed strategic plan for the campus prior to approval by the Board of Trustees. Tennessee law also requires that the Advisory Board submit the recommendation to the President in accordance with the process established by the Board of Trustees.

SECTION 2. DEFINITIONS

“Advisory Board” means the separate advisory board established under Tennessee Code Annotated § 49-9-501 for each of the following: the University of Tennessee, Knoxville, the University of Tennessee at Martin, the University of Tennessee at Chattanooga, and the University of Tennessee Health Science Center.

“Board” means the Board of Trustees of the University of Tennessee.

SECTION 3. PROCESS

1. The Chancellor shall submit the proposed new or modified strategic plan to the Advisory Board for consideration.
2. The Advisory Board shall consider the proposed strategic plan at a regular or special meeting of the Advisory Board and adopt a recommendation regarding the proposed strategic plan for submission to the President.
3. If the Advisory Board decides not to recommend the plan to the President, the Chancellor shall consider the feedback of the Advisory Board and decide whether to modify the plan before submitting the plan to the President. The Chancellor shall submit any modification of the plan to the Advisory Board for further consideration at a regular or special meeting, and the Advisory Board shall adopt a recommendation regarding the proposed plan, as modified, for submission to the President.

4. The Chancellor shall submit the proposed strategic plan, together with the Advisory Board's recommendation, to the President for review. If the Advisory Board's recommendation is not positive, the Chancellor also shall submit a written explanation of why the Chancellor is submitting the plan to the President without a positive recommendation by the Advisory Board.
5. If the President decides to recommend the proposed plan for approval, the President shall submit the plan and the Advisory Board's recommendation to the Executive Committee of the Board of Trustees, which has responsibility for overseeing and monitoring the strategic planning processes. If the Advisory Board's recommendation is not positive, the President also shall submit a written explanation of why the President is submitting the plan to the Executive Committee without a positive recommendation by the Advisory Board.
6. The Executive Committee shall review the proposed plan and submit a recommendation, together with the recommendations of the Advisory Board and the President, for consideration by the Board of Trustees at its next regular meeting.

History:

Adopted	03/01/2019
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The University of Tennessee
Board of Trustees

5

Resolution 00_-2019*

Process for the Campus Advisory Board to Submit a Recommendation to the President
on the Proposed Strategic Plan for the Campus

Resolved: The Board of Trustees adopts the Process for the Campus Advisory Board to Submit a Recommendation to the President on the Proposed Strategic Plan for the Campus as presented in the meeting materials, which shall be attached to this Resolution after adoption.

Adopted this 1st day of March, 2019.

* Number will be inserted after adoption.



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

6

Meeting Date: March 1, 2019

Committee: Executive

Item: **Executive Committee Charter**

Type: Action

Presenter: John C. Compton, Chair of the Board and the Executive Committee

The Bylaws of the Board of Trustees require each standing committee to develop a charter detailing the responsibilities and powers of the committee. Each committee charter must be submitted to the Board of Trustees for approval.

At a meeting on February 6, 2019, the Executive Committee considered the proposed charter included in the materials for this meeting. Much of the proposed charter is based on statutory requirements in the UT FOCUS Act—especially the powers and responsibilities of the Committee. During discussion, the Committee reached a consensus that the following provision should be revised as shown if doing so would be possible under governing law:

The Executive Committee's responsibility to make recommendations to the Board shall include the following matters:

1. The initial and subsequent compensation of the President and ~~the initial compensation of~~ other officers of the University as defined by the Bylaws of the Board [*Chancellors, CFO, General Counsel, Vice Presidents*].

The Committee approved the proposed charter for recommendation to the Board subject to this revision if possible under governing law. Subsequently, however, the General Counsel concluded that without a statutory amendment, the Board cannot mandate that the President obtain prior Board approval for subsequent changes in compensation of Chancellors and other officers. The law expressly authorizes the President to set the subsequent compensation of these officers. Accordingly, the charter comes forward for approval by the Board without the revision.

[continued on next page]



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

A proposed Bylaw amendment will be presented at the meeting to require the President to inform and seek the advice of the Chair of the Board and any appropriate committee chair before changing the compensation and other terms of employment of these officers.

If there are no revisions to the Executive Committee Charter as presented in the meeting materials, the Chair will move adoption of the Resolution to approve the charter. Coming to the Board as a committee recommendation, a second is not required.

Chair: On the recommendation of the Executive Committee, I move adoption of the Resolution to approve the Executive Committee Charter as presented in the meeting materials.



The University of Tennessee
Board of Trustees

Resolution 00_-2019*
Executive Committee Charter

6

Resolved: The Board of Trustees approves the Executive Committee Charter as presented in the meeting materials, which shall be attached to this Resolution after adoption.

Adopted this 1st day of March, 2019.

* Number will be inserted after adoption.



**THE UNIVERSITY OF TENNESSEE
BOARD OF TRUSTEES**

**EXECUTIVE COMMITTEE
CHARTER**

PURPOSE

The Executive Committee oversees and monitors the work of the Board and its standing committees to promote effective and efficient exercise of the Board's fiduciary responsibilities.

POWERS AND RESPONSIBILITIES

Power to Act for the Board

The Executive Committee has the power to act for the Board on any matter when necessary between meetings of the Board. The minutes of the meeting shall reflect the facts and circumstances making it necessary for the Committee to act for the Board. The Secretary of the Board shall provide the agenda and supporting materials for each meeting of the Executive Committee to all members of the Board of Trustees in advance of the meeting.

Responsibility for Recommendations to the Board

The Executive Committee's responsibility to make recommendations to the Board shall include the following matters:¹

1. The initial and subsequent compensation of the President and the initial compensation of other officers of the University as defined by the Bylaws of the Board;

¹Under the Bylaws of the Board of Trustees, the Chair of the Board may designate any of the listed matters for deliberation and action at a meeting of the Board without prior review and recommendation by the Executive Committee.



2. Assessment of the President's performance and welfare on an annual and cumulative basis in accordance with the Board Policy on Presidential Performance Reviews;
3. The strategic plan for each campus and institute;
4. Any system-wide strategic plan proposed by the President from time to time; and
5. Amendments to the Bylaws of the Board of Trustees identified as necessary in the course of the Committee's periodic review of the Bylaws.

Other Responsibilities

Other responsibilities of the Executive Committee shall include the following:

1. Oversee and monitor the University's commitment to and compliance with the state's plans and objectives for higher education;
2. Oversee the strategic planning processes and monitor progress toward goals;
3. Monitor the effectiveness of the Board's committee structure;
4. Conduct a self-evaluation of the Board no less often than every four years and present a summary report of findings to the Board;
5. Oversee an effective orientation and continuing education process for Trustees;
6. Oversee compliance with the Code of Ethics for Appointed Trustees; and
7. Other responsibilities as the Board deems necessary or advisable, subject to the approval of the Board.

MEMBERSHIP

In accordance with state law, the Executive Committee shall be composed of five (5) voting members of the Board of Trustees. One of the members shall be the Chair of the Board, who shall serve ex officio as chair of the Committee. Committee members shall be appointed by the Board of Trustees on the recommendation of the Chair of the Board. The Board shall strive to ensure that the Committee includes alumni from different University of Tennessee institutions. The term of appointment shall be two years,



beginning July 1 of the first year and ending June 30 of the second year. If a vacancy occurs prior to expiration of the two-year term, the Chair of the Board shall appoint a voting member of the Board to fill the remainder of the term. If appointments or reappointments to the Board are pending at the end of the two-year term, the appointments shall continue beyond the end of the term until all vacancies on the Board have been filled and the Board has made new standing committee appointments.

The Secretary of the Board shall provide staff support for the Executive Committee.

MEETINGS

Required Number, Call, and Location

The Executive Committee shall meet as often as necessary to carry out its responsibilities, but no less often than once annually. The Committee may meet in conjunction with regular meetings of the Board of Trustees, at stated times approved in advance by the Committee, or at any other time upon a call by the Committee Chair, by the President, or by the Secretary of the Board upon the written request of two members of the Committee. Committee meetings may be held at any location in the State of Tennessee.

Notice

At least five (5) days' notice of meetings shall be given to all Committee members and all other members of the Board when feasible, but less notice may be given when there is a need for urgent action. Notice may be delivered by postal mail, courier, electronic mail, or facsimile transmission. If written notice is not feasible, by reason of urgency or other exigent circumstance, notice may be given by telephone.

As required by Tennessee Code Annotated § 8-44-103(a) and (b), adequate public notice of Executive Committee meetings shall be given. All meetings of the Committee shall be open to the public unless otherwise provided by the Tennessee Open Meetings Act or a judicially-recognized exception to the Act.

Agenda

An agenda shall accompany the notice of every meeting of the Committee when feasible, but when not feasible, the notice shall state the purpose or purposes for which the meeting is called.



Development of the Committee agenda shall be the responsibility of the Committee Chair, in consultation with the President and the Secretary of the Board. The agenda shall list in outline form each matter to be considered at the meeting. The Committee may use a consent agenda in the manner provided by the Bylaws of the Board of Trustees. Items not set forth on the agenda or in the meeting notice may be considered only upon an affirmative roll-call vote of a majority of the total voting membership of the Committee.

Quorum

A quorum shall be a majority (more than one-half) of the members of the Committee. In the absence of a quorum, those attending may adjourn the meeting until a quorum is present.

Action of the Committee

The action of a majority of the quorum of Executive Committee members present at any meeting shall be the action of the Committee, except as otherwise provided in the Bylaws of the Board of Trustees, Board policy, or statute.

Minutes

The Secretary of the Board shall prepare minutes of all Executive Committee meetings, review the minutes with the Committee Chair, and provide the minutes to all Committee members and all other members of the Board before the next meeting of the Committee.



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

Meeting Date:	March 1, 2019
Committee:	Executive
Item:	<u>Process for Appointment of a Non-voting Student Member of the Board of Trustees</u>
Type:	Action
Presenter:	John C. Compton, Chair of the Board and the Executive Committee

7

Under the UT FOCUS Act, the Board of Trustees includes a non-voting student member selected and appointed in a manner determined by the Board. The Act provides for the appointment to rotate annually among the campuses according to the following sequence: UT Health Science Center, UT Knoxville, UT Martin, and UT Chattanooga.

In 2018, to ensure the appointment would be made before the first regular meeting of the newly constituted Board of Trustees, the Board authorized the Executive Committee to make the initial appointment from the Health Science Center. The Board now needs to establish the process by which future appointments will be made.

On February 6, 2019, the Executive Committee voted to recommend Board approval of the process presented in the meeting materials. The process is substantially the same as the 2018 process, which produced exceptional candidates from the Health Science Center, but the following changes should be noted:

1. Each college dean will be asked to nominate one student, rather than “not more than one;”
2. Students nominated by the college dean will complete an application in the form attached to the description of the appointment process; and
3. The Chancellor, in consultation with the Chief Academic Officer, will recommend a single nominee to the Chair of the Board of Trustees, rather than “up to three.”

If there are no revisions to the process presented in the meeting materials, the Chair will move adoption of the Resolution to approve the process. Coming to the Board as a committee recommendation, a second is not required.

Chair: On the recommendation of the Executive Committee, I move adoption of the Resolution to approve the Process for Appointment of a Non-voting Student Member of the Board of Trustees.



The University of Tennessee
Board of Trustees

Resolution 00_-2019*

Process for Appointment of a Non-voting Student Member of the Board of Trustees

Resolved: The Board of Trustees approves the Process for Appointment of a Non-voting Student Member of the Board of Trustees as presented in the meeting materials, which shall be attached to this Resolution after adoption.

Adopted this 1st day of March, 2019.

* Number will be inserted after adoption.



Board of Trustees

Process for Appointment of a Non-voting Student Member of the Board of Trustees

7

SECTION 1. PURPOSE

The “University of Tennessee Focusing on Campus and University Success (FOCUS) Act,” enacted in 2018, provides that a non-voting student member of the Board of Trustees shall be appointed in a manner determined by the Board. The Act further provides that the student member position shall be for a one-year term, beginning July 1 and ending the following June 30; that the appointment shall be made by May 31 of each year; and that the position shall rotate annually among UT campuses according to the following sequence: University of Tennessee Health Science Center; University of Tennessee, Knoxville; University of Tennessee at Martin; and University of Tennessee at Chattanooga.

In compliance with the UT FOCUS Act, the Board of Trustees establishes this process for selection and appointment of a non-voting student member of the Board of Trustees.

SECTION 2. ELIGIBILITY REQUIREMENTS

Nominees must satisfy the following eligibility requirements:

1. Have been enrolled as a full-time student for at least one year at the campus from which the appointment will be made;
2. Remain enrolled as a full-time student at the campus from which the appointment will be made through June 30 of the next year and be available to attend the Annual Meeting of the Board in June of the next year; provided that the student member is not required to be enrolled during any summer semester; and provided further that if the student member graduates at the end of the spring semester following his or her appointment, the student member may continue to serve through June 30 of that year;
3. Have a minimum cumulative GPA of 3.0;
4. Be in good academic and disciplinary standing with the University, with no pending disciplinary matters or sanctions and no prior disciplinary history; and
5. Not currently serving as an officer or member of the Student Government Association.

SECTION 3. NOMINATION PROCESS AND TIMELINE

1. By March 8: The Chief Academic Officer for the campus from which the appointment is to be made will ask the college deans to nominate one student from their college.
2. By April 5: The deans will submit their nominees to the Chief Academic Officer with the following supporting materials:



- a. Completed application by the nominee in the form attached to this description of the appointment process;
 - b. Letter from the nominee (1) describing the nominee's work, service, and leadership experiences relevant to his or her candidacy; (2) expressing the reason for the nominee's interest in serving as a non-voting student member of the Board of Trustees; (3) describing the nominee's understanding of the fiduciary responsibilities of a Trustee and the constituency served; and (4) stating the nominee's intention to remain enrolled as a full-time student at the campus from which the appointment is to be made through June 30 of the next year (or through graduation in May of the next year) and confirming the nominee's availability to attend the Annual Meeting of the Board in June of the next year;
 - c. Nominee's resume; and
 - d. College dean's letter of recommendation for the nominee.
3. By April 30: The Chancellor, in consultation with the Chief Academic Officer, will recommend a nominee to the Chair of the Board of Trustees. The recommendation shall include certification that the Chancellor has verified that the nominee meets all eligibility requirements for the appointment.

SECTION 4. APPOINTMENT BY THE BOARD OF TRUSTEES OR THE EXECUTIVE COMMITTEE

1. In his or her discretion, the Chair of the Board may interview the nominee recommended by the Chancellor before deciding whether to recommend the nominee for appointment.
2. If the Board of Trustees is not scheduled to meet before the May 31 statutory deadline for making the appointment, the Chair shall make his or her recommendation at a previously scheduled or called meeting of the Executive Committee before May 31.

History:

Adopted	03/01/2019
Revised	



**The University of Tennessee Board of Trustees
Non-voting Student Member Application**

Instructions

7

If your college dean has decided to nominate you for the non-voting student position on the UT Board of Trustees, please submit the following materials to the dean:

1. This application form completed, signed, and dated.
2. A letter from you (1) describing your work, service, and leadership experiences relevant to your candidacy for the position; (2) expressing the reason for your interest in serving as a non-voting student member of the Board of Trustees; (3) describing your understanding of the fiduciary responsibilities of a Trustee and the constituency served by the Board; and (4) stating your intention to remain enrolled as a full-time student at your current institution through June 30 of the next year (or through graduation in May of the next year) and confirming your availability to attend the Annual Meeting of the Board in June of the next year; and
3. Your current resume.

Full Name:

E-mail address:

Permanent address and telephone number:

Campus where currently enrolled as a full-time student:

Beginning date of most recent continuous enrollment as a full-time student at the campus where currently enrolled (excluding summer terms):

College and degree program:

Expected graduation date:

Current GPA:

I affirm that I am currently enrolled as a full-time student and have been for at least one year and that I am in good academic and disciplinary standing with the University, with no pending disciplinary matters or sanctions and no prior disciplinary history. I further affirm that I am not currently serving as an officer or member of the Student Government Association. I authorize the Chancellor or a designee of the Chancellor to verify that I meet all eligibility requirements for appointment to the Non-voting Student Trustee position, and I agree that the University may disclose information from my education records, including my application, to the public for the purpose of considering my application during a public meeting of the University's Board of Trustees or the Executive Committee of the Board.

Signature: _____

Date: _____



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

Meeting Date: March 1, 2019

Committee: Executive

Item: **Process for Appointment of a Faculty Member to the Education, Research, and Service Committee**

Type: Action

Presenter: John C. Compton, Chair of the Board and the Executive Committee

Under the UT FOCUS Act, the standing committee of the Board of Trustees with responsibility for academic affairs and student success must include a full-time faculty member selected, appointed, and rotating annually among the campuses in a manner determined by the Board. At its initial meeting on August 1, 2018, the Board determined that the appointment would rotate according to the following sequence: University of Tennessee, Knoxville; University of Tennessee at Martin; University of Tennessee at Chattanooga; and University of Tennessee Health Science Center.

In 2018, to ensure the appointment would be made before the first regular meeting of the newly constituted Board of Trustees, the Board authorized the Executive Committee to make the initial appointment from UT Knoxville. The Board now needs to establish the process by which future appointments will be made.

On February 6, 2019, the Executive Committee voted to recommend Board approval of a process substantially the same as the 2018 process, but the following changes were noted:

1. The eligibility requirement of “full-time, tenured faculty member” is clarified to state “without a concurrent administrative appointment at the level of department head/chair or higher.”
2. Each college dean and the Faculty Senate will be asked to nominate one faculty member, rather than “no more than one;” and
3. The Chancellor, in consultation with the Chief Academic Officer, will recommend a single nominee to the Chair of the Board of Trustees, rather than “up to three.”

After the Executive Committee meeting, the UTK Faculty Senate Executive Committee, through Chancellor Davis, requested that item 1 be changed to read “at the level of dean or higher,” thereby allowing department heads/chairs to be eligible for appointment because they are eligible for Faculty Senate membership at UTK. After seeking input from the other three campuses, it became apparent that there are significant differences in how the term “full-time faculty member” is defined, or at least understood, at the four campuses. Consequently, the Chair decided to recommend a revision to the process as shown in the meeting materials, which essentially leaves to the Chancellor the responsibility to determine whether an individual meets the “full-time faculty member” requirement. The process



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

already requires the Chancellor to verify that the individual he recommends to the Chair of the Board meets all eligibility requirements for the appointment (see Section 3, item 3).

The Chair will call for a motion to adopt the Resolution to approve the process as presented in the meeting materials, which includes the revision discussed above. A second to the motion will be required because the recommendation does not represent the action of the Executive Committee.

Motion: I move adoption of the Resolution to approve the Process for Appointment of a Faculty Member to the Education, Research, and Service Committee as presented in the meeting materials.



The University of Tennessee
Board of Trustees

Resolution 00_-2019*
Process for Appointment of a Faculty Member to the
Education, Research, and Service Committee

Resolved: The Board of Trustees approves the Process for Appointment of a Faculty Member to the Education, Research, and Service Committee as presented in the meeting materials, which shall be attached to this Resolution after adoption.

Adopted this 1st day of March, 2019.

* Number will be inserted after adoption.



Board of Trustees

Process for Appointment of a Full-Time Faculty Member to the Education, Research, and Service Committee

SECTION 1. PURPOSE

The “University of Tennessee Focusing on Campus and University Success (FOCUS) Act,” enacted in 2018, provides that the “standing committee with responsibility for oversight of academic affairs and student success shall include one (1) voting full-time faculty member of a University of Tennessee institution.” The Act further provides that the faculty member shall be selected and appointed in a manner determined by the Board of Trustees; that the appointment shall be for a one-year term, beginning on July 1 and ending the following June 30; that the appointment shall rotate among the campuses in a manner determined by the Board of Trustees; and that the appointment shall be made by May 31 of each year. At its organizational meeting on August 1, 2018, the Board of Trustees determined that the initial appointment would be made from the University of Tennessee, Knoxville and thereafter rotate according to the following sequence before returning to UT Knoxville: University of Tennessee at Martin; University of Tennessee at Chattanooga; and University of Tennessee Health Science Center.

In compliance with the UT FOCUS Act, the Board of Trustees establishes this process for selection and appointment of a full-time faculty member to the Education, Research, and Service Committee of the Board.

SECTION 2. ELIGIBILITY REQUIREMENTS

Nominees must satisfy the following eligibility requirements:

1. Full-time, tenured faculty member at the campus from which the appointment will be made with the rank of Professor ~~and without a concurrent administrative appointment at the level of department head/chair or higher;~~
2. Employed as a full-time, tenured faculty member at the campus from which the appointment will be made for at least the previous five consecutive years;
3. Annual performance ratings of “exceeds” or “far exceeds” expectations for rank for the previous three years;
4. No record of disciplinary actions; and
5. Intention to remain employed as a full-time, tenured faculty member at the campus from which the appointment will be made through June 30 of the next calendar year.



SECTION 3. NOMINATION PROCESS AND TIMELINE

1. By March 8: The Chief Academic Officer for the campus from which the appointment is to be made will ask the college deans to nominate one faculty member from their college and will ask the Faculty Senate to nominate one faculty member.
2. By April 5: The deans and the Faculty Senate will submit their nominees to the Chief Academic Officer with the following supporting materials:
 - a. Letter from the nominee (1) expressing the reason for the nominee's interest in serving as a voting member of the Education, Research, and Service Committee; (2) describing the nominee's perspective on what a faculty member's role on the committee should be; and (3) stating the nominee's intention to remain employed as a full-time, tenured faculty member at the campus from which the appointment will be made through June 30 of the next year;
 - b. Nominee's curriculum vitae; and
 - c. Letter of recommendation from the college dean or the Chair of the Faculty Senate, as applicable.
3. By April 30: The Chancellor, in consultation with the Chief Academic Officer, will recommend a nominee to the Chair of the Board of Trustees. The recommendation shall include certification that the Chancellor has verified that the nominee meets all eligibility requirements for the appointment.

SECTION 4. APPOINTMENT BY THE BOARD OF TRUSTEES OR THE EXECUTIVE COMMITTEE

1. In his or her discretion, the Chair of the Board may interview the nominee recommended by the Chancellor before deciding whether to recommend the nominee for appointment.
2. If the Board of Trustees is not scheduled to meet before the May 31 deadline for making the appointment, the Chair shall make his or her recommendation at a previously scheduled or called meeting of the Executive Committee before May 31.

History:

Adopted	03/01/2019
Revised	



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

Meeting Date: March 1, 2019

Committee: Finance and Administration

Item: **Revised FY 2018-19 Operating Budget**

Type: Action

Presenter: Bill Rhodes, Chair of the Finance and Administration Committee

9

The Finance and Administration Committee considered this item at its meeting on March 1, 2019. The Committee Chair will present the recommendation of the Committee.

The Revised FY 2018-19 Operating Budget is in the F&A book at Tab 2.

If there are no revisions to the revised budget as presented in the meeting materials, the Committee Chair will move adoption of the Resolution to approve. Coming to the Board as a committee recommendation, a second is not required.

Committee Chair: On the recommendation of the Finance and Administration Committee, I move adoption of the Resolution to approve the FY 2018-19 Revised Operating Budget as presented in the meeting materials.

THE UNIVERSITY OF TENNESSEE
BOARD OF TRUSTEES

Resolution 00_-2019*
Resolution to Approve the
FY 2018-19 Revised Operating Budget

WHEREAS, by state law, the Board of Trustees must approve an annual operating budget for the University; and

WHEREAS, the Board approved the FY 2018-19 operating budget on June 22, 2018; and

WHEREAS, the operating budget must be revised during the year to update revenue and expenditure projections for the remainder of the fiscal year, taking into consideration final fall enrollments (which are estimated when the original budget is prepared), the impact of the prior year's activities carried forward into the current year, and adjustments in state appropriations occurring since the budget was approved on June 22, 2018; and

WHEREAS, the 2018-19 Revised Operating Budget includes adjustments allocating revisions to budgeted revenues and carry forward of unexpended non-recurring funds from 2017-18; and

WHEREAS, further adjustments may be required if material changes in revenues or expenditures arise during the remainder of FY 2018-19; and

WHEREAS, the FY 2018-19 Revised Budgets for Unrestricted Education and General (E&G) and Auxiliary Enterprises are balanced, and within available resources and comply with all applicable policies and guidelines;

NOW THEREFORE BE IT RESOLVED that:

1. The FY 2018-19 Revised Unrestricted, Educational and General Operating Budget in the amount of \$1,480,989,950 and the Revised Unrestricted Auxiliary Operating Budget in the amount of \$263,872,353 are approved with the understanding that if the General Assembly or the Department of Finance and Administration further alters the FY 2018-19 appropriations, or if changes in estimated resources require, the budget shall be modified accordingly so expenditures will not exceed available resources.
2. Any additional general salary increases that exceed the FY 2019 salary and wage plan may only be granted upon approval by the Board of Trustees.
3. Any remaining balance of unrestricted net assets may be considered as a reserve for contingencies to be used for:

* Number will be inserted after adoption.

- a. Employing additional staff where enrollments, operational plans, or reorganization requirements warrant;
- b. Modifying departmental operating budgets where changing conditions during the year require funding adjustments;
- c. Funding to make salary adjustments for personnel as may be necessary during the year in keeping with state and university salary guidelines;
- d. Improving physical facilities for academic and research departments as opportunities arise;
- e. Mandated cost increases; and
- f. State impoundment of funds or appropriations rescission during the budget year.

Adopted this 1st day of March, 2019.



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

Meeting Date: March 1, 2019

Committee: Finance and Administration

Item: **FY 2019-20 Tuition and Fees for the Health Science Center**

Type: Action

Presenter: Bill Rhodes, Chair of the Finance and Administration Committee

10

The Finance and Administration Committee considered this item at its meeting on March 1, 2019. The Committee Chair will present the recommendation of the Committee.

The UTHSC FY 2019-20 tuition and fees proposal is in the F&A book at Tab 4.

If there are no revisions to the proposal as presented in the meeting materials, the Committee Chair will move adoption of the Resolution to approve. Coming to the Board as a committee recommendation, a second is not required.

Committee Chair: On the recommendation of the Finance and Administration Committee, I move adoption of the Resolution to approve the FY 2019-20 tuition and fees for the Health Science Center as presented in the meeting materials.



The University of Tennessee
Board of Trustees

Resolution 00_-2019*
FY 2019-20 Tuition and Fees for the Health Science Center

Resolved: The Board of Trustees approves the FY 2019-20 tuition and fees for the Health Science Center as presented in the meeting materials, which shall be attached to this Resolution after adoption.

Adopted this 1st day of March, 2019.

* Number will be inserted after adoption.



The University of Tennessee
Board of Trustees

Report of the Audit and Compliance Committee
Submitted to the Board on March 1, 2019

The Audit and Compliance Committee met on January 10, 2019. Representatives of the accounting and advisory firm Baker Tilly presented the results from their review of the UT System institutional compliance function. Institutional Compliance is one of the two divisions of the UT System Administration Office of Audit and Compliance (OAC).

The Baker Tilly consultants identified numerous strengths, including 1) a culture of compliance throughout the institution, 2) active institutional compliance committees, and 3) assignment of responsibility for specific laws and regulations throughout the UT system, which is rare. They described the program as “a well-oiled machine” with an intensive bottoms-up approach to understanding and assessing compliance.

To evolve the program, the consultants recommended opportunities in three areas: 1) strategic compliance oversight, 2) monitoring, and 3) collaboration and communication. Using a maturity model based on US Federal Sentencing Guidelines, the consultants rated UT’s program at Level 3 on a five-point scale in five of the seven areas evaluated. They noted Level 3 is considered the desired balance of risk and resources in higher education because striving for Level 5 would be too costly. However, they noted the two areas in which UT rated Level 2—oversight and monitoring—are core areas; therefore, striving to achieve Level 4 in those would be appropriate.

The director of the Office of Institutional Compliance, Mr. Bill Moles, then presented the 2019 Institutional Compliance work plan. During the discussion, Mr. Moles indicated the specific objectives that address recommendations from Baker Tilly. These included the following: 1) involving System and campus/institute executives in validating and prioritizing top compliance risks, 2) implementing a feedback loop for monitoring effectiveness of the compliance program from management, and 3) expanding opportunities for sharing leading practices across the system. The committee approved the plan.

The committee also heard a presentation on the 2019 internal audit plan from Ms. Judy Burns, interim chief audit and compliance officer in the Office of Audit and Compliance (OAC), and Ms. Amy Wilegus, OAC director for west Tennessee. Ms. Burns explained the process for developing the annual plan, including the risk assessment process. She and Ms. Wilegus highlighted the objectives of key projects on the plan. The committee approved the plan.

Dr. Ashley Blamey, Title IX Coordinator for the UT System and the Knoxville campus, presented an overview of Title IX. She discussed the history of Title IX from 1972 to the present; recommendations from the 2017 Title IX Commission created by the UT president, which led to the creation of a system-wide coordinator; the mission of the University’s Title IX program with its emphasis on prevention; and objectives completed and planned for the next few years.



The Committee also met in a non-public setting to review investigations and discuss the University's enterprise risk management process.

Respectfully Submitted,

A handwritten signature in blue ink, consisting of a stylized 'A' followed by a cursive 'M' and a period, positioned above a horizontal line.

Amy Miles, Committee Chair



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

Meeting Date: March 1, 2019

Item: **Consent Agenda**

Type: Action

Presenter: John C. Compton, Chair of the Board

Certain items have been placed on the Consent Agenda of the full Board meeting, including all or most items recommended unanimously by a standing committee that met in conjunction with this regular meeting of the Board. Only items A through D were not considered in a committee meeting.

Items on the Consent Agenda will not be presented or discussed in the Board meeting unless a Committee member requests removal of an item from the Consent Agenda. In accordance with the Bylaws, before calling for a motion to approve the Consent Agenda, the Chair will ask if any member of the Committee requests that an item be removed from the Consent Agenda. The Bylaws provide that an item will not be removed from the Consent Agenda solely for the purpose of asking questions for clarification. Those questions should be presented to the Secretary before the meeting.

If there are no requests to remove items from the Consent Agenda, the Chair will call for the following motion.

Motion: I move approval of the items on the Consent Agenda by adoption of the applicable Resolutions in the meeting materials.



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

Meeting Date: March 1, 2019

Item: **Minutes of the Last Meeting**

Type: Action

Minutes of the November 2, 2018 meeting of the Board of Trustees are included in the meeting materials for approval.

If there are no additions or corrections to the minutes, the following is the appropriate Resolution for approval:

Resolved: The reading of the minutes of the November 2, 2018 meeting of the Board of Trustees is omitted, and the minutes are approved, provided that the Secretary is authorized to make any necessary edits to correct spelling, grammatical, or format errors or other technical errors subsequently identified.



THE UNIVERSITY OF TENNESSEE
BOARD OF TRUSTEES

MINUTES OF THE FALL MEETING
November 2, 2018
Knoxville, Tennessee

The Fall Meeting of The University of Tennessee Board of Trustees was held at 1:15 p.m. EDT, on Friday, November 2, 2018, in the Hollingsworth Auditorium on the campus of The University of Tennessee Institute of Agriculture, in Knoxville.

I. CALL TO ORDER AND INVOCATION

Chair John Compton called the meeting to order and asked Steve Moldrup, Co-Director of the Collegiate Abbey, to offer the invocation.

II. ROLL CALL

Chair Compton asked the Secretary, Catherine S. Mizell, to call the roll.

The Secretary proceeded to call the roll, and the following members of the Board of Trustees were present:

John C. Compton, Chair
Decosta E. Jenkins
Kara Lawson (by telephone)
Amy E. Miles
Kenneth I. Packer
William (Bill) C. Rhodes III
Donald J. Smith
Commissioner Jai Templeton
Kim H. White
T. Lang Wiseman
Jamie R. Woodson

The Secretary announced the presence of a quorum and addressed the Open Meetings Act requirements for meetings conducted with members participating by telephone, including the requirement that all votes be conducted by roll call. Trustee Lawson participated by telephone due to a scheduling conflict and confirmed no one else was present at her location. For the benefit of Trustee Lawson, the Secretary announced that in addition to the Trustees, others present at the meeting location in Knoxville included University faculty, staff, and students, members of the general public, and media

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representatives. The meeting was also webcast for the convenience of the University community, the general public, and the media.

III. OPENING REMARKS

Chair Compton welcomed the newest members of the Board: Decosta Jenkins, CEO of Nashville Electric Service; Kenneth Packer, a Doctor of Nursing Practice student at the Health Science Center; and Jamie Woodson, Executive Chair and CEO of the State Collaborative on Reforming Education.

The Chair then recognized President DiPietro for his final address to the Board.

IV. PRESIDENT'S ADDRESS

Reflecting on his time in office, Dr. DiPietro said he is very proud of the following accomplishments achieved by working together with the Trustees and his team:

Education: Enrollments are up about 2.6% since 2011 in an environment where it is hard to maintain enrollment, much less grow it. The 50,000 mark was broken, and now there are 50,810 students in the System. Freshmen and sophomore retention is at 81%. The six-year graduation rate is up 6% system-wide.

Discovery: A new record was set in the past year with \$481 million dollars in research expenditures. The partnership with Battelle to co-manage the Oak Ridge National Laboratory continues to pay benefits for the University: more than 200 joint faculty appointments; 16 Governor's Chairs; a grant leading to creation of the Institute for Advanced Composites Manufacturing Innovation; and the Bredesen Center with exceptionally bright students enrolled in Ph.D. programs at UT Knoxville and doing research at ORNL.

Connecting: The University maintains direct contact with over 5 million people across the state through the Institute of Public Service, the Institute of Agriculture, and the Health Science Center.

Fundraising: The UT Foundation has had a record-breaking year of fundraising with \$397 million. Several colleges have been named in recognition of transformational gifts—in Knoxville, the Haslam College of Business, the Tickle College of Engineering, and the Herbert College of Agriculture; and in Chattanooga, the Rollins College of Business.



Building and Construction: Across the UT System 11 million square feet of space has been built or remodeled with support from the General Assembly and the Governor in the amount of \$727 million and about one and a half times that amount raised by the University. The research park at Cherokee Farm has grown to two buildings that are almost fully occupied, but it needs to continue to grow and should be a focus of the Board.

Tuition and Budget: Low tuition increases and the sustainability of the budget are a source of pride. Former Vice Chairs Brian Ferguson and Raja Jubran warned that the University's budget model was broken, which led to appointment of the President's Budget Advisory Group to address the projected gap of \$377 million in year 2025. In addition to the work of that group, Governor Haslam and the General Assembly provided seven consecutive years of increases in state appropriations that put the University in a great financial position and led to a record of 4 years of tuition increases below 3% and two campuses with 0% increases, UT Chattanooga and UT Knoxville.

Dr. DiPietro expressed his appreciation for the work of faculty, staff, and students in achieving these accomplishments, as well as the steadfast support, talent, and time of the former Board and the current Board. He said the University cannot be measured in graduation rates, funding, or statistics alone but rather in improving lives by accomplishing the University's mission to educate, discover, and connect.

Dr. DiPietro offered the following words of advice to the new Board:

- Thrill at your victories; they don't come all that often.
- Always regret your mistakes, but don't focus on them too long.
- Caring about people is very important. People don't care how much you know or how much you accomplish until they know how much you care.
- Always do what is best for the institution.
- Qualities needed in the President include those of a dove, dragon and diplomat. The President must be trusting, tough, absolute truth-teller and thick-skinned; must possess the skills and talents of a counselor, a cheerleader, a mediator and a 5-star general all rolled into one; mustn't take yourself too seriously, always maintain a sense of humor, and enjoy the ride.
- Do no harm until you know what you should do.

Dr. DiPietro then recognized his wife of 44 years, Deb, describing her as his fiercest advocate but most direct critic. He closed with a final word of appreciation for the distinct privilege of serving the University. The Trustees and audience honored him with a standing ovation.



V. RESOLUTION HONORING THE SERVICE OF PRESIDENT JOSEPH A. DIPIETRO AND BESTOWING PRESIDENT EMERITUS STATUS

Chair Compton said Dr. DiPietro's many successes over the past eight years have positioned the University and the new Board very well, and the Board intends to honor his accomplishments not only with the words of a formal Resolution, but also with their best efforts to build on his successes. The Chair then read the following Resolution:

WHEREAS, President Joseph A. DiPietro earned a bachelor's degree in consumer and environmental sciences at the University of Illinois, a master's degree in veterinary medicine at the University of Illinois, and a doctorate of veterinary medicine at the University of Illinois; and

WHEREAS, he served as instructor, professor, assistant dean for research, and associate dean for research at the University of Illinois College of Veterinary Medicine; and

WHEREAS, he served as professor and dean of the University of Florida College of Veterinary Medicine; and

WHEREAS, he joined The University of Tennessee as Vice President of the Institute of Agriculture in 2006 and was named Chancellor of the Institute in 2010; and

WHEREAS, he was elected President of The University of Tennessee in 2011, providing leadership to advance academic excellence, deliver discoveries, and serve Tennessee communities; and

WHEREAS, as President, he created a five-year strategic plan, "Defining the Future," to align University priorities with state and national goals to increase enrollment and graduation rates, enhance economic development and respond to the changing needs of the state's workforce; and

WHEREAS, he established the Budget Advisory Group in 2015 after University leaders discovered a then-projected \$377 million funding shortfall by 2025, and by 2018, the budget gap had been closed by cost cutting, fund reallocation, and unexpected increases in state appropriations; and

WHEREAS, he led efforts to hold tuition increases to 3 percent or lower for a record-setting four straight years; and



WHEREAS, he oversaw historic fundraising efforts, which included the addition of four named colleges across the University system; and

WHEREAS, during his time in office, the University increased student enrollment system-wide by 2.6 percent from 2011 to 2017; and

WHEREAS, the University's system-wide freshman retention rate rose from 75.6 percent in 2011 to 81 percent in 2017, while the University graduated almost 14 percent more students system-wide during that same time period; and

WHEREAS, the University achieved a record-high, system-wide \$481 million in sponsored-program expenditures under his leadership in 2017; and

WHEREAS, the University saw alumni donors increase by 17.5 percent, from 26,323 to 30,926 during his time in office; and

WHEREAS, Deb DiPietro, dearly loved wife and mother of Robin, Joe, and Rose, has been a constant source of support and counsel to President DiPietro throughout his distinguished career and has graciously consented to his devotion of countless evening and weekend hours away from home on University business;

NOW, THEREFORE, BE IT RESOLVED that The University of Tennessee Board of Trustees, meeting in Knoxville, Tennessee, on November 2, 2018:

1. Bestows on President Joseph A. DiPietro the honorary status of President Emeritus in recognition of his exceptional service to The University of Tennessee;
2. Invites him to return to Tennessee every year to attend the Annual Meeting of the Board; and
3. Wishes him many years of happiness with Deb and their children and grandchildren.

Trustee Woodson moved adoption of the Resolution, and Trustee White seconded. The motion passed unanimously by a roll-call vote.

VI. APPOINTMENT OF NEW TRUSTEES TO STANDING COMMITTEES

The Chair recommended appointment of Decosta Jenkins to the Audit and Compliance Committee for a term ending on June 30, 2020. Given Mr. Jenkins' experience as a CPA

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as well as a CEO, the Chair said he will be an excellent fit for this committee.

He also recommended that Jamie Woodson be appointed to the Education, Research and Service Committee for a term ending on June 30, 2020. Given Ms. Woodson's past experience as Chair of the Senate Education Committee and her role as CEO and Executive Chair of the State Collaborative on Reforming Education, the Chair is certain she will contribute significantly to the work of this committee.

Finally, in accordance with the UT FOCUS Act, the Chair recommended that non-voting student Trustee Kenneth Packer be appointed as a voting member of the Education, Research and Service Committee for a term ending with the expiration of his term on the Board on June 30, 2019.

The Chair called for a motion to adopt the following Resolution:

Resolved:

1. The Board of Trustees appoints Decosta E. Jenkins to the Audit and Compliance Committee of the Board and Jamie R. Woodson to the Education, Research, and Service Committee, each to serve a term beginning November 2, 2018 and ending June 30, 2020; and
2. The Board of Trustees appoints Kenneth I. Packer, the non-voting student member of the Board, as a voting member of the Education, Research, and Service Committee for a term beginning November 2, 2018 and ending upon the expiration of his appointment to the Board on June 30, 2019.

Trustee Smith moved adoption of the Resolution, and Commissioner Templeton seconded. The motion passed unanimously by a roll-call vote.

VII. RATIFICATION OF THE CHAIR'S APPOINTMENT OF THE SPECIAL COMMITTEE ON UNIVERSITY OF TENNESSEE ATHLETICS PROGRAMS

The Chair said that although the Board must delegate administrative responsibility for the athletics programs to the Chancellors in compliance with NCAA rules, ultimate accountability for athletics policy is just as much a fiduciary responsibility of the Board as other aspects of the University.

He explained that legislation passed in 2016 established an Athletics Committee as a standing committee of the former Board. Although the UT FOCUS Act repealed that provision, some of the work the former committee had planned to undertake is still

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needed, especially for an entirely new Board, which led to the Chair's appointment of the special committee. He appointed former Trustee Charlie Anderson to lead the committee because of his experience as chair of the former committee and his knowledge of intercollegiate athletics. He also appointed Kara Lawson and Lang Wiseman because their experience as student-athletes would contribute significantly to the committee's work.

Hearing no questions or requests for discussion, the Chair called for a motion to adopt the following Resolution:

Resolved: The Board of Trustees ratifies the appointment of the Special Committee on University of Tennessee Athletics Programs composed of Charlie Anderson, Kara Lawson, and Lang Wiseman to carry out the committee charge issued by the Chair of the Board, which shall be attached to this Resolution after adoption, and for a term ending on June 30, 2020 or upon the earlier completion of the committee charge.

Trustee Jenkins moved adoption of the Resolution, and Trustee Rhodes seconded. The motion passed unanimously by a roll-call vote.

VIII. REPORT OF THE EDUCATION, RESEARCH, AND SERVICE COMMITTEE

Committee Chair Donnie Smith presented the report of the Education, Research, and Service Committee on five action items, noting that other items unanimously recommended by the Committee were placed on the consent agenda of the Board meeting. The five items brought forward to the regular agenda of the Board meeting were campus procedures for periodic post-tenure review of all tenured faculty members.

The Committee Chair explained that each campus started with a template developed by the system administration and then modified the template as deemed appropriate for the specific campus. During the ERS Committee meeting, the chief academic officer for each campus described the proposed procedures and answered questions from the Trustees. The Committee Chair said it was readily apparent that this had been a collaborative process among the system administration, the campus administrations, and the Faculty Senates resulting in procedures that are well-considered and appropriately reflective of the culture of each campus. The Committee engaged in a robust discussion, especially about the reason for differences from campus to campus, but ultimately voted unanimously to recommend Board approval of the procedures for each campus.

Dr. DiPietro then highlighted some of the similarities and differences in the procedures from campus to campus:



- For UTHSC, Institute of Agriculture, and UT Knoxville, the chief academic officer is responsible for post-tenure review and appoints the review committee.
- At UT Chattanooga and UT Martin, the college deans are responsible for post-tenure review and appoint the review committee.
- Voting is anonymous at all campuses except UT Chattanooga.
- Regarding improvement plans, only the Institute of Agriculture appoints a peer review committee to develop the plan. The other campuses use the process in place for Enhanced Periodic Post-Tenure Review (a triggered review based on annual performance ratings).

Dr. DiPietro said putting these procedures in place for a periodic post-tenure review of all tenured faculty is an important first step, but at some point in the future, the Board should assess how the procedures are working.

A. UTC Procedures for Periodic Post-Tenure Review of all Tenured Faculty

On the recommendation of the Committee, the Committee Chair moved adoption of the following Resolution:

Resolved: The Board of Trustees approves the UTC procedures for periodic post-tenure review of all tenured faculty as presented in the meeting materials, which shall be attached to this Resolution after adoption.

There being no further discussion, a roll-call vote was taken, and the motion passed unanimously.

B. UTHSC Procedures for Periodic Post-Tenure Review of all Tenured Faculty

On the recommendation of the Committee, the Committee Chair moved adoption of the following Resolution:

Resolved: The Board of Trustees approves the UTHSC procedures for periodic post-tenure review of all tenured faculty as presented in the meeting materials, which shall be attached to this Resolution after adoption.

There being no further discussion, a roll-call vote was taken, and the motion passed unanimously.



C. UTIA Procedures for Periodic Post-Tenure Review of all Tenured Faculty

On the recommendation of the Committee, the Committee Chair moved adoption of the following Resolution:

Resolved: The Board of Trustees approves the UTIA procedures for periodic post-tenure review of all tenured faculty as presented in the meeting materials, which shall be attached to this Resolution after adoption.

There being no further discussion, a roll-call vote was taken, and the motion passed unanimously.

D. UTK Procedures for Periodic Post-Tenure Review of all Tenured Faculty

On the recommendation of the Committee, the Committee Chair moved adoption of the following Resolution:

Resolved: The Board of Trustees approves the UTK procedures for periodic post-tenure review of all tenured faculty as presented in the meeting materials, which shall be attached to this Resolution after adoption.

There being no further discussion, a roll-call vote was taken, and the motion passed unanimously.

E. UTM Procedures for Periodic Post-Tenure Review of all Tenured Faculty

On the recommendation of the Committee, the Committee Chair moved adoption of the following Resolution:

Resolved: The Board of Trustees approves the UTM procedures for periodic post-tenure review of all tenured faculty as presented in the meeting materials, which shall be attached to this Resolution after adoption.

There being no further discussion, a roll-call vote was taken, and the motion passed unanimously.

The Committee Chair concluded his report by reiterating that the Committee's discussions were robust, transparent, and enlightening, and questions were answered thoroughly. Trustee Rhodes commented that the entire Board was present for the discussion, and he then asked how the Board would follow up on Dr. DiPietro's suggestion of the need for the Board to assess this process in the future.



Chair Compton responded that as a minimum the Board should hear annually from the Chancellors, Linda Martin, and the Provosts about how the process is working. Linda Martin added that all the campus procedures require the chief academic officer to prepare an assessment report of post-tenure review processes, procedures, and outcomes for submission to the Board of Trustees in June of each year.

IX. REPORT OF THE AUDIT AND COMPLIANCE COMMITTEE

Amy Miles, Committee Chair, presented the following report:

The Audit and Compliance Committee met on September 27, 2018. Ms. Sandy Jansen, Chief Audit and Compliance Officer, provided an orientation for the benefit of the newly appointed Chair and Committee members. The orientation included an overview of the two divisions of the Office of Audit and Compliance (OAC): Audit, which encompasses the internal audit function and information technology audits and security assessments, and Compliance, which includes the institutional compliance function and Title IX oversight for the UT System.

Ms. Jansen presented information on the annual audit plan development and approval process, discussed the current process for distributing audit reports and other information to the Committee, and provided an overview of staffing. She also provided information on the University of Tennessee's Code of Conduct and the UT Compliance Hotline.

The Committee reviewed OAC's 2018 goals and the status of the 2018 audit plan. Ms. Jansen highlighted audits that were added during the year and those that had been cancelled.

Ms. Jansen also presented a report of outstanding audit issues for the Committee's review and explained the monitoring process for audit recommendations and management's corrective actions. The report is provided to the Committee at each meeting and includes the significant audit recommendations to be addressed by management.

At the meeting, the members also reviewed and approved the Committee charter. Afterward, they discussed the importance of ensuring the requirements outlined in the charter are addressed each year. Ms. Jansen reviewed the meeting agendas for the upcoming year which include standing items to address the requirements.

The Committee also met in a nonpublic session to review ongoing investigations.



X. CONSENT AGENDA

Chair Compton directed the Board's attention to the Consent Agenda and noted that the item "Transfer of Jurisdiction of Property along Alcoa Highway and Cherokee Trail Interchange to TDOT" had been withdrawn from the Finance and Administration Committee Agenda and would be presented at a later meeting. In addition, the Finance and Administration Committee voted to defer action on the item "New Policy on Expenditure of Year-End Carry Forward Unrestricted Funds." Bill Rhodes, Committee Chair, added that he appreciated the robust discussion of this item in the Committee meeting and recognized David Miller and the team for the excellent work pulling the information together, noting the extensive work at the campuses to determine the different classifications of carry-forward funds revealing that most of the \$515 million are funds committed or planned for other projects.

For the benefit of the audience, the Chair explained that except for three routine items at the beginning of the Consent Agenda, all items were considered in committee meetings, and all were passed unanimously by the committees. He asked if any Trustee wanted an item moved to the Regular Agenda for discussion. Hearing no requests, the Chair called for a motion to approve the following items on the Consent Agenda and adopt the relevant Resolutions in the materials:

- A. Minutes of Prior Meetings of the Board of Trustees
- B. Resolution Appointing a Managerial Group for U.S. Government Contracts
- C. Authorization to Confer Degrees, December 2018
- D. Audit and Compliance Committee Charter
- E. Items from the Education, Research, and Service Committee
 - 1. Education, Research and Service Committee Charter
 - 2. Campus Policies and Procedures Governing Application for Tenure before the Sixth Year of the Probationary Period
 - a. UTC Policies and Procedures
 - b. UTHSC Policies and Procedures
 - c. UTIA/UTK Policies and Procedures – Extension of Time for Submission
 - d. UTM Policies and Procedures
 - 3. Campus Procedures for Enhanced Tenure-Track Review
 - a. UTC Procedures
 - b. UTHSC Procedures
 - c. UTIA/UTK Procedures – Extension of Time for Submission
 - d. UTM Procedures
 - 4. Tenure upon Initial Appointment at UTHSC
 - a. Paul Hauptman, M.D.
 - b. John Lynn Jefferies, M.D.
 - c. Scott Strome, M.D.



F. Items from the Finance and Administration Committee

1. FY 2018 Annual Flight Operations Report
2. Authorization for Check Signature
3. UAPA Public Records Rule
4. Disposal by Easement of Property on Phillip Fulmer Way to KUB (UTK)
5. Disposal by Easement of Property on Cherokee Farm to City of Knoxville for Water Quality (UTK)
6. Disposal by Easement of Property along Alcoa Highway and Cherokee Trail Interchange to KUB (UTK/UTIA/UHS)
7. Transfer of Jurisdiction of Property along Alcoa Highway / Singleton Station Road to TDOT (UTIA)
8. Transfer of Jurisdiction of Property at Maloney Road to TDOT (UTIA)
9. Finance and Administration Committee Charter
10. FY 2019-20 Operating Budget Appropriations Request for Non-Formula Units
11. Revised Policy on Approval of Student Fees to Include Factors to be Considered when Developing Recommendations to Increase Tuition and Mandatory Fees
12. Revised Investment Policies and Procedures
13. Second Amendment of Lease and Transfer Agreement with University Health System, Inc.
14. Authorization for the President to Approve an Affiliation Agreement with West Tennessee Medical Group, Inc., Related to the Physician Practice Plan for Family Medicine in Jackson, Tennessee

The motion was made by Trustee Jenkins, seconded by Trustee Wiseman, and passed unanimously by a roll-call vote.

XI. CLOSING REMARKS

Chair Compton applauded the individuals who addressed the Board during the committee meetings for their professionalism and constructive criticism. The Board will keep working hard to be transparent and provide materials in advance so people can review and reflect, and if they decide to address the Board, be prepared.

Dr. DiPietro announced that he and Mrs. DiPietro had decided to make a commitment to endow the Executive Leadership Institute that UT Martin Chancellor Emeritus Bob Smith helped create. Former Vice Chair Raja Jubran will chair a fundraising campaign for the endowment. The program is aimed at the leadership development of mid-level professionals to prepare them for executive positions with the University.

The Chair closed the meeting by asking the Trustees to identify three to five strategic priorities that they would like Randy Boyd to focus on. He said he is looking for priorities

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for three, five, and ten years out—how the Trustees envision the University going forward now that they have had a good overview of the System, the challenges, the opportunities and the successes.

XII. OTHER BUSINESS

There was no other business.

XIII. ADJOURNMENT

With no further business to come before the Board, the Chair adjourned the meeting.

Respectfully Submitted,

Catherine S. Mizell, Secretary



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

Meeting Date: March 1, 2019

Item: **2017-18 Annual Report to the General Assembly**

Type: Action

State law requires the Board of Trustees to submit an annual report to the General Assembly including enrollment information, financial information, and other information about the operations of the University. The Annual Report for 2017-18 and the Resolution of approval are included in the meeting materials.



The University of Tennessee
Board of Trustees

Resolution 00_-2019*
2017-18 Annual Report to the General Assembly

Resolved: The Board of Trustees approves the 2017-18 Annual Report to the General Assembly as presented in the meeting materials, which shall be attached to this Resolution after adoption.

Adopted this 1st day of March, 2019.

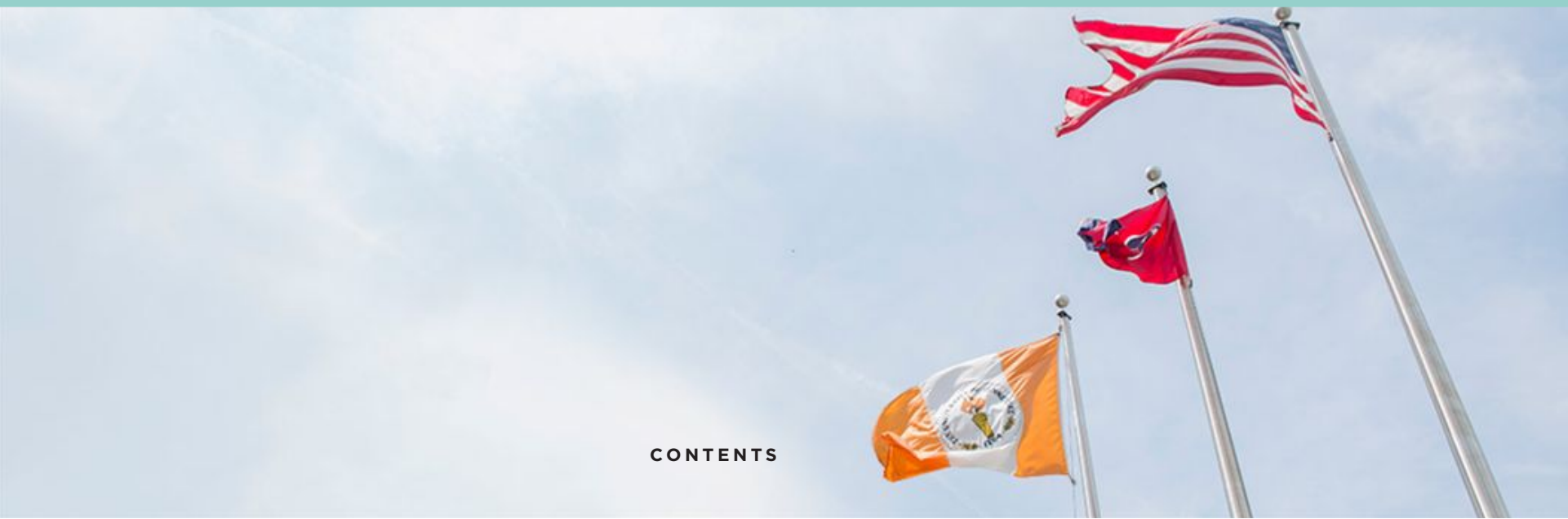
* Number will be inserted after adoption.

ANNUAL REPORT TO THE
GENERAL ASSEMBLY

2018







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INTRODUCTION



From President Joe DiPietro

As I prepare to leave the University of Tennessee, I am proud to say that the University is performing at levels unseen for many years.

There are many ways to measure great universities. You can assess the caliber of students enrolled or the kinds of research that provide solutions to problems. In both, we would fare well. One of the measurements that I like the most is how engaged alumni and donors remain in the life of the university. At no other place where I have served have the alumni and donors been more engaged, more concerned and more helpful to the university than at the University of Tennessee. It shows in our accomplishments.

After becoming president of this great university in 2011, trustees, administration and faculty came together to establish a strategic plan to align our priorities with state and national goals. We have made significant strides.

We are attracting more students, keeping more students and graduating more students. Since 2011, we have constructed or renovated more than 240 projects totaling more than 11.5 million square feet. Those projects reflect investments of \$727 million by the state partnered with the \$1.25 billion that we secured. We've had a record fundraising year with more than 64,000 alumni and friends contributing almost \$400 million. We also had a record-high, system-wide \$481 million in sponsored-program expenditures. We continue to make more than 5 million contacts with Tennesseans across the state through our Extension agents and Institute of Public Service staff. Truly, everywhere you look across the state, UT is there. We change and impact people's lives daily.

There's one accomplishment of which I am most proud because it affects our students and their families now and in the future. In 2015, when I learned of a significant budget shortfall by 2025 coupled with a few years of

high tuition increases, I knew we had to fix our long-term sustainable funding. I didn't want to leave it for the next president to solve. We formed the Budget Advisory Group—made up of faculty, staff, administrators, students and external leaders—and got to work finding ways to increase revenue and cut costs. Through our efforts—and increases in state appropriations—we've had a record four years of low tuition, including with three campuses having a zero percent increase in tuition this year. It was our problem to fix and we solved it.

It was important to me to leave the university in better shape than I found it. It is.





MILESTONES

UT Sets Record Fourth-Year of Low Tuition

The University of Tennessee celebrated a record fourth year of low tuition increases, which continues a trend unseen since the UT system was established in 1968.

Also, unseen since 1984, UT Knoxville, UT Chattanooga and the UT Health Science Center did not increase tuition for fiscal year 2018-2019. UT Martin had a 3 percent increase, which was within the Tennessee Higher Education Commission range of 3 percent or less.

"I'm also pleased that at a time when stories of high student debt make headlines, 44 percent of UT undergraduates finish with a bachelor's and without debt," UT President Joe DiPietro said. "That beats the national average of 30 percent of students graduating without debt."

UT has maintained the low tuition while rebuilding its business model. When notified in 2014 of an impending \$377 million shortfall by 2025, DiPietro established the Budget Advisory Group to find a solution that did not rely on tuition increases to close the gap. The group developed a plan with self-

imposed budget boundaries and the University set about increasing revenue, cutting costs, establishing spending parameters, enhancing internal controls and setting goals for campuses to address short- and long-term priorities through reallocations and cost savings.

Through that work and unexpected increases in state allocations, the project shortfall has been erased while keeping the tuition low for students.

MILESTONES

Record-Setting Research

The University of Tennessee achieved a record-high, system-wide \$481 million in sponsored-program expenditures in 2017.

Years of the University's life-changing research continues to produce real-world results.

Also, in 2017, the University of Tennessee ranked among the top universities in the world that were granted U.S. utility patents in 2017, according to the National Academy of Inventors and the Intellectual Property Owners Association.

The UT Research Foundation, which filed patents for technology discovered across the UT System, had 25 patents granted in 2017, ranking UT 98th on the top 100 list. This is the third year that UT has made the list since the rankings began in 2013. UT made the top 100 list in 2013, when it ranked 80th with 26 patents, and in 2014, when it ranked 91st with 24 patents.

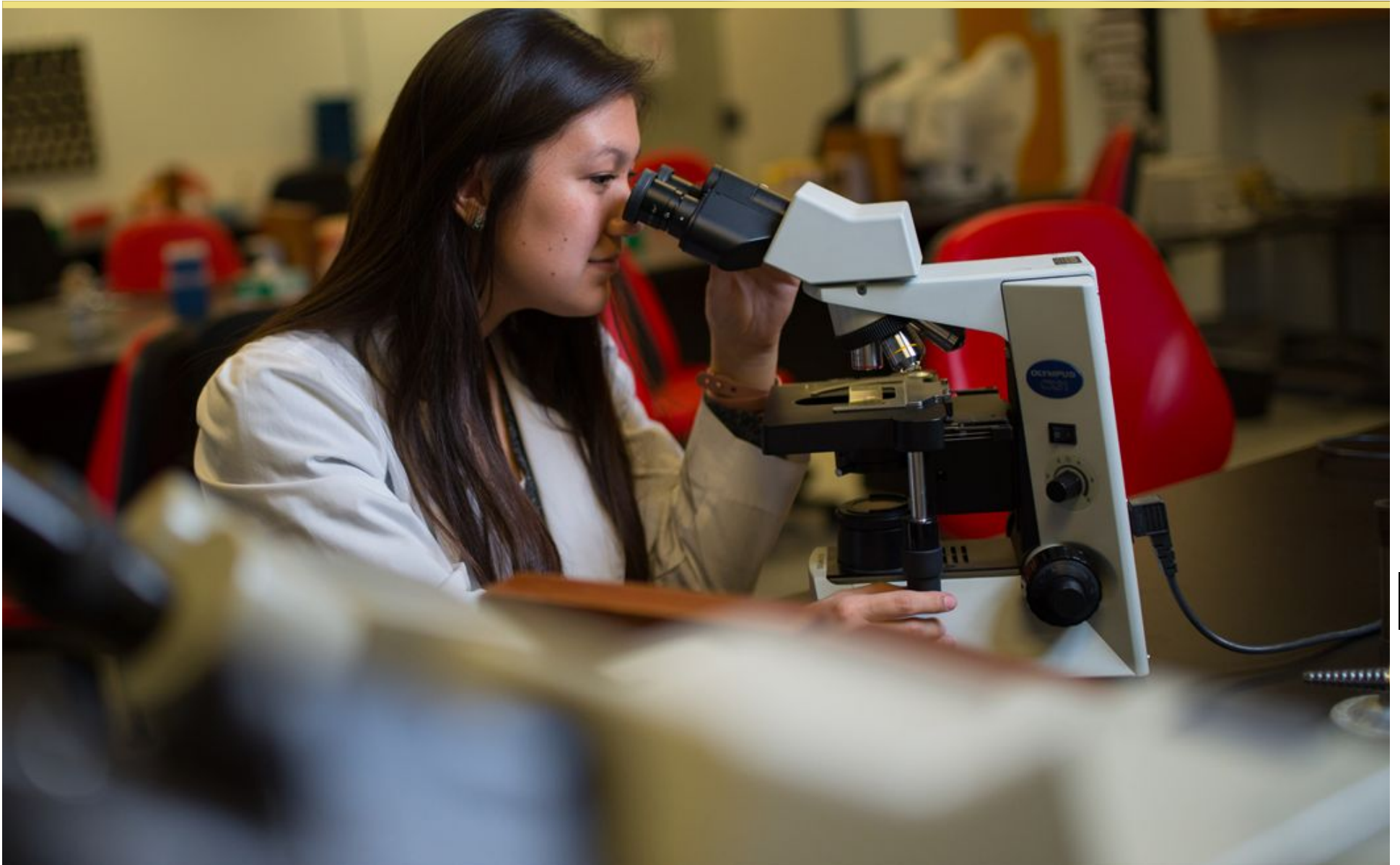
Giving Sets Record

More than 64,000 alumni and friends contributed more than \$397 million to the University of Tennessee in 2017-2018, giving it the best fundraising year to date. The total was up more than \$176 million from 2016-2017.

This year, the University added two named colleges—the Herbert College of Agriculture at the the UT Institute of Agriculture and the Rollins College of Business at UT Chattanooga—to join UT Knoxville's Tickle College of Engineering and Haslam College of Business, which were named in the past four years.

As part of the record-breaking year, the University's planned gifts totaled more than \$190 million for 2017-2018, which is up from \$83 million in fiscal year 2016-2017.

From 2011 to 2017, alumni donors also increased by 17.5 percent, from 26,323 to 30,926 alumni contributors.



MILESTONES

Further Achievements

University increased student enrollment by 2.6 percent from 2011 to 2017.

UT graduated almost 14 percent more students from 2011 to 2017.

University's system-wide freshman retention rate rose from 75.6 percent in 2011 to 81 percent in 2017.

Since 2011, UT has constructed or renovated more than 240 projects totaling more than 11.5 million square feet. Those projects reflect investments by the state of more than \$727 million and more than \$1.25 billion by the University.

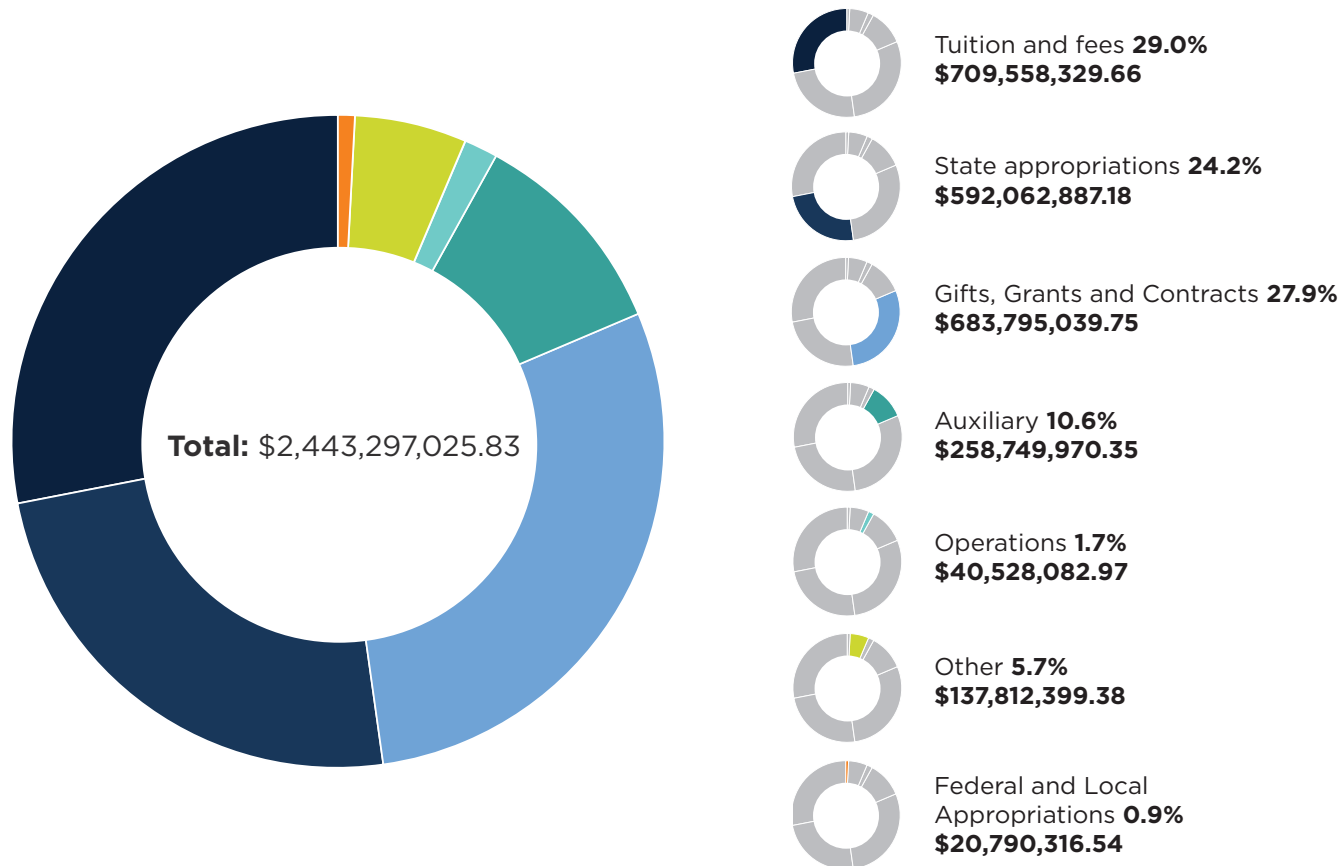
More at tennessee.edu/bag



FINANCIALS

Sources of Current Funds

FOR THE FISCAL YEAR ENDED JUNE 30, 2018



Uses of Current Funds

FOR THE FISCAL YEAR ENDED JUNE 30, 2017



● Instruction	663,340,645.04	28.8%	● Public Service	143,890,076.93	6.2%
● Research	309,413,467.67	13.4%	● Student Services	96,010,963.13	4.2%
● Student Aid	282,317,076.96	12.2%	● Long Term Debt		
● Academic Support	206,547,129.22	9.0%	& Other Transfers	63,147,881.44	2.7%
● Auxiliary Enterprises	197,897,606.97	8.6%	● Independent Operations	40,528,082.97	1.8%
● Institutional Support	159,430,735.84	6.9%			
● Physical Plant	144,701,491.35	6.3%			

Total: \$2,307,225,157.52

FINANCIALS

Current Fiscal Year

At fiscal year-end total assets invested for the benefit of University of Tennessee stood at \$1.3 billion, \$87 million more than last year's number. Overall, solid corporate earnings and nonthreatening central bank policies helped mute investors' concerns about rising inflation in the U.S. and increased geopolitical tension around the globe. Accordingly, market forces pushed asset values higher but not in uniform fashion. U.S. stocks led the way with mostly double-digit returns, as did private equity and venture capital. Outside of those market subsets, however, returns were subdued. International equity and global real estate indices produced only single-digit positive performance, as did commodities. Global fixed-income market returns were mixed, however, mostly due to negative total returns from interest-rate sensitive bonds. In the months to come, global tariffs, China's economy, and inflation are likely to play a key role in driving market returns and consequently, the growth of the University's globally diversified asset base.

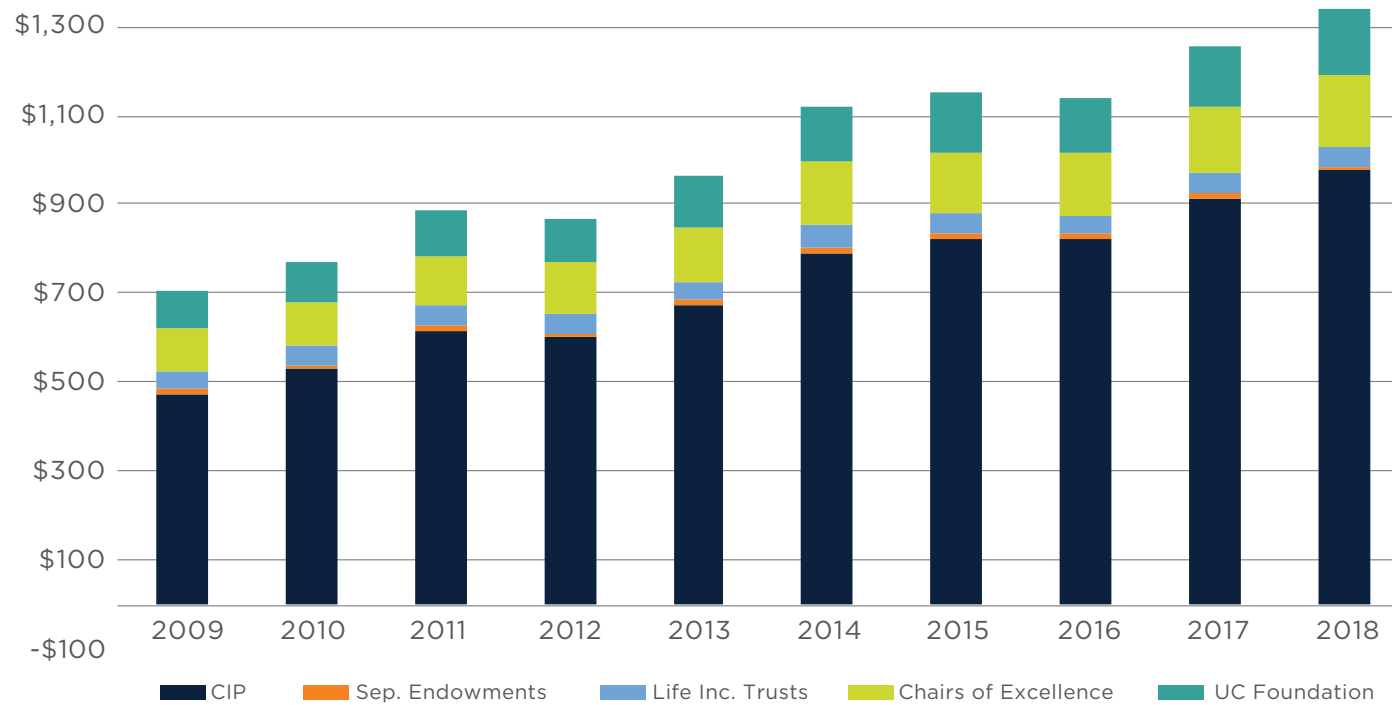
Of the University's total assets, internally administered endowments accounted for \$986 million, \$976 million of which was the Consolidated Investment Pool and \$10 million, separate endowments. Chairs of Excellence were \$160 million, and the University of Chattanooga Foundation was \$149 million. Finally, Life Income Trusts

stood at \$46 million. The accompanying chart displays these categories at each fiscal year-end for the past ten years.

The Consolidated Investment Pool (the Pool) is the largest component of invested funds and was established in 1954 to allow for the diversification and efficient investment of any endowment, regardless of size. With the dual mandate of generating long-term total returns above the spending rate while simultaneously managing downside risk, it maintains a globally diversified portfolio. For the year ending June 30, the Pool's one, five and ten-year total returns were +8.1 percent, +6.6 percent and +4.7 percent, respectively. The Pool distributed more than \$41 million for the 12-month period, a \$2 million increase from the last fiscal year.

Other distributions included those made by The Tennessee Chairs of Excellence and the University of Chattanooga Foundation of \$4 million and \$7 million, respectively. Both of these categories are managed outside the Pool. The Chairs of Excellence are administered by the treasurer of the state of Tennessee for the benefit of all UT campuses. The University of Chattanooga Foundation is managed by its foundation board and supports programs at UT Chattanooga only.

TOTAL FUNDS INVESTED FOR THE BENEFIT OF UT, 2009-2018
(1=\$1,000)






















	CIP	SEP. ENDOWMENTS	LIFE INC. TRUSTS	CHAIRS OF EXCELLENCE	UC FOUNDATION		CIP	SEP. ENDOWMENTS	LIFE INC. TRUSTS	CHAIRS OF EXCELLENCE	UC FOUNDATION
2009	\$ 475	\$ 10	\$ 42	\$ 93	\$ 87	2014	\$ 791	\$ 15	\$ 50	\$ 139	\$ 127
2010	\$ 531	\$ 10	\$ 40	\$ 99	\$ 88	2015	\$ 822	\$ 15	\$ 44	\$ 137	\$ 131
2011	\$ 619	\$ 11	\$ 42	\$ 113	\$ 103	2016	\$ 820	\$ 14	\$ 43	\$ 140	\$ 125
2012	\$ 601	\$ 11	\$ 42	\$ 114	\$ 101	2017	\$ 911	\$ 15	\$ 42	\$ 152	\$ 135
2013	\$ 672	\$ 12	\$ 44	\$ 123	\$ 112	2018	\$ 976	\$ 10	\$ 46	\$ 160	\$ 149



ENROLLMENT

University of Tennessee Fall Student Enrollments Headcount

	2014	2015	2016	2017	2018	1-Yr Change N	%	% 5-Yr Change	5-Yr Trend
UT System									
Undergrad	38,656	38,646	38,875	39,162	40,043	881	2.2%	3.6%	
Grad / Professional	10,442	10,489	10,512	10,717	10,767	50	0.5%	3.1%	
Total	49,098	49,135	49,387	49,879	50,810	931	1.9%	3.5%	
UT Knoxville									
Undergrad	21,451	21,863	22,139	22,317	22,815	498	2.2%	6.4%	
Grad-Academic	5,219	5,259	5,244	5,280	5,350	70	1.3%	2.5%	
Grad-Professional	740	723	669	724	729	5	0.7%	-1.5%	
Total Graduate/Prof	5,959	5,982	5,913	6,004	6,079	75	1.2%	2.0%	
Total	27,410	27,845	28,052	28,321	28,894	573	2.0%	5.4%	
UT Chattanooga									
Undergrad	10,315	10,083	10,170	10,176	10,195	19	0.2%	-1.2%	
Grad	1,355	1,304	1,363	1,411	1,393	(18)	-1.3%	2.8%	
Total	11,670	11,387	11,533	11,587	11,588	1	0.0%	-0.7%	
UT Martin									
Undergrad	6,677	6,435	6,279	6,330	6,674	344	5.4%	0.0%	
Grad	365	392	426	442	374	(68)	-15.4%	2.5%	
Total	7,042	6,827	6,705	6,772	7,048	276	4.1%	0.1%	
UT Health Science									
Undergrad	213	265	287	339	359	20	5.9%	68.5%	
Grad-Academic	1,063	1,093	1,068	1,099	1,133	34	3.1%	6.6%	
Grad-Professional	1,700	1,718	1,742	1,761	1,788	27	1.5%	5.2%	
Total Graduate/Prof	2,763	2,811	2,810	2,860	2,921	61	2.1%	5.7%	
Total	2,976	3,076	3,097	3,199	3,280	81	2.5%	10.2%	

Notes:

Includes non-degree seeking and dual enrollment (high school) students

Excludes students enrolled in audited classes and co-op courses

UTK includes Space Institute and Veterinary Medicine students

UTHS excludes Residents in Health Sciences

Grad-Professional = Medicine: MD, Dentistry: DDS, Pharmacy: PHARM.D, Law: JD, and Vet Med: DVM







The University of Tennessee is an EEO/AA/Title VI/Title IX/Section 504/ADA/ADEA Institution.



THE UNIVERSITY OF TENNESSEE BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

Meeting Date: March 1, 2019

Item: **Resolution Appointing a Managerial Group for U.S. Government Contracts**

Type: Action

The Department of Energy, Department of Defense, and other federal agencies with which the University has contracts impacting national security require the Board to appoint a Managerial Group and delegate to that group responsibility for negotiation, execution, and administration of U.S. government contracts. Only members of the Managerial Group will receive security clearance to access classified information related to these contracts.

A new Resolution is required periodically to reflect changes in personnel. The Resolution included in the meeting materials incorporates changes in members of the Board of Trustees and officers of the University who are not included in the Managerial Group and do not have access to classified information related to government contracts.



The University of Tennessee
Board of Trustees

Resolution 00_-2019*

Appointment of the Managerial Group for Contracts between
The University of Tennessee and the United State Government
Pursuant to the National Industrial Security Program Operating Manual

BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE UNIVERSITY OF TENNESSEE
THAT:

1. Those persons occupying the following positions at The University of Tennessee shall be known as the Managerial Group, having the authority and responsibility for the negotiation, execution, and administration of U.S. Government contracts as described in the National Industrial Security Program Operating Manual:

President
Chief Financial Officer
General Counsel
Chancellor, The University of Tennessee, Knoxville
Vice Chancellor for Research and Engagement, The University of Tennessee, Knoxville
Executive Director, The University of Tennessee Space Institute
Facility Security Officer
2. The Chief Executive and the members of the Managerial Group are cleared, or will be processed for clearance, to the level of The University of Tennessee's facility clearance. If uncleared, pending issuance of the requested access authorization, such individual shall be excluded from all access and shall not participate in any decision or other matter pertaining to the protection of classified information and/or special nuclear material.
3. The above-named Managerial Group is hereby delegated all of the Board's duties and responsibilities pertaining to the protection of classified information and/or special nuclear material released to The University of Tennessee.
4. In the future, when any individual is appointed to the Managerial Group as an additional member or replacement member, such individual shall immediately be processed for an access authorization at the same level as The University of Tennessee's facility clearance. Pending issuance of this requested access authorization, such individual shall be excluded from all access and shall not participate in any decision or other matter pertaining to the protection of classified information and/or special nuclear material.
5. The following named officers and members of the Board of Trustees of The University of Tennessee shall not require, shall not have, and can be effectively excluded from



access to all classified information and/or special nuclear material released to The University of Tennessee and do not occupy positions that would enable them to affect adversely the policies or practices of The University of Tennessee's performance of classified contracts for the U.S. Government:

Officers

<u>Name</u>	<u>Title</u>
Steve R. Angle	Chancellor, The University of Tennessee at Chattanooga
Judith A. Burns	Interim Chief Audit and Compliance Officer
William H. Byrd III	Vice President, Institute for Public Service
Keith S. Carver	Chancellor, The University of Tennessee at Martin
Tim L. Cross	Chancellor, The University of Tennessee Institute of Agriculture
Anthony C. Haynes	Vice President for Government Relations and Advocacy
Tonja L. Johnson	Executive Vice President and Chief Operating Officer
James R. Maples	Treasurer
Linda C. Martin	Vice President for Academic Affairs and Student Success
Catherine S. Mizell	Secretary, Chief of Staff, and Special Counsel
Stacey S. Patterson	Vice President for Research, Outreach, and Economic Development
Steve J. Schwab	Chancellor, The University of Tennessee Health Science Center
Kerry W. Witcher	Interim Vice President for Development and Alumni Affairs and Programs

Members of the Board of Trustees

<u>Name</u>	<u>Title</u>
John C. Compton	Trustee and Chair of the Board
Kara Lawson Barling	Trustee
Decosta E. Jenkins	Trustee
Amy E. Miles	Trustee
William C. Rhodes III	Trustee
Kenneth I. Packer	Trustee
Donald J. Smith	Trustee
Kim H. White	Trustee
Alan D. Wilson	Trustee
Jamie R. Woodson	Trustee
Commissioner of Agriculture	Ex Officio Trustee
[Vacant Position]	Trustee

Adopted this 1st day of March, 2019.

*Number will be inserted after adoption.



THE UNIVERSITY OF TENNESSEE

BOARD OF TRUSTEES

AGENDA ITEM SUMMARY

Meeting Date: March 1, 2019

Item: **Campus Advisory Board Bylaws**

Type: Action

The UT FOCUS Act of 2018 established a seven-member advisory board for UT Knoxville, UT Martin, UT Chattanooga, and UT Health Science Center, with five members appointed by the Governor, a student member, and a faculty member. The Act provides that each advisory board “shall adopt bylaws to govern its meeting, subject to approval by the board of trustees.” The Secretary of the Board, in consultation with the General Counsel, developed model bylaws for the advisory boards, including required provisions of the UT FOCUS Act and recommended conflict of interest provisions. At their first meeting, each advisory board adopted bylaws in the form of the model bylaws, with minor variations for the UTHSC and UTK advisory boards. The bylaws are presented for Board approval by unanimous consent.

As adopted, the UT Martin and UT Knoxville advisory board bylaws provide for the student member to be appointed by the advisory board itself.ⁱ Subsequently, however, Chancellors Carver and Davis realized that because their advisory boards anticipate candidates arising through a Student Government Association election process, significant timing issues are presented by the statutory April 15 deadline for making the appointment. At an upcoming meeting, the UT Martin and UT Knoxville advisory boards are expected to consider an appointment process that will not require the advisory board itself to appoint the student member. At the same time, the Chancellors will propose that the advisory boards amend their bylaws to provide that the student member will be appointed “in a manner determined” by the advisory board. This broader language is consistent with the language of the UT FOCUS Act and also would allow the advisory boards latitude to determine at some future date that the student appointment will be made by the advisory board itself.

The UT Martin and UT Knoxville advisory board bylaws included in the meeting materials show the potential change to Article III, Section 3.2, providing for the student appointment to be made “in a manner determined by the Advisory Board.” The Resolutions included in the meeting materials approve the bylaws as adopted but also approve the bylaws as amended if this change is approved by the advisory boards. This will avoid the amended bylaws having to be presented to the Board of Trustees for approval in June.

[Resolutions follow]

ⁱ Although the UTC advisory board bylaws also provide for the student member to be appointed by the advisory board, the appointment process approved at the initial meeting will be completed in sufficient time for the advisory board to make the appointment on or before the statutory April 15 deadline. The UTHSC advisory board bylaws provide that the elected President of the Student Government Association Executive Council will serve as the student member of the advisory board.



The University of Tennessee
Board of Trustees

Resolution 00_-2019*

Bylaws of The University of Tennessee at Chattanooga Advisory Board

Resolved: The Board of Trustees approves the Bylaws of The University of Tennessee at Chattanooga Advisory Board as presented in the meeting materials, which shall be attached to this Resolution after adoption.

Adopted this 1st day of March, 2019.

* Number will be inserted after adoption.

Approved by UTC Advisory Board
January 7, 2019

**BYLAWS
OF
THE UNIVERSITY OF TENNESSEE AT CHATTANOOGA
ADVISORY BOARD**

**Article I
Name and Purpose**

Section 1.1 This advisory board has been established pursuant to Tennessee Code Annotated §§ 49-9-501 through -503 and shall be known as The University of Tennessee at Chattanooga Advisory Board, hereinafter referred to in these Bylaws as “Advisory Board.”

Section 1.2 The purpose of the Advisory Board shall be to carry out the responsibilities outlined in Section 2.1 of these Bylaws.

**Article II
Responsibilities**

Section 2.1 Pursuant to Tennessee Code Annotated § 49-9-503(a), the Advisory Board shall have the following responsibilities:

- (a) Submit a recommendation regarding the proposed operating budget, including tuition and fees, for the campus in accordance with the process established by the University of Tennessee (“University”) Board of Trustees (“Board of Trustees”) pursuant to Tennessee Code Annotated § 49-9-209(d)(1)(N);
- (b) Submit a recommendation regarding the strategic plan for the campus in accordance with the process established by the Board of Trustees pursuant to Tennessee Code Annotated § 49-9-209(d)(1)(O);
- (c) Advise the Chancellor regarding operations and budget, campus master plan, campus life, academic programs, policies, and other matters related to the campus and as may be requested by the Chancellor from time;
- (d) Under the leadership of the Chancellor, seek to promote the overall advancement of the campus and The University of Tennessee System;
- (e) Advise the Board of Trustees or the President on matters related to the campus or the system as may be requested by the President or the Board of Trustees from time to time; and
- (f) Comply with the Tennessee Open Meetings Act, Tennessee Code Annotated § 8-44-101 *et seq.* except as authorized by a statutory or judicially recognized exception to the Tennessee Open Meetings Act.

**Approved by UTC Advisory Board
January 7, 2019**

Section 2.2 As provided by Tennessee Code Annotated § 49-9-503(b), the responsibilities of, and any actions taken by, the Advisory Board shall not conflict with or inhibit the authority of the Board of Trustees.

Section 2.3 Each member shall conduct any efforts on behalf of the Advisory Board within the scope of the responsibilities provided in Section 2.1 of these Bylaws and in compliance with applicable University policies.

Article III Membership

Section 3.1 Membership on the Advisory Board is governed by the provisions of Tennessee Code Annotated § 49-9-501. The following sections represent a summary of some of the key statutory provisions.

Section 3.2 Number of Members and Appointing Authority. Pursuant to Tennessee Code Annotated §§ 49-9-501, the Advisory Board shall consist of five (5) members appointed by the Governor, one (1) faculty member appointed by the campus Faculty Senate, and one (1) student appointed by the Advisory Board. The Chancellor shall ensure that each new member receives a copy of these Bylaws and is notified of the expectations and responsibilities of membership.

Section 3.3 Term of Members Appointed by the Governor. The terms of the initial members appointed by the Governor shall be two (2), three (3), and four (4) years, as designated by the Governor, beginning on the date of appointment and ending on June 30 of the last year of the designated term. For all subsequent appointments by the Governor, the term shall be four (4) years from July 1 through June 30. All members appointed by the Governor must be confirmed by joint resolution of both houses of the Tennessee General Assembly; provided that if the General Assembly is not in session when an appointment is made, the members shall serve for the appointed term unless the appointment is not confirmed within ninety (90) calendar days after the General Assembly next convenes in regular session. Members may not serve more than two (2) consecutive terms but may be reappointed after four (4) years have elapsed since the last date of service on the Advisory Board.

Section 3.4 Term of the Faculty Member. The term of the initial faculty member shall begin on the date of the initial meeting of the Advisory Board and end on June 30 of the next year. For all subsequent faculty member appointments, the term shall be two (2) years beginning July 1 and ending June 30.

Section 3.5 Term of the Student Member. The term of the initial student member shall begin on the date of appointment by the Advisory Board and end on June 30

**Approved by UTC Advisory Board
January 7, 2019**

of the same year. For all subsequent student member appointments, the term shall be one (1) year beginning July 1 and ending June 30.

Article IV Conflict of Interests

Section 4.1 General Conflict of Interests. Members shall not use the authority, title, prestige, or other attribute of the office to acquire benefit or gain for themselves or for any relative. Nor shall members use the authority, title, prestige, or other attribute of the office to obtain favored consideration or treatment of any person, including but not limited to efforts to influence administrative decisions with respect to an individual's admission, employment, discipline, or similar matters. Members shall not knowingly accept any gift, favor, or gratuity from any person or entity that could reasonably be expected to affect the member's independence of judgment in performing official duties; however, this shall not be construed to prohibit acceptance of benefits from the University provided to all members by virtue of the office or provided in connection with donations to the University.

Section 4.2 Financial Conflict of Interests. It shall be the duty of each member of the Advisory Board to avoid any financial conflict of interests as defined in this Section 4.2. Tuition and fee payments, scholarships and other financial aid awards, and donations do not constitute a financial conflict of interests. Salary, a stipend, and other compensation for services paid by the University to the faculty member and student member of the Advisory Board do not constitute a financial conflict of interests.

Section 4.2(a) Direct Interest. A financial conflict of interests exists when a member has a direct interest in a contract with the University. "Direct interest" means a contract with the member personally or with any business in which the member is the sole proprietor, a partner, or the person having the controlling interest. The interests of a member's spouse and children shall be treated as the member's interest for the purpose of determining whether the member has a direct interest. "Controlling interest" means the individual with the ownership or control of the largest number of outstanding shares owned by any single individual or corporation.

Section 4.2(b) Indirect Interest. A financial conflict of interests also exists when a member has an indirect interest in a contract with the University unless the member has disclosed his or her interest in accordance with Section 4.2(c). "Indirect interest" means a contract in which the member has an interest that is not a "direct interest" as defined in Section 4.2(a). The interests of a member's spouse and children shall be treated as the member's interest for the purpose of determining whether the member has an indirect interest.

**Approved by UTC Advisory Board
January 7, 2019**

Section 4.2(c) Attempt to Influence a University Contract. A member shall not attempt to influence any person who is involved in making or administering a contract with the University if the member would derive a direct benefit from the contract. Nor shall a member solicit or receive any gift, reward, or promise of reward in exchange for recommending, influencing, or attempting to influence the award of a contract by the University.

Section 4.2(d) Disclosure of Financial Interests. Initial members of the Advisory Board shall file a disclosure of financial interests with the Chancellor within thirty (30) calendar days after the called initial meeting of the Advisory Board. Thereafter, new members of the Advisory Board shall file the disclosure with the Chancellor within thirty (30) calendar days of appointment. After filing the disclosure, a member who becomes aware of a financial interest that may constitute a conflict of interest as defined in this Section 4.2 shall provide written notice to the Chancellor within seven (7) calendar days.

Section 4.2(e) Addressing Financial Conflicts of Interest. The Chancellor shall review all disclosures of financial interests filed by members with the Chair of the Advisory Board. It shall be the responsibility of the Chancellor to take necessary or appropriate steps to address any potential or actual financial conflict of interests of any member.

Article V Officers

Section 5.1 Chair. The presiding officer of the Advisory Board shall be the Chair, who shall be elected by the Advisory Board. The term of the initial Chair shall begin on the date of election and end on June 30 of the following year. Thereafter, the term of the Chair shall begin on July 1 and end on June 30 of the second succeeding year. The Chair may not be elected to more than three (3) consecutive terms except upon the affirmative roll-call vote of a majority of the total membership. The Chair shall preside at all meetings of the Advisory Board; shall be responsible, in consultation with the Chancellor, for coordinating the work of the Advisory Board; and shall be the spokesperson for the Advisory Board. If the Chair knows in advance that he or she will not be able to attend a meeting, the Chair shall appoint a Chair *pro tem* to preside over the meeting. In the unexpected absence of the Chair, the Chancellor shall preside over the meeting until the Advisory Board acts to appoint a Chair *pro tem*.

Section 5.2 Secretary. On the recommendation of the Chancellor, the Advisory Board shall elect a member of the campus administrative staff to serve as Secretary. The Secretary shall serve at the pleasure of the Advisory Board and without a definite term. The Secretary shall assist the Chair and the Chancellor in preparing the agenda and materials for Advisory Board meetings; prepare and maintain

**Approved by UTC Advisory Board
January 7, 2019**

minutes of Advisory Board meetings; maintain a current set of the Bylaws and a record of all Bylaw amendments; and maintain all records pertaining to the business of the Advisory Board, except as may be otherwise provided by policies of the Board of Trustees or the University.

Article VI Operating Budget

Section 6.1 Financial support for the work of the Advisory Board shall be provided exclusively from the campus operating budget through established budgetary procedures. The Advisory Board's receipts and expenses shall be budgeted and accounted for in separate accounts. The accounts shall be specifically identifiable in the detail of the operating budget.

Article VII Meetings

Section 7.1 Regular Meetings. In accordance with Tennessee Code Annotated § 49-5-502(a), the Advisory Board shall hold at least three (3) regular meetings each year on a day or days determined by the Advisory Board from year to year.

Section 7.2 Special Meetings. Special meetings of the Advisory Board may be called by the Chair or the Chancellor when deemed necessary.

Section 7.3 Location of Meetings. Regular and special meetings of the Advisory Board may be held at any location in Hamilton County, Tennessee.

Section 7.4 Notice of Meetings. Notice of meetings may be delivered to members by postal mail, courier, electronic mail, or facsimile transmission. As required by Tennessee Code Annotated § 8-44-103(a) and (b), adequate public notice shall be given of all regular and special meetings.

Section 7.5 Meetings Open to the Public. In compliance with Tennessee Code Annotated § 49-9-503(a)(6), meetings of the Advisory Board shall be open to the public except as authorized by a statutory or judicially recognized exception to the Tennessee Open Meetings Act.

Section 7.6 Agenda. An agenda for every meeting of the Advisory Board shall be prepared by the Chancellor in consultation with the Chair and with the assistance of the Secretary. The agenda shall list in outline form each item to be considered at the meeting. When feasible, a copy of the agenda shall accompany the notice of the meeting, but when not feasible, a copy shall be provided to the members before the meeting date. Items not appearing on the agenda of a regular meeting may be considered only upon an affirmative roll-call vote of a majority of the total voting

**Approved by UTC Advisory Board
January 7, 2019**

membership of the Board. Items not stated in the call of a special meeting may not be considered at the meeting.

Section 7.7 Manner of Voting. In accordance with the Tennessee Open Meetings Act, all votes by the Advisory Board shall be by public voice vote, public ballot, or public roll-call vote, and proxy votes are not allowed. A public roll-call vote shall be required on the following: (1) all motions related to adoption, amendment, repeal, or suspension of these Bylaws in whole or in part; and (2) on any other motion if a voting Board member present at the meeting requests a roll-call vote before a vote is taken or demands a roll-call vote before the Chair announces the result of a vote.

Section 7.8 Participation in Meetings by Electronic or Telephonic Means. The Chair, after consultation with the Chancellor, may allow members to participate in a meeting by any means of electronic or telephonic communication, subject to the following requirements of the Tennessee Open Meetings Act:

- (1) A quorum of four (4) members must be physically present at the location specified in the public notice as the location of the meeting.
- (2) The meeting must be audible to the public at the location specified in the public notice of the meeting.
- (3) All members must be able to hear and speak to each other during the meeting.
- (4) Any member participating by telephonic or electronic means must identify the persons present at the location from which the member is participating.
- (5) Before the meeting, any member who will not be physically present at the meeting location specified in the public notice shall be provided with documents to be discussed at the meeting with substantially the same content as the documents presented at the meeting.
- (6) All votes shall be taken by roll call.

Article VIII Quorum

Section 8.1 Four (4) members shall constitute a quorum empowered to transact any business of the Advisory Board.

Section 8.2 The action of a majority of the quorum of members present at any meeting shall be the action of the Advisory Board, except as otherwise provided in these Bylaws.

Article IX Committees

**Approved by UTC Advisory Board
January 7, 2019**

Section 9.1 The Chair is authorized to appoint such committees and committee chairs as the Chair may deem necessary from time to time.

Article X Rules of Procedure

Section 10.1 Questions of procedure and organization not specifically addressed in these Bylaws shall be governed by rules contained in the most current edition of *Robert's Rules of Order Newly Revised* to the extent applicable and consistent with these Bylaws and any special rules of order, standing rules, or policies adopted by the Advisory Board.

Article XI Adoption, Amendment, and Repeal of Bylaws

Section 11.1 These Bylaws shall be adopted by an affirmative two-thirds (2/3) roll-call vote of the total membership of the Advisory Board and shall be provisionally effective until subsequent review and approval by the Board of Trustees.

Section 10.2 The Advisory Board may change these Bylaws by amendment, by adoption of one or more new Bylaws, or by repeal of one or more existing Bylaws at any regular or special meeting by an affirmative two-thirds (2/3) roll-call vote of the total membership of the Advisory Board; provided that a copy of the amendments or new Bylaws to be offered or notation of the Bylaws to be repealed shall be furnished to each member in writing at least seven (7) days in advance of the meeting; and provided further that any change to the Bylaws shall not be effective until approved by the Board of Trustees.



The University of Tennessee
Board of Trustees

Resolution 00_-2019*

Bylaws of The University of Tennessee Health Science Center Advisory Board

Resolved: The Board of Trustees approves the Bylaws of The University of Tennessee Health Science Center Advisory Board as presented in the meeting materials, which shall be attached to this Resolution after adoption.

Adopted this 1st day of March, 2019.

* Number will be inserted after adoption.

**BYLAWS
OF
THE UNIVERSITY OF TENNESSEE
HEALTH SCIENCE CENTER
ADVISORY BOARD**



Adopted February 14, 2019

**BYLAWS OF
THE UNIVERSITY OF TENNESSEE HEALTH SCIENCE CENTER
ADVISORY BOARD**

**Article I
Name and Purpose**

Section 1.1 This advisory board has been established pursuant to Tennessee Code Annotated §§ 49-9-501 through -503 and shall be known as The University of Tennessee Health Science Center Advisory Board, hereinafter referred to in these Bylaws as “Advisory Board”).

Section 1.2 The purpose of the Advisory Board shall be to carry out the responsibilities outlined in Section 2.1 of these Bylaws.

**Article II
Responsibilities**

Section 2.1 Pursuant to Tennessee Code Annotated § 49-9-503(a), the Advisory Board shall have the following responsibilities:

- (a) Submit a recommendation regarding the proposed operating budget, including tuition and fees, for the campus in accordance with the process established by the University of Tennessee (“University”) Board of Trustees (“Board of Trustees”) pursuant to Tennessee Code Annotated § 49-9-209(d)(1)(N);
- (b) Submit a recommendation regarding the strategic plan for the campus in accordance with the process established by the Board of Trustees pursuant to Tennessee Code Annotated § 49-9-209(d)(1)(O);
- (c) Advise the Chancellor regarding operations and budget, campus master plan, campus life, academic programs, policies, and other matters related to the campus and as may be requested by the Chancellor from time to time;
- (d) Under the leadership of the Chancellor, seek to promote the overall advancement of the campus and The University of Tennessee System;
- (e) Advise the Board of Trustees or the President on matters related to the campus or the system as may be requested by the President or the Board of Trustees from time to time; and
- (f) Comply with the Tennessee Open Meetings Act, Tennessee Code Annotated § 8-44-101 *et seq.* except as authorized by a statutory or judicially recognized exception to the Tennessee Open Meetings Act.

Section 2.2 As provided by Tennessee Code Annotated § 49-9-503(b), the responsibilities of, and any actions taken by, the Advisory Board shall not conflict with or inhibit the authority of the Board of Trustees.

Section 2.3 Each member shall conduct any efforts on behalf of the Advisory Board within the scope of the responsibilities provided in Section 2.1 of these Bylaws and in compliance with applicable University policies.

Article III Membership

Section 3.1 Membership on the Advisory Board is governed by the provisions of Tennessee Code Annotated § 49-9-501. The following sections represent a summary of some of the key statutory provisions.

Section 3.2 Number of Members and Appointing Authority. The Advisory Board shall consist of five (5) members appointed by the Governor, one (1) faculty member appointed by the campus Faculty Senate, and one (1) student elected as the President of the Student Government Association Executive Committee. The Chancellor shall ensure that each new member receives a copy of these Bylaws and is notified of the expectations and responsibilities of membership.

Section 3.3 Term of Members Appointed by the Governor. The terms of the initial members appointed by the Governor shall be two (2), three (3), and four (4) years, as designated by the Governor, beginning on the date of appointment and ending on June 30 of the last year of the designated term. For all subsequent appointments by the Governor, the term shall be four (4) years from July 1 through June 30. All members appointed by the Governor must be confirmed by joint resolution of both houses of the Tennessee General Assembly; provided that if the General Assembly is not in session when an appointment is made, the members shall serve for the appointed term unless the appointment is not confirmed within ninety (90) calendar days after the General Assembly next convenes in regular session. Members may not serve more than two (2) consecutive terms but may be reappointed after four (4) years have elapsed since the last date of service on the Advisory Board.

Section 3.4 Term of the Faculty Member. The term of the initial faculty member shall begin on the date of the initial meeting of the Advisory Board and end on June 30 of the next year. For all subsequent faculty member appointments, the term shall be two (2) years beginning July 1 and ending June 30.

Section 3.5 Term of the Student Member. The term of the initial student member shall begin on the date of appointment by the Advisory Board and end on June 30 of the same year. For all subsequent student member appointments, the term shall be one (1) year beginning July 1 and ending June 30.

Article IV Conflict of Interests

Section 4.1 General Conflict of Interests. Members shall not use the authority, title, prestige, or other attribute of the office to acquire benefit or gain for themselves or for any relative. Nor shall members use the authority, title, prestige, or other attribute of the office to obtain favored consideration or treatment of any person, including but not limited to efforts to influence administrative decisions with respect to an individual's admission, employment, discipline, or similar matters. Members shall not knowingly accept any gift, favor, or gratuity from any person or entity that could reasonably be expected to affect the member's independence of judgment in performing official duties; however, this shall not be construed to prohibit acceptance of benefits from the University provided to all members by virtue of the office or provided in connection with donations to the University.

Section 4.2 Financial Conflict of Interests. It shall be the duty of each member of the Advisory Board to avoid any financial conflict of interests as defined in this Section 4.2. Tuition and fee payments, scholarships and other financial aid awards, and donations do not constitute a financial conflict of interests. Salary, a stipend, and other compensation for services paid by the University to the faculty member and student member of the Advisory Board do not constitute a financial conflict of interests.

Section 4.2(a) Direct Interest. A financial conflict of interests exists when a member has a direct interest in a contract with the University. "Direct interest" means a contract with the member personally or with any business in which the member is the sole proprietor, a partner, or the person having the controlling interest. The interests of a member's spouse and dependent children or stepchildren shall be treated as the member's interest for the purpose of determining whether the member has a direct interest. "Controlling interest" means the individual with the ownership or control of the largest number of outstanding shares owned by any single individual or corporation.

Section 4.2(b) Indirect Interest. A financial conflict of interests also exists when a member has an indirect interest in a contract with the University unless the member has disclosed his or her interest in accordance with Section 4.2(c). "Indirect interest" means a contract in which the member has an interest that is not a "direct interest" as defined in Section 4.2(a). The interests of a member's

spouse and dependent children or stepchildren shall be treated as the member's interest for the purpose of determining whether the member has an indirect interest.

Section 4.2(c) Attempt to Influence a University Contract. A member shall not attempt to influence any person who is involved in making or administering a contract with the University if the member would derive a direct benefit from the contract. Nor shall a member solicit or receive any gift, reward, or promise of reward in exchange for recommending, influencing, or attempting to influence the award of a contract by the University.

Section 4.2(d) Disclosure of Financial Interests. Initial members of the Advisory Board shall file a disclosure of financial interests with the Chancellor within thirty (30) calendar days after the called initial meeting of the Advisory Board. Thereafter, new members of the Advisory Board shall file the disclosure with the Chancellor within thirty (30) calendar days of appointment. After filing the disclosure, a member who becomes aware of a financial interest that may constitute a conflict of interest as defined in this Section 4.2 shall provide written notice to the Chancellor within seven (7) calendar days.

Section 4.2(e) Addressing Financial Conflicts of Interest. The Chancellor shall review all disclosures of financial interests filed by members with the Chair of the Advisory Board. It shall be the responsibility of the Chancellor to take necessary or appropriate steps to address any potential or actual financial conflict of interests of any member.

Article V Officers

Section 5.1 Chair. The presiding officer of the Advisory Board shall be the Chair, who shall be elected by the Advisory Board. The term of the initial Chair shall begin on the date of election and end on June 30 of the following year. Thereafter, the term of the Chair shall begin on July 1 and end on June 30 of the second succeeding year. The Chair may not be elected to more than three (3) consecutive terms except upon the affirmative roll-call vote of a majority of the total membership. The Chair shall preside at all meetings of the Advisory Board; shall be responsible, in consultation with the Chancellor, for coordinating the work of the Advisory Board; and shall be the spokesperson for the Advisory Board. If the Chair knows in advance that he or she will not be able to attend a meeting, the Chair shall appoint a Chair *pro tem* to preside over the meeting. In the unexpected absence of the Chair, the Chancellor shall preside over the meeting until the Advisory Board acts to appoint a Chair *pro tem*.

Section 5.2 Secretary. On the recommendation of the Chancellor, the Advisory Board shall elect a member of the campus administrative staff to serve as Secretary. The Secretary shall serve at the pleasure of the Advisory Board and without a definite term. The Secretary shall assist the Chair and the Chancellor in preparing the agenda and materials for Advisory Board meetings; prepare and maintain minutes of Advisory Board meetings; maintain a current set of the Bylaws and a record of all Bylaw amendments; and maintain all records pertaining to the business of the Advisory Board, except as may be otherwise provided by policies of the Board of Trustees or the University.

Article VI Operating Budget

Section 6.1 Financial support for the work of the Advisory Board shall be provided exclusively from the campus operating budget through established budgetary procedures. The Advisory Board's receipts and expenses shall be budgeted and accounted for in separate accounts. The accounts shall be specifically identifiable in the detail of the operating budget.

Article VII Meetings

Section 7.1 Regular Meetings. In accordance with Tennessee Code Annotated § 49-5-502(a), the Advisory Board shall hold at least three (3) regular meetings each year on a day or days determined by the Advisory Board from year to year.

Section 7.2 Special Meetings. Special meetings of the Advisory Board may be called by the Chair or the Chancellor when deemed necessary.

Section 7.3 Location of Meetings. Regular and special meetings of the Advisory Board may be held at any location in Shelby County.

Section 7.4 Notice of Meetings. Notice of meetings may be delivered to members by postal mail, courier, electronic mail, or facsimile transmission. As required by Tennessee Code Annotated § 8-44-103(a) and (b), adequate public notice shall be given of all regular and special meetings.

Section 7.5 Meetings Open to the Public. In compliance with Tennessee Code Annotated § 49-9-503(a)(6), meetings of the Advisory Board shall be open to the public except as authorized by a statutory or judicially recognized exception to the Tennessee Open Meetings Act.

Section 7.6 Agenda. An agenda for every meeting of the Advisory Board shall be prepared by the Chancellor in consultation with the Chair and with the assistance

of the Secretary. The agenda shall list in outline form each item to be considered at the meeting. When feasible, a copy of the agenda shall accompany the notice of the meeting, but when not feasible, a copy shall be provided to the members before the meeting date. Items not appearing on the agenda of a regular meeting may be considered only upon an affirmative roll-call vote of a majority of the total voting membership of the Board. Items not stated in the call of a special meeting may not be considered at the meeting.

Section 7.7 Manner of Voting. In accordance with the Tennessee Open Meetings Act, all votes by the Advisory Board shall be by public voice vote, public ballot, or public roll-call vote, and proxy votes are not allowed. A public roll-call vote shall be required on the following: (1) all motions related to adoption, amendment, repeal, or suspension of these Bylaws in whole or in part; and (2) on any other motion if a voting Board member present at the meeting requests a roll-call vote before a vote is taken or demands a roll-call vote before the Chair announces the result of a vote.

Section 7.8 Participation in Meetings by Electronic or Telephonic Means. The Chair, after consultation with the Chancellor, may allow members to participate in a meeting by any means of electronic or telephonic communication, subject to the following requirements of the Tennessee Open Meetings Act:

- (1) A quorum of four (4) members must be physically present at the location specified in the public notice as the location of the meeting.
- (2) The meeting must be audible to the public at the location specified in the public notice of the meeting.
- (3) All members must be able to hear and speak to each other during the meeting.
- (4) Any member participating by telephonic or electronic means must identify the persons present at the location from which the member is participating.
- (5) Before the meeting, any member who will not be physically present at the meeting location specified in the public notice shall be provided with documents to be discussed at the meeting with substantially the same content as the documents presented at the meeting.
- (6) All votes shall be taken by roll call.

Article VIII Quorum

Section 8.1 Four (4) members shall constitute a quorum empowered to transact any business of the Advisory Board.

Section 8.2 The action of a majority of the quorum of members present at any meeting shall be the action of the Advisory Board, except as otherwise provided in these Bylaws.

Article IX Committees

Section 9.1 The Chair is authorized to appoint such committees and committee chairs as the Chair may deem necessary from time to time.

Article X Rules of Procedure

Section 10.1 Questions of procedure and organization not specifically addressed in these Bylaws shall be governed by rules contained in the most current edition of *Robert's Rules of Order Newly Revised* to the extent applicable and consistent with these Bylaws and any special rules of order, standing rules, or policies adopted by the Advisory Board.

Article XI Adoption, Amendment, and Repeal of Bylaws

Section 11.1 These Bylaws shall be adopted by an affirmative two-thirds (2/3) roll-call vote of the total membership of the Advisory Board and shall be provisionally effective until subsequent review and approval by the Board of Trustees.

Section 10.2 The Advisory Board may change these Bylaws by amendment, by adoption of one or more new Bylaws, or by repeal of one or more existing Bylaws at any regular or special meeting by an affirmative two-thirds (2/3) roll-call vote of the total membership of the Advisory Board; provided that a copy of the amendments or new Bylaws to be offered or notation of the Bylaws to be repealed shall be furnished to each member in writing at least seven (7) days in advance of the meeting; and provided further that any change to the Bylaws shall not be effective until approved by the Board of Trustees.



The University of Tennessee
Board of Trustees

Resolution 00_-2019*

Bylaws of The University of Tennessee Knoxville Advisory Board

Resolved: The Board of Trustees approves the Bylaws of The University of Tennessee Knoxville Advisory Board as adopted by the Advisory Board; and

Further resolved: If the Advisory Board amends its bylaws to provide that the student member shall be appointed "in a manner determined by" the Advisory Board, rather than appointed "by the Advisory Board," the Board of Trustees approves such amendment to be effective upon adoption by the Advisory Board without further action by the Board of Trustees.

Adopted this 1st day of March, 2019.

* Number will be inserted after adoption.

**BYLAWS
OF
THE UNIVERSITY OF TENNESSEE KNOXVILLE
ADVISORY BOARD**

**Article I
Name and Purpose**

Section 1.1 This advisory board has been established pursuant to Tennessee Code Annotated §§ 49-9-501 through -503 and shall be known as The University of Tennessee Knoxville Advisory Board, hereinafter referred to in these Bylaws as “Advisory Board”).

Section 1.2 The purpose of the Advisory Board shall be to carry out the responsibilities outlined in Section 2.1 of these Bylaws.

**Article II
Responsibilities**

Section 2.1 Pursuant to Tennessee Code Annotated § 49-9-503(a), the Advisory Board shall have the following responsibilities:

- (a) Submit a recommendation regarding the proposed operating budget, including tuition and fees, for the campus in accordance with the process established by the University of Tennessee (“University”) Board of Trustees (“Board of Trustees”) pursuant to Tennessee Code Annotated § 49-9-209(d)(1)(N);
- (b) Submit a recommendation regarding the strategic plan for the campus in accordance with the process established by the Board of Trustees pursuant to Tennessee Code Annotated § 49-9-209(d)(1)(O);
- (c) Advise the Chancellor regarding operations and budget, campus master plan, campus life, academic programs, policies, and other matters related to the campus and as may be requested by the Chancellor from time;
- (d) Under the leadership of the Chancellor, seek to promote the overall advancement of the campus and The University of Tennessee System;
- (e) Advise the Board of Trustees or the President on matters related to the campus or the system as may be requested by the President or the Board of Trustees from time to time; and
- (f) Comply with the Tennessee Open Meetings Act, Tennessee Code Annotated § 8-44-101 *et seq.* except as authorized by a statutory or judicially recognized exception to the Tennessee Open Meetings Act.

Section 2.2 As provided by Tennessee Code Annotated § 49-9-503(b), the responsibilities of, and any actions taken by, the Advisory Board shall not conflict with or inhibit the authority of the Board of Trustees.

Section 2.3 Each member shall conduct any efforts on behalf of the Advisory Board within the scope of the responsibilities provided in Section 2.1 of these Bylaws and in compliance with applicable University policies.

Article III Membership

Section 3.1 Membership on the Advisory Board is governed by the provisions of Tennessee Code Annotated § 49-9-501. The following sections represent a summary of some of the key statutory provisions.

Section 3.2 Number of Members and Appointing Authority. Pursuant to Tennessee Code Annotated §§ 49-9-501, the Advisory Board shall consist of five (5) members appointed by the Governor, one (1) faculty member appointed by the campus Faculty Senate, and one (1) student appointed [potential amendment: in a manner determined] by the Advisory Board. The Chancellor shall ensure that each new member receives a copy of these Bylaws and is notified of the expectations and responsibilities of membership.

Section 3.3 Term of Members Appointed by the Governor. The terms of the initial members appointed by the Governor shall be two (2), three (3), and four (4) years, as designated by the Governor, beginning on the date of appointment and ending on June 30 of the last year of the designated term. For all subsequent appointments by the Governor, the term shall be four (4) years from July 1 through June 30. All members appointed by the Governor must be confirmed by joint resolution of both houses of the Tennessee General Assembly; provided that if the General Assembly is not in session when an appointment is made, the members shall serve for the appointed term unless the appointment is not confirmed within ninety (90) calendar days after the General Assembly next convenes in regular session. Members may not serve more than two (2) consecutive terms but may be reappointed after four (4) years have elapsed since the last date of service on the Advisory Board.

Section 3.4 Term of the Faculty Member. The term of the initial faculty member shall begin on the date of the initial meeting of the Advisory Board and end on June 30 of the next year. For all subsequent faculty member appointments, the term shall be two (2) years beginning July 1 and ending June 30.

Section 3.5 Term of the Student Member. The term of the initial student member shall begin on the date of appointment by the Advisory Board and end on June 30

of the same year. For all subsequent student member appointments, the term shall be one (1) year beginning July 1 and ending June 30.

Article IV

Conflict of Interests

Section 4.1 General Conflict of Interests. Members shall not use the authority, title, prestige, or other attribute of the office to acquire benefit or gain for themselves or for any relative. Nor shall members use the authority, title, prestige, or other attribute of the office to obtain favored consideration or treatment of any person, including but not limited to efforts to influence administrative decisions with respect to an individual's admission, employment, discipline, or similar matters. Members shall not knowingly accept any gift, favor, or gratuity from any person or entity that could reasonably be expected to affect the member's independence of judgment in performing official duties; however, this shall not be construed to prohibit acceptance of benefits from the University provided to all members by virtue of the office or provided in connection with donations to the University.

Section 4.2 Financial Conflict of Interests. It shall be the duty of each member of the Advisory Board to avoid any financial conflict of interests as defined in this Section 4.2. Tuition and fee payments, scholarships and other financial aid awards, and donations do not constitute a financial conflict of interests. Salary, a stipend, and other compensation for services paid by the University to the faculty member and student member of the Advisory Board do not constitute a financial conflict of interest.

Section 4.2(a) Direct Interest. A financial conflict of interests exists when a member has a direct interest in a contract with the University. "Direct interest" means a contract with the member personally or with any business in which the member is the sole proprietor, a partner, or the person having the controlling interest. The interests of a member's spouse and dependent children or stepchildren shall be treated as the member's interest for the purpose of determining whether the member has a direct interest. "Controlling interest" means the individual with the ownership or control of the largest number of outstanding shares owned by any single individual or corporation.

Section 4.2(b) Indirect Interest. A financial conflict of interests also exists when a member has an indirect interest in a contract with the University unless the member has disclosed his or her interest in accordance with Section 4.2(c). "Indirect interest" means a contract in which the member has an interest that is not a "direct interest" as defined in Section 4.2(a). The interests of a member's spouse and dependent children or stepchildren shall be treated as the member's interest for the purpose of determining whether the member has an indirect interest.

Section 4.2(c) Attempt to Influence a University Contract. A member shall not attempt to influence any person who is involved in making or administering a contract with the University if the member would derive a direct benefit from the contract. Nor shall a member solicit or receive any gift, reward, or promise of reward in exchange for recommending, influencing, or attempting to influence the award of a contract by the University. This Section shall not be construed as constraining the faculty member of the Board, as part of normal faculty duties, from pursuing externally-funded contracts or grants for the University which may potentially benefit the member directly or indirectly.

Section 4.2(d) Disclosure of Financial Interests. Initial members of the Advisory Board shall file a disclosure of financial interests with the Chancellor within thirty (30) calendar days after the called initial meeting of the Advisory Board. Thereafter, new members of the Advisory Board shall file the disclosure with the Chancellor within thirty (30) calendar days of appointment. After filing the disclosure, a member who becomes aware of a financial interest that may constitute a conflict of interest as defined in this Section 4.2 shall provide written notice to the Chancellor within seven (7) calendar days.

Section 4.2(e) Addressing Financial Conflicts of Interest. The Chancellor shall review all disclosures of financial interests filed by members with the Chair of the Advisory Board. It shall be the responsibility of the Chancellor to take necessary or appropriate steps to address any potential or actual financial conflict of interests of any member.

Article V Officers

Section 5.1 Chair. The presiding officer of the Advisory Board shall be the Chair, who shall be elected by the Advisory Board. The term of the initial Chair shall begin on the date of election and end on June 30 of the following year. Thereafter, the term of the Chair shall begin on July 1 and end on June 30 of the second succeeding year. The Chair may not be elected to more than three (3) consecutive terms except upon the affirmative roll-call vote of a majority of the total membership. The Chair shall preside at all meetings of the Advisory Board; shall be responsible, in consultation with the Chancellor, for coordinating the work of the Advisory Board; and shall be the spokesperson for the Advisory Board. If the Chair knows in advance that he or she will not be able to attend a meeting, the Chair shall appoint a Chair *pro tem* to preside over the meeting. In the unexpected absence of the Chair, the Chancellor shall preside over the meeting until the Advisory Board acts to appoint a Chair *pro tem*.

Section 5.2 Secretary. On the recommendation of the Chancellor, the Advisory Board shall elect a member of the campus administrative staff to serve as Secretary.

The Secretary shall serve at the pleasure of the Advisory Board and without a definite term. The Secretary shall assist the Chair and the Chancellor in preparing the agenda and materials for Advisory Board meetings; prepare and maintain minutes of Advisory Board meetings; maintain a current set of the Bylaws and a record of all Bylaw amendments; and maintain all records pertaining to the business of the Advisory Board, except as may be otherwise provided by policies of the Board of Trustees or the University.

Article VI Operating Budget

Section 6.1 Financial support for the work of the Advisory Board shall be provided exclusively from the campus operating budget through established budgetary procedures. The Advisory Board's receipts and expenses shall be budgeted and accounted for in separate accounts. The accounts shall be specifically identifiable in the detail of the operating budget.

Article VII Meetings

Section 7.1 Regular Meetings. In accordance with Tennessee Code Annotated § 49-5-502(a), the Advisory Board shall hold at least three (3) regular meetings each year on a day or days determined by the Advisory Board from year to year.

Section 7.2 Special Meetings. Special meetings of the Advisory Board may be called by the Chair or the Chancellor when deemed necessary.

Section 7.3 Location of Meetings. Regular and special meetings of the Advisory Board may be held at any location in Knox County.

Section 7.4 Notice of Meetings. Notice of meetings may be delivered to members by postal mail, courier, electronic mail, or facsimile transmission at least seven days in advance of the meeting date. As required by Tennessee Code Annotated § 8-44-103(a) and (b), adequate public notice shall be given of all regular and special meetings.

Section 7.5 Meetings Open to the Public. In compliance with Tennessee Code Annotated § 49-9-503(a)(6), meetings of the Advisory Board shall be open to the public except as authorized by a statutory or judicially recognized exception to the Tennessee Open Meetings Act.

Section 7.6 Agenda. An agenda for every meeting of the Advisory Board shall be prepared by the Chancellor in consultation with the Chair and with the assistance of the Secretary. The agenda, with any proposed resolutions or reports, shall be made available to the Board and made publicly available at least seven days in

advance of the meeting, and shall list in outline form each item to be considered at the meeting. When feasible, a copy of the agenda shall accompany the notice of the meeting, but when not feasible, a copy shall be provided to the members before the meeting date. Items not appearing on the agenda of a regular meeting may be considered only upon an affirmative roll-call vote of a majority of the total voting membership of the Board. Items not stated in the call of a special meeting may not be considered at the meeting.

Section 7.7 Manner of Voting. In accordance with the Tennessee Open Meetings Act, all votes by the Advisory Board shall be by public voice vote, public ballot, or public roll-call vote, and proxy votes are not allowed. A public roll-call vote shall be required on the following: (1) all motions related to adoption, amendment, repeal, or suspension of these Bylaws in whole or in part; and (2) on any other motion if a voting Board member present at the meeting requests a roll-call vote before a vote is taken or demands a roll-call vote before the Chair announces the result of a vote.

Section 7.8 Participation in Meetings by Electronic or Telephonic Means. The Chair, after consultation with the Chancellor, may allow members to participate in a meeting by any means of electronic or telephonic communication, subject to the following requirements of the Tennessee Open Meetings Act:

- (1) A quorum of four (4) members must be physically present at the location specified in the public notice as the location of the meeting.
- (2) The meeting must be audible to the public at the location specified in the public notice of the meeting.
- (3) All members must be able to hear and speak to each other during the meeting.
- (4) Any member participating by telephonic or electronic means must identify the persons present at the location from which the member is participating.
- (5) Before the meeting, any member who will not be physically present at the meeting location specified in the public notice shall be provided with documents to be discussed at the meeting with substantially the same content as the documents presented at the meeting.
- (6) All votes shall be taken by roll call.

Section 7.9 Minutes. Minutes, including any resolutions or reports from meetings of the Advisory Board and committees that report to the Advisory Board, shall be made accessible through the Advisory Board's section on the chancellor's website. Draft minutes, including any resolutions or reports, shall be posted to the Advisory Board website within three weeks following any meeting.

Article VIII Quorum

Section 8.1 Four (4) members shall constitute a quorum empowered to transact any business of the Advisory Board.

Section 8.2 The action of a majority of the quorum of members present at any meeting shall be the action of the Advisory Board, except as otherwise provided in these Bylaws.

Article IX Committees

Section 9.1 The Chair is authorized to appoint such committees and committee chairs as the Chair may deem necessary from time to time.

Article X Rules of Procedure

Section 10.1 Questions of procedure and organization not specifically addressed in these Bylaws shall be governed by rules contained in the most current edition of *Robert's Rules of Order Newly Revised* to the extent applicable and consistent with these Bylaws and any special rules of order, standing rules, or policies adopted by the Advisory Board.

Article XI Adoption, Amendment, and Repeal of Bylaws

Section 11.1 These Bylaws shall be adopted by an affirmative two-thirds (2/3) roll-call vote of the total membership of the Advisory Board and shall be provisionally effective until subsequent review and approval by the Board of Trustees.

Section 10.2 The Advisory Board may change these Bylaws by amendment, by adoption of one or more new Bylaws, or by repeal of one or more existing Bylaws at any regular or special meeting by an affirmative two-thirds (2/3) roll-call vote of the total membership of the Advisory Board; provided that a copy of the amendments or new Bylaws to be offered or notation of the Bylaws to be repealed shall be furnished to each member in writing at least seven (7) days in advance of the meeting; and provided further that any change to the Bylaws shall not be effective until approved by the Board of Trustees.



The University of Tennessee
Board of Trustees

Resolution 00_-2019*

Bylaws of The University of Tennessee at Martin Advisory Board

Resolved: The Board of Trustees approves the Bylaws of The University of Tennessee at Martin Advisory Board as adopted by the Advisory Board; and

Further resolved: If the Advisory Board amends its bylaws to provide that the student member shall be appointed "in a manner determined by" the Advisory Board, rather than appointed "by the Advisory Board," the Board of Trustees approves such amendment to be effective upon adoption by the Advisory Board without further action by the Board of Trustees.

Adopted this 1st day of March, 2019.

* Number will be inserted after adoption.

**BYLAWS
OF
THE UNIVERSITY OF TENNESSEE AT MARTIN
ADVISORY BOARD**

**Article I
Name and Purpose**

Section 1.1 This advisory board has been established pursuant to Tennessee Code Annotated §§ 49-9-501 through -503 and shall be known as The University of Tennessee at Martin Advisory Board, hereinafter referred to in these Bylaws as "Advisory Board").

Section 1.2 The purpose of the Advisory Board shall be to carry out the responsibilities outlined in Section 2.1 of these Bylaws.

**Article II
Responsibilities**

Section 2.1 Pursuant to Tennessee Code Annotated § 49-9-503(a), the Advisory Board shall have the following responsibilities:

- (a) Submit a recommendation regarding the proposed operating budget, including tuition and fees, for the campus in accordance with the process established by the University of Tennessee ("University") Board of Trustees ("Board of Trustees") pursuant to Tennessee Code Annotated § 49-9-209(d)(1)(N);
- (b) Submit a recommendation regarding the strategic plan for the campus in accordance with the process established by the Board of Trustees pursuant to Tennessee Code Annotated § 49-9-209(d)(1)(O);
- (c) Advise the Chancellor regarding operations and budget, campus master plan, campus life, academic programs, policies, and other matters related to the campus and as may be requested by the Chancellor from time to time;
- (d) Under the leadership of the Chancellor, seek to promote the overall advancement of the campus and The University of Tennessee System;
- (e) Advise the Board of Trustees or the President on matters related to the campus or the system as may be requested by the President or the Board of Trustees from time to time; and
- (f) Comply with the Tennessee Open Meetings Act, Tennessee Code Annotated §§ 8-44-101 et seq. except as authorized by a statutory or judicially recognized exception to the Tennessee Open Meetings Act.

Section 2.2 As provided by Tennessee Code Annotated § 49-9-503(b), the responsibilities of, and any actions taken by, the Advisory Board shall not conflict with or inhibit the authority of the Board of Trustees.

Section 2.3 Each member shall conduct any efforts on behalf of the Advisory Board within the scope of the responsibilities provided in Section 2.1 of these Bylaws and in compliance with applicable University policies.

Article III Membership

Section 3.1 Membership on the Advisory Board is governed by the provisions of Tennessee Code Annotated § 49-9-501. The following sections represent a summary of some of the key statutory provisions.

Section 3.2 Number of Members and Appointing Authority. Pursuant to Tennessee Code Annotated § 49-9-501, the Advisory Board shall consist of five (5) members appointed by the Governor, one (1) faculty member appointed by the campus Faculty Senate, and one (1) student appointed [potential amendment: in a manner determined] by the Advisory Board. The Chancellor shall ensure that each new member receives a copy of these Bylaws and is notified of the expectations and responsibilities of membership.

Section 3.3 Term of Members Appointed by the Governor. The terms of the initial members appointed by the Governor shall be two (2), three (3), and four (4) years, as designated by the Governor, beginning on the date of appointment and ending on June 30 of the last year of the designated term. For all subsequent appointments by the Governor, the term shall be four (4) years from July 1 through June 30. All members appointed by the Governor must be confirmed by joint resolution of both houses of the Tennessee General Assembly; provided that if the General Assembly is not in session when an appointment is made, the members shall serve for the appointed term unless the appointment is not confirmed within ninety (90) calendar days after the General Assembly next convenes in regular session. Members may not serve more than two (2) consecutive terms but may be reappointed after four (4) years have elapsed since the last date of service on the Advisory Board.

Section 3.4 Term of the Faculty Member. The term of the initial faculty member shall begin on the date of the initial meeting of the Advisory Board and end on June 30 of the next year. For all subsequent faculty member appointments, the term shall be two (2) years beginning July 1 and ending June 30.

Section 3.5 Term of the Student Member. The term of the initial student member shall begin on the date of appointment by the Advisory Board and end

on June 30 of the same year. For all subsequent student member appointments, the term shall be one (1) year beginning July 1 and ending June 30.

Article IV

Conflict of Interests

Section 4.1 General Conflict of Interests. Members shall not use the authority, title, prestige, or other attribute of the office to acquire benefit or gain for themselves or for any relative. Nor shall members use the authority, title, prestige, or other attribute of the office to obtain favored consideration or treatment of any person, including but not limited to efforts to influence administrative decisions with respect to an individual's admission, employment, discipline, or similar matters. Members shall not knowingly accept any gift, favor, or gratuity from any person or entity that could reasonably be expected to affect the member's independence of judgment in performing official duties; however, this shall not be construed to prohibit acceptance of benefits from the University provided to all members by virtue of the office or provided in connection with donations to the University.

Section 4.2 Financial Conflict of Interests. It shall be the duty of each member of the Advisory Board to avoid any financial conflict of interests as defined in this Section 4.2. Tuition and fee payments, scholarships and other financial aid awards, and donations do not constitute a financial conflict of interests. Salary, a stipend, and other compensation for services paid by the University to the faculty member and student member of the Advisory Board do not constitute a financial conflict of interests.

Section 4.2(a) Direct Interest. A financial conflict of interests exists when a member has a direct interest in a contract with the University. "Direct interest" means a contract with the member personally or with any business in which the member is the sole proprietor, a partner, or the person having the controlling interest. The interests of a member's spouse and dependent children or stepchildren shall be treated as the member's interest for the purpose of determining whether the member has a direct interest. "Controlling interest" means the individual with the ownership or control of the largest number of outstanding shares owned by any single individual or corporation.

Section 4.2(b) Indirect Interest. A financial conflict of interests also exists when a member has an indirect interest in a contract with the University unless the member has disclosed his or her interest in accordance with Section 4.2(c). "Indirect interest" means a contract in which the member has an interest that is not a "direct interest" as defined in Section 4.2(a). The interests of a member's spouse and dependent children or stepchildren shall be treated as the member's

interest for the purpose of determining whether the member has an indirect interest.

Section 4.2(c) Attempt to Influence a University Contract. A member shall not attempt to influence any person who is involved in making or administering a contract with the University if the member would derive a direct benefit from the contract. Nor shall a member solicit or receive any gift, reward, or promise of reward in exchange for recommending, influencing, or attempting to influence the award of a contract by the University.

Section 4.2(d) Disclosure of Financial Interests. Initial members of the Advisory Board shall file a disclosure of financial interests with the Chancellor within thirty (30) calendar days after the called initial meeting of the Advisory Board. Thereafter, new members of the Advisory Board shall file the disclosure with the Chancellor within thirty (30) calendar days of appointment. After filing the disclosure, a member who becomes aware of a financial interest that may constitute a conflict of interest as defined in this Section 4.2 shall provide written notice to the Chancellor within seven (7) calendar days.

Section 4.2(e) Addressing Financial Conflicts of Interest. The Chancellor shall review all disclosures of financial interests filed by members with the Chair of the Advisory Board. It shall be the responsibility of the Chancellor to take necessary or appropriate steps to address any potential or actual financial conflict of interests of any member.

Article V Officers

Section 5.1 Chair. The presiding officer of the Advisory Board shall be the Chair, who shall be elected by the Advisory Board. The term of the initial Chair shall begin on the date of election and end on June 30 of the following year. Thereafter, the term of the Chair shall begin on July 1 and end on June 30 of the second succeeding year. The Chair may not be elected to more than three (3) consecutive terms except upon the affirmative roll-call vote of a majority of the total membership. The Chair shall preside at all meetings of the Advisory Board; shall be responsible, in consultation with the Chancellor, for coordinating the work of the Advisory Board; and shall be the spokesperson for the Advisory Board. If the Chair knows in advance that he or she will not be able to attend a meeting, the Chair shall appoint a Chair *pro tem* to preside over the meeting. In the unexpected absence of the Chair, the Chancellor shall preside over the meeting until the Advisory Board acts to appoint a Chair *pro tem*.

Section 5.2 Secretary. On the recommendation of the Chancellor, the Advisory Board shall elect a member of the campus administrative staff to serve as Secretary. The Secretary shall serve at the pleasure of the Advisory Board and without a definite term. The Secretary shall assist the Chair and the Chancellor in preparing the agenda and materials for Advisory Board meetings; prepare and maintain minutes of Advisory Board meetings; maintain a current set of the Bylaws and a record of all Bylaw amendments; and maintain all records pertaining to the business of the Advisory Board, except as may be otherwise provided by policies of the Board of Trustees or the University.

Article VI Operating Budget

Section 6.1 Financial support for the work of the Advisory Board shall be provided exclusively from the campus operating budget through established budgetary procedures. The Advisory Board's receipts and expenses shall be budgeted and accounted for in separate accounts. The accounts shall be specifically identifiable in the detail of the operating budget.

Article VII Meetings

Section 7.1 Regular Meetings. In accordance with Tennessee Code Annotated § 49-5-502(a), the Advisory Board shall hold at least three (3) regular meetings each year on a day or days determined by the Advisory Board from year to year.

Section 7.2 Special Meetings. Special meetings of the Advisory Board may be called by the Chair or the Chancellor when deemed necessary.

Section 7.3 Location of Meetings. Regular and special meetings of the Advisory Board may be held at any location in Weakley County.

Section 7.4 Notice of Meetings. Notice of meetings may be delivered to members by postal mail, courier, electronic mail, or facsimile transmission. As required by Tennessee Code Annotated § 8-44-103(a) and (b), adequate public notice shall be given of all regular and special meetings.

Section 7.5 Meetings Open to the Public. In compliance with Tennessee Code Annotated § 49-9-503(a)(6), meetings of the Advisory Board shall be open to the public except as authorized by a statutory or judicially recognized exception to the Tennessee Open Meetings Act.

Section 7.6 Agenda. An agenda for every meeting of the Advisory Board shall be prepared by the Chancellor in consultation with the Chair and with the

assistance of the Secretary. The agenda shall list in outline form each item to be considered at the meeting. When feasible, a copy of the agenda shall accompany the notice of the meeting, but when not feasible, a copy shall be provided to the members before the meeting date. Items not appearing on the agenda of a regular meeting may be considered only upon an affirmative roll-call vote of a majority of the total voting membership of the Board. Items not stated in the call of a special meeting may not be considered at the meeting.

Section 7.7 Manner of Voting. In accordance with the Tennessee Open Meetings Act, all votes by the Advisory Board shall be by public voice vote, public ballot, or public roll-call vote, and proxy votes are not allowed. A public roll-call vote shall be required on the following: (1) all motions related to adoption, amendment, repeal, or suspension of these Bylaws in whole or in part; and (2) on any other motion if a voting Board member present at the meeting requests a roll-call vote before a vote is taken or demands a roll-call vote before the Chair announces the result of a vote.

Section 7.8 Participation in Meetings by Electronic or Telephonic Means. The Chair, after consultation with the Chancellor, may allow members to participate in a meeting by any means of electronic or telephonic communication, subject to the following requirements of the Tennessee Open Meetings Act:

- (1) A quorum of four (4) members must be physically present at the location specified in the public notice as the location of the meeting.
- (2) The meeting must be audible to the public at the location specified in the public notice of the meeting.
- (3) All members must be able to hear and speak to each other during the meeting.
- (4) Any member participating by telephonic or electronic means must identify the persons present at the location from which the member is participating.
- (5) Before the meeting, any member who will not be physically present at the meeting location specified in the public notice shall be provided with documents to be discussed at the meeting with substantially the same content as the documents presented at the meeting.
- (6) All votes shall be taken by roll call.

Article VIII

Quorum

Section 8.1 Four (4) members shall constitute a quorum empowered to transact any business of the Advisory Board.

Section 8.2 The action of a majority of the quorum of members present at any meeting shall be the action of the Advisory Board, except as otherwise provided in these Bylaws.

Article IX Committees

Section 9.1 The Chair is authorized to appoint such committees and committee chairs as the Chair may deem necessary from time to time.

Article X Rules of Procedure

Section 10.1 Questions of procedure and organization not specifically addressed in these Bylaws shall be governed by rules contained in the most current edition of *Robert's Rules of Order Newly Revised* to the extent applicable and consistent with these Bylaws and any special rules of order, standing rules, or policies adopted by the Advisory Board.

Article XI Adoption, Amendment, and Repeal of Bylaws

Section 11.1 These Bylaws shall be adopted by an affirmative two-thirds (2/3) roll-call vote of the total membership of the Advisory Board and shall be provisionally effective until subsequent review and approval by the Board of Trustees.

Section 11.2 The Advisory Board may change these Bylaws by amendment, by adoption of one or more new Bylaws, or by repeal of one or more existing Bylaws at any regular or special meeting by an affirmative two-thirds (2/3) roll-call vote of the total membership of the Advisory Board; provided that a copy of the amendments or new Bylaws to be offered or notation of the Bylaws to be repealed shall be furnished to each member in writing at least seven (7) days in advance of the meeting; and provided further that any change to the Bylaws shall not be effective until approved by the Board of Trustees.

Adopted: 01.09.19