



# **Middle Tennessee State University Board of Trustees Quarterly Board Meeting**

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2:30pm CDT  
Monday  
April 10, 2017

Ballroom – Second Floor  
Student Union Building  
1768 MTSU Boulevard  
Murfreesboro, Tennessee 37132





**Middle Tennessee State University  
Board of Trustees**

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Monday, April 10, 2017 – 2:30pm

**ORDER OF BUSINESS**

Call to Order.....Tab 1

Welcome and Introductions

Roll Call

Review and Adoption of Bylaws .....Tab 2

Election of Officers

Selection of Student Trustee .....Tab 3

Affirmation of the President

Affirmation of Secretary to the Board

Review and Approval of Board Policies.....Tab 4

Committee Appointments

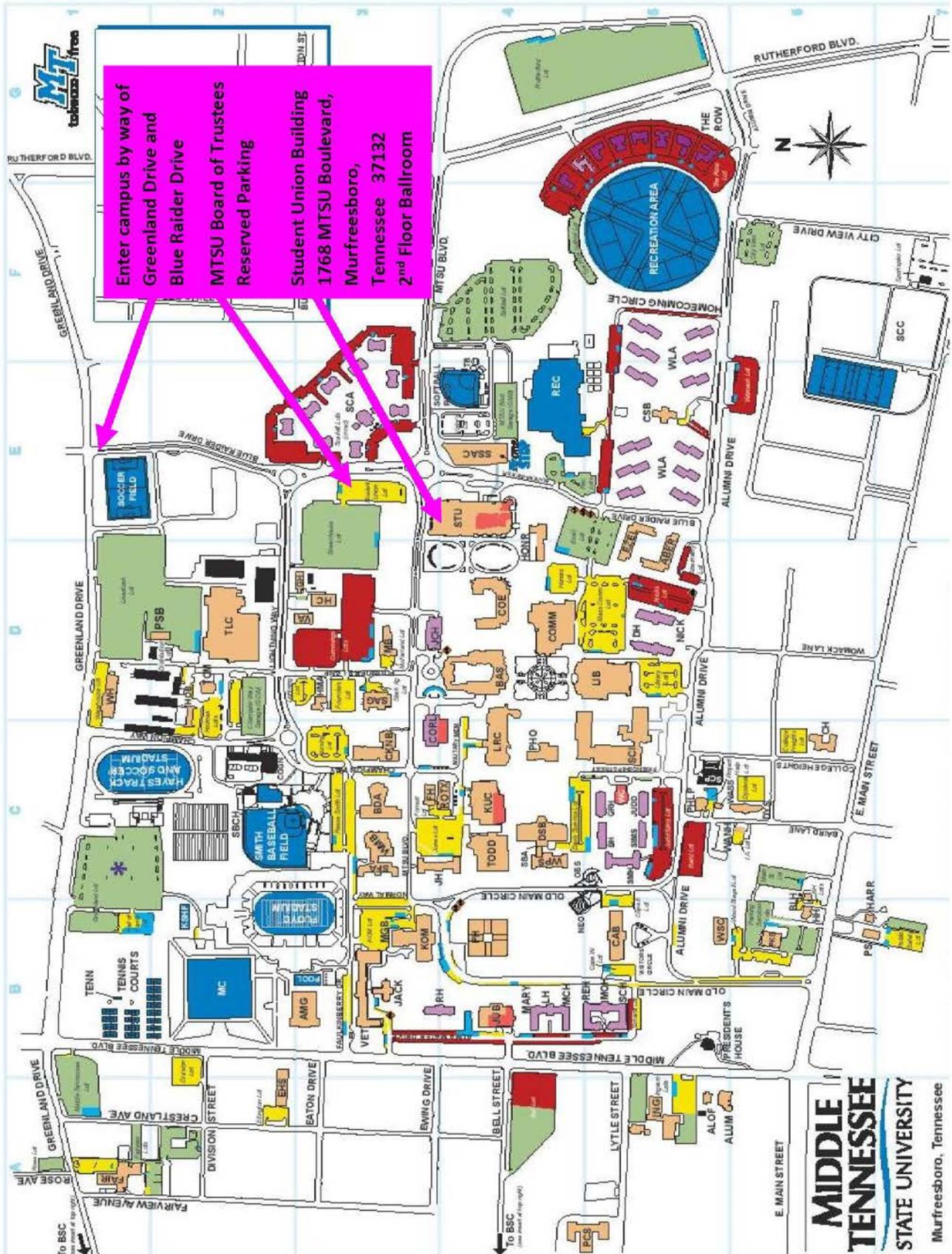
Confirmation of the Director of Audit and Consulting Services

General Confirmation Authority for Accreditation and Federal / State  
Commitments.....Tab 5

President’s Report

Adoption of Meeting Calendar.....Tab 6

Adjourn





**Middle Tennessee State University**  
**Board of Trustees**

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# Tab 1





**BILL HASLAM**  
GOVERNOR  
STATE OF TENNESSEE

March 7, 2017

Dr. Sidney McPhee  
Middle Tennessee State University, President  
Cope Administration Building, 204  
1301 E Main Street  
Murfreesboro, TN 37132  
smcphee@mtsu.edu

Dear President McPhee:

In accordance with Tennessee Code Annotated, Section 49-8-201(f)(7), by this letter I hereby call the first meeting of the state university board for Middle Tennessee State University on Monday, April 10, 2017, in order for the board to assume responsibility for the management and governance of the institution.

The meeting of the board shall convene at 2:30 p.m. on Monday, April 10, 2017, at the following location: Student Union Building, 1768 MTSU Boulevard, Murfreesboro, TN 37132.

In the event I am unable to attend, I ask that you call the meeting to order and preside until the members of the board have duly elected a chair.

Thank you for your leadership and support in this historic effort.

Respectfully,

A handwritten signature in blue ink that reads "Bill Haslam".

Bill Haslam  
Governor

CC: Mike Krause, Tennessee Higher Education Commission, Executive Director





**Middle Tennessee State University  
Board of Trustees**

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# Tab 2





**Middle Tennessee State University  
Board of Trustees**

MEETING: April Quarterly Board Meeting

SUBJECT: [Adoption of Bylaws](#)

DATE: April 10, 2017

PRESENTER: President Sidney A. McPhee

ACTION REQUIRED: Roll call vote

STAFF RECOMMENDATION: Approval

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**BACKGROUND INFORMATION:**

The Focus on College and University Success Act (FOCUS Act), which amends state law relative to the structure and organization of the state higher education system was enacted by the Tennessee General Assembly and became state law on July 1, 2016. The FOCUS Act authorizes the creation of local boards of trustees for each of the six former Tennessee Board of Regents universities which includes Middle Tennessee State University (MTSU).

The authority, purpose, duties, and responsibilities of the Board and Trustees are delineated in TCA § 49-8-101 which requires the Board of Trustees to adopt Bylaws to outline how it will govern MTSU. The distinctions between the duties of the Board and the responsibilities of the administration and faculty are clearly delineated in the enabling legislation. The Board of Trustees is responsible for setting policy with regard to academic, business and finance, governance and organization, personnel, and student matters and for providing oversight on the implementation of those policies. The MTSU President serves as executive head for the administration and faculty of MTSU and does not serve on Board of Trustees. The Bylaws provide for delegation to the President such powers and duties as are necessary and appropriate for the administration of the institution and its programs. The

administration and faculty are responsible for carrying out MTSU's mission within the parameters of policies and guidelines, and in accordance with the coordinating responsibilities of THEC.

The proposed Bylaws were developed by the University Counsel and Secretary to the Board based on the requirements of the FOCUS Act and best practices derived from the Association of Governing Boards and other university boards of trustees' bylaws.

**Bylaws  
of the  
Middle Tennessee State University  
Board of Trustees**

**ARTICLE 1 Authority of the Board**

- 1.1 Middle Tennessee State University is a public university established by the laws of the State of Tennessee. The University is subject to the management and governance of a Board of Trustees (Board) as established by T.C.A. § 49-8-101.
- 1.2 The Board is vested with the power and authority to govern the University and to exercise all powers and authority as set forth in the laws of the State of Tennessee.

**ARTICLE 2 Powers and Duties of the Board**

- 2.1 The Board has the power and authority to:
1. Approve the mission of the University, ensuring that the mission is kept current and aligned with the goals and mission of public higher education in Tennessee.
  2. Select, employ and annually assess the performance of the chief executive officer of the University (President) and confirm the appointment of administrative personnel, faculty, and other employees of the University and their salaries and terms of office.
  3. Approve curricula, approve and prescribe requirements for diplomas and degrees, and award academic diplomas and degrees.
  4. Approve the operating budget and set fiscal policies.

5. Establish policies and rules regarding the campus life of the University, including, but not limited to, the conduct of students, student housing, parking, and safety.
6. Award tenure and promotion to eligible members of the faculty upon the positive recommendation of the President.
7. Define and set in-state and out-of-state residency requirements within the parameters outlined in statute.
8. Set tuition rates for resident and non-resident undergraduate and graduate students within the parameters set by statute.
9. Receive donations of money, securities, and property from any source on behalf of the University, which gifts shall be used in accordance with the conditions set by the donor.
10. Purchase land subject to the terms and conditions of state regulations, condemn land, erect buildings, and equip them for the University subject to the requirements of the state building commission and the terms and conditions of legislative appropriations. The Board shall be vested with title to property so purchased or acquired.
11. Name buildings, grounds, and other identifiable physical features of the University, or revoke such names.
12. Assume general responsibility for the operation of the University, delegating to the President and providing for the further delegation, of any and all powers and duties as are necessary and appropriate for the efficient administration of the University and its programs, subject to limitations expressly set forth in law.
13. The Board shall have the right to retain independent consultants.
14. Perform and exercise all other powers not otherwise prohibited by law as are necessary to govern the University.

### **ARTICLE 3 Responsibilities of the Board**

- 3.1** The Board shall be responsible for the governance of the University, as allowed by and subject to, limitations imposed by applicable federal and state law, and certain powers and duties maintained by the Tennessee Higher Education Commission.

**3.2** In exercising its powers, the Board and its individual members will:

1. Provide insight and guidance to the University's strategic direction, charging the President with leading the strategic planning process.
2. Ensure the University's fiscal integrity; oversee the University's financial resources and other assets; review and approve annual University budgets; and preserve and protect the University's assets for posterity.
3. Ensure and protect, in a manner consistent with principles of shared governance, the educational quality of the University and its academic programs; and preserve and protect the University's autonomy, academic freedom, and the public purposes of higher education.
4. Refrain from directing or interfering with any employee, officer, or agent under the direct or indirect supervision of the President of the University.
5. Act as a body with no individual Board member speaking for the Board unless specifically authorized to do so by the Board.
6. Actively participate and engage in all Board meetings and events, absent good cause.
7. Conduct the Board's business in an exemplary manner, adhering to the highest ethical standards, complying with applicable open meeting and public records laws; ensure the currency of Board governance policies and practices; and, periodically assess the performance of the Board, its committees and its members.

**3.3** Board members must comply with these Bylaws and the Code of Ethics policy, to include disclosure of actual or potential conflicts of interest.

**ARTICLE 4 Membership**

- 4.1** The membership of the Board shall consist of ten (10) members of which nine (9) members shall be voting members and one (1) member shall be a nonvoting member.

- 4.2 Of the (9) voting members, at least six (6) members shall be residents of the State of Tennessee.
- 4.3 Eight (8) of the voting members will be appointed by the Governor of the State of Tennessee with at least three (3) being alumni of the University.
- 4.4 A University faculty member shall serve as one (1) voting Board member to be selected by the University Faculty Senate.
- 4.5 The nonvoting member shall be a student representative to be appointed by the Board.
- 4.6 The initial terms of the Board members appointed by the Governor shall be three (3), four (4), and six (6) years. Three (3) members shall serve a three-year term; three (3) members shall serve a four-year term; and two (2) members shall serve a six-year term. As the initial terms of the initial Board members expire, successors shall be appointed for six-year terms. The University faculty member to be appointed by the Faculty Senate shall serve a two (2) year term and the nonvoting student member shall serve a one (1) year term.
- 4.7 Whenever a vacancy shall occur in the membership of the Board among those appointed by the Governor due to death, resignation or removal, it shall be the duty of the Secretary of the Board to inform the Governor of the existence of such vacancy, and the Governor shall appoint a person to fill the unexpired term. Whenever any vacancy occurs among those selected by the Board or elected by the Faculty Senate due to death, resignation or removal, it shall be the duty of the Secretary of the Board to inform the respective party of the vacancy so that the unexpired term may be filled as provided in the Bylaws. If a vacancy occurs by reason of

expiration of term, the Board member whose term is expiring shall serve until a successor is appointed.

- 4.8** Any person who has served two full terms in succession as a member of the Board shall, for a period of four (4) years, be ineligible for election or appointment to the Board.
- 4.9** The following individuals are prohibited from serving as a member of the Board for so long as they hold the office or position: employees of any public institution of higher education, except those faculty members elected to the Board; elected or appointed officials; state employees; or, members of a governing body for any institution of higher education.
- 4.10** A Board member may be removed for a material violation of the Board's Code of Ethics by the Governor or by a two-thirds (2/3) vote of the Board membership.

## **ARTICLE 5 Officers of the Board**

- 5.1** The officers of the Board shall be a Chair and a Vice Chair, and such other officers as the Board deems appropriate.
- 5.2** The officers shall be elected from among the voting membership of the Board by a majority of those present and voting. Each officer shall serve a two (2) year term until successors are elected or a vacancy occurs. The officers may be elected to consecutive terms without limitation.
- 5.3** The Chair shall perform such duties as may be prescribed by the Board but which shall include presiding at all Board meetings. The Chair may vote on

all questions and shall serve as the spokesperson for the Board on matters voted on and approved by the Board. The Chair shall serve as an ex officio member of all standing committees of the Board, entitled to vote.

- 5.4** The Vice Chair shall perform such duties as may be prescribed by the Board. In the absence of the Chair, the Vice Chair shall perform the duties of the office of the Chair, including presiding at Board meetings.
- 5.5** An officer may be removed at any time by a two-thirds (2/3) vote of the Board members eligible to vote.
- 5.6** If a vacancy occurs by death or resignation, the vacancy shall be filled for the remainder of the term. If a vacancy occurs by reason of expiration of term, the board member whose term is expiring shall serve until a successor is appointed.

## **ARTICLE 6 Officers of the University**

- 6.1** The officers of the University designated to support Board activities are the President, the Secretary of the Board, the Director of Audit and Consulting Services, and such other officers as the Board or the President may determine are necessary. The officers of the University shall have such powers and duties as set out in these Bylaws, and as may be more specifically prescribed by the Board and the President.
- 6.2** The President is the chief executive officer of the University and is appointed by, and serves at the pleasure of, the Board. Subject to any statutory powers retained by the Board or specifically delegated by the Board to other University officers, the President shall be delegated full authority and the responsibility to supervise, direct and manage the

affairs and operations of the University. The President may delegate such authority to his/her staff as he/she deems appropriate. The President reports directly to the Board and shall have direct access to the Board. The President shall be the official liaison between the University community and the Board. The President shall attend all Board and committee meetings and shall, from time to time, report to the Board all matters within the President's knowledge affecting the University that should be brought to the attention of the Board. The President shall perform such other duties as assigned by the Board.

**6.3** The Secretary of the Board (Secretary) administratively supports the Board and its committees. The Secretary shall be appointed by the President, subject to Board approval. Working directly with the Chair and the President, and in consultation with other senior executives of the University, the Secretary plans and executes the meetings of the Board and its committees, ensuring that these activities comply with all pertinent legal requirements and conforms to sound governance practices. The Secretary advises on the University's governing documents and other policies and procedures pertaining to the governance of the University. The Secretary attends all meetings of the Board and its committees, and is responsible for preparing the official notice and overseeing the preparation of minutes of those meetings. The Secretary serves as the custodian of the minutes and other official records of the Board. The Secretary shall have custody of the corporate seal and affix it to such documents as may require such official recognition. The Secretary is authorized to certify that actions have been taken by the Board and to certify the authority and identity of officers of the Board. The Secretary serves as a point of contact on Board-related policy and procedural matters, governance and communications pertaining to the Board. The Secretary shall perform such other duties as assigned by the Board.

**6.4** The Director of Audit and Consulting Services (Director) shall be appointed by the President, subject to Board approval. The Director reports

administratively to the President of the University and functionally to the Board through the Audit and Compliance Committee. The Director shall have direct and unrestricted access to the chair of the Audit and Compliance Committee. The Director shall be removable only for cause by a majority vote of the Board. The Director shall make a comprehensive report on the internal audit function to the Board through the Audit Committee at a stated meeting. The report will include the annual audit plan and a review of all previous year audits completed and in progress, including any follow-up reviews and any audits that were scheduled but not completed.

## **ARTICLE 7 Committees of the Board**

**7.1** Subject to statutory requirements, the Board may establish such committees as it deems appropriate or necessary to fulfill its responsibilities, and shall define their memberships and duties.

## **ARTICLE 8 Meetings of the Board**

### **8.1 Open Meetings**

1. All Board meetings for which a quorum is required to make a decision or to deliberate toward a decision shall be open to the public except as authorized by a statutory or judicially recognized exception to the Tennessee Open Meetings Act, T.C.A. § 8-44-101, et seq.

### **8.2 Regular Meetings; Notice**

1. The Board shall meet at least four (4) times each fiscal year on such dates and at such times and locations as specified by the Chair, and on such additional dates and at such times as specified by the Chair or a

- majority of the Board members then in office. The Board may adjourn any regular meeting to any date that it may set for adjournment.
2. The Secretary shall provide at least five (5) days' written notice of the meeting to all Board members. Notice may be provided by any reasonable means and shall be compliant with the Tennessee Open Meetings Act, T.C.A. § 8-44-101, et. seq.

### 8.3 Special Meetings; Notice

1. Special meetings of the Board may be called at any time by the Chair, Vice Chair, or President. Two (2) or more Board members eligible to vote may submit a written request to call a special meeting to the Secretary who will convey the request to the Chair and the President.
2. The call for every special meeting shall state the business to be considered and the business transacted shall be confined to the matters stated in the call. The Board may adjourn any special meeting to any date that it may set for adjournment.
3. If the business to be considered requires immediate action, a special emergency meeting may be called with less than five (5) days' notice. Notice shall be by any reasonable means, taking into consideration the need for the emergency circumstances.

### 8.4 Agenda

1. An agenda for every meeting of the Board shall be prepared by the Secretary in consultation with the Chair and the President. The agenda shall list each matter to be considered at the meeting. When feasible, a copy of the agenda and copies of all reports and other material to be presented shall accompany the notice of the meeting, but when not feasible, a copy shall be provided to the Board members before the meeting date.
2. Notwithstanding any provision in these Bylaws to the contrary, after consulting with the appropriate committee chair, the President and the Secretary, the Chair may designate agenda items for deliberation and

action at the full Board meeting without prior review and recommendation of a committee.

3. Consent Agenda
  - a. The Chair, in consultation with the President or committee chair, as appropriate, may designate items to be presented to the Board on a consent calendar.
  - b. Any item unanimously approved by a committee may be designated by the Chair for unanimous consent at the full Board meeting.
  - c. Such items shall be separately identified on the Board agenda as a consent agenda and shall be voted on by a single motion.
  - d. In consultation with the Chair and the President, any member may request to remove an item from the consent agenda by notifying the Secretary in writing prior to the meeting. The request must be approved by a majority of those present and voting.
4. Anyone wishing to address the Board must submit a written request to the Secretary to be received at least seven (7) days prior to the scheduled meeting of the Board. The request must include the requestor's contact information and the issue to be addressed. After discussion between the Chair and the President, the Secretary will either place the requested item on the agenda or notify the requestor in writing of the reason for rejecting the request.
5. Matters not appearing on the agenda of a stated meeting may be considered only upon an affirmative vote of a majority of those present and voting.

## 8.5 Quorum

1. The Board must have a quorum to conduct business. A quorum shall consist of a majority of voting Board members which constitutes five (5) voting members. If a quorum is not present, the Board members in attendance may adjourn any regular or special meeting until a quorum is established.
2. If the meeting agenda does not include items for action or on which a vote may be taken, the meeting may continue even without a sufficient quorum for voting.

## 8.6 Conduct of Business

1. General parliamentary rules shall be observed in conducting the business of the Board except as may be modified by policies or resolutions adopted by the Board.
2. The Chair shall preside when present at meetings of the Board. In the Chair's absence, the Vice-Chair shall preside at meetings of the Board and otherwise perform the duties of the Chair. In the absence of the Chair and Vice Chair, the most senior member of the Board shall preside at the meeting.
3. The Board may permit any or all Board members to participate in a meeting by, or conduct the meeting through, use of any means of telephonic or electronic communication.
  - a. The meeting must be audible to the public at the location specified in the notice of the meeting as the location of the meeting.
  - b. All participating Board members must be able to both hear all Board members and speak to all other Board members during the meeting.
  - c. Any Board member participating by telephone or electronically shall identify the persons present in the location from which that Board member is participating.
  - d. Any Board member who participates in a meeting covered by this provision shall be deemed "present" at the meeting.
  - e. A public roll call vote is required on all matters.
4. The action of a majority of the quorum of Board members eligible to vote and present at any meeting shall be the action of the Board, except as may be otherwise provided by these Bylaws.
5. Except as limited by conflicts of interest or ethical considerations, individual Board members each have:
  - a. The right to vote (with the exception of the non-voting student Board member);
  - b. The right to participate fully in all considerations before the Board;
  - c. The right to enter motions and to submit recommendations; and,
  - d. All rights and privileges afforded the Board by law and regulation when sitting in deliberative session.
6. All votes of the Board shall be by public vote as defined by T.C.A. § 8-44-104(b), by public ballot, or by public roll call.

7. A roll call vote shall be required on all motions providing for any revision of the Bylaws, the adoption of a new Bylaw or the repeal of an existing Bylaw. On any other motion, a roll call vote shall be taken if required by law or deemed desirable in the judgment of the Chair. A Board member present may request a roll call vote before the announcement of a vote otherwise taken.
8. No Board member may vote by proxy.

## **8.7 Minutes**

1. The Secretary shall ensure that minutes are taken at each meeting of the Board which, once approved, shall provide a permanent record of such meetings.
2. Minutes need not be a verbatim record of a meeting but should provide adequate basis upon which implementing actions may be taken or permanent policies be extracted therefrom.

## **ARTICLE 9 Compensation**

- 9.1 Members shall receive no compensation for their services, but shall be entitled to reimbursement for travel expenses incurred in the performance of their official duties in conformity with the comprehensive travel regulations as promulgated by the department of finance and administration and approved by the attorney general and reporter.

## **ARTICLE 10 Bylaws**

- 10.1 The Bylaws may be modified by amendment, by adoption of a new bylaw or by repeal of an existing bylaw at any regular meeting of the Board, or at a special meeting called for that purpose, by a two-thirds (2/3) vote of the Board members eligible to vote, provided that a copy

of the amendment or new bylaw to be offered, or notation of the bylaw to be repealed shall be furnished to each Board member in writing at least ten (10) days in advance of the meeting.

- 10.2** Any determination that any provision of these Bylaws is inapplicable, invalid, illegal or otherwise ineffective shall not affect or invalidate any other provision of these Bylaws.





**Middle Tennessee State University  
Board of Trustees**

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# Tab 3





**Middle Tennessee State University  
Board of Trustees**

MEETING: April Quarterly Board Meeting

SUBJECT: Selection of Student Trustee

DATE: April 10, 2017

PRESENTER: Chair of the Board of Trustees

ACTION REQUIRED: Voice vote

STAFF RECOMMENDATION: Approval

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**BACKGROUND INFORMATION:**

Following this page are the application form and process for selection of the student trustee, and the resume of the student trustee nominee.



## MTSU BOARD OF TRUSTEES STUDENT TRUSTEE

### Eligibility Requirements and Application

#### Eligibility

##### Student must:

- have acquired at least 40 MTSU undergraduate credit hours by the application deadline.
- have at least a 3.0 MTSU cumulative grade point average by the application deadline.
- be in good standing with the University.
- be willing to serve from June 1, 2017 – May 31, 2018 and must be available for academic year and summer meetings.
- be a fulltime student during the fall and spring semester of term.

#### Application

##### Application Process

- Applications are due by **March 31, 2017 by 4:00pm**. Applications are to be sent to [sga@mtsu.edu](mailto:sga@mtsu.edu).
- Once application is received, recipient will be sent a confirmation email.

##### Selection Process

- The Student Government Association Executive Board will review the applications and select applicants to be interviewed.
- Applicants will receive an email if they have been selected for an interview.
- After the interviews are conducted, the three finalists will be sent to President McPhee for review.
- President McPhee will review the top three applications and recommend one of the three to the MTSU Board of Trustees.

##### Please note:

- Students who are serving as Student Government Association officers, senators or freshman council members at the time applications are due, will not be considered.

Please email [sga@mtsu.edu](mailto:sga@mtsu.edu) if you have any questions or concerns with the position or application.



# MTSU BOARD OF TRUSTEES STUDENT TRUSTEE

## Student Trustee Application

### Applicant Information

Full Name: \_\_\_\_\_ Date: \_\_\_\_\_  
Last First M.I.

Address: \_\_\_\_\_  
Street Address Apartment/Unit #

City State ZIP Code

Phone: \_\_\_\_\_ Email: \_\_\_\_\_

List your current cumulative GPA: \_\_\_\_\_ M# \_\_\_\_\_ MTSU credit hours earned (include undergrad and graduate hours): \_\_\_\_\_

Are you a citizen of the State of Tennessee? YES  NO

Have you ever been convicted of a felony? YES  NO

If yes, explain: \_\_\_\_\_

Do you have a MTSU judicial record or current judicial charges? YES  NO

If yes, explain: \_\_\_\_\_

### Education

Major: \_\_\_\_\_ Minor: \_\_\_\_\_

Start Date: \_\_\_\_\_ Anticipated Graduation Date: \_\_\_\_\_

### Community Service & Involvement

Involvement Type or Position Title	Organization Name	Dates of Service

**References**

Please list two MTSU professional (full-time faculty/staff) references.

Full Name: \_\_\_\_\_ Relationship: \_\_\_\_\_

Email Address: \_\_\_\_\_ Phone: \_\_\_\_\_

Full Name: \_\_\_\_\_ Relationship: \_\_\_\_\_

Email Address: \_\_\_\_\_ Phone: \_\_\_\_\_

**Short Answer Questions**

On a separate page, please answer the following short answer questions:

1. Why are you interested in applying for the Student Trustee position?
2. How has your University experience prepared you for this type of position?

**Disclaimer and Signature**

As an applicant for a position as the MTSU Student Trustee, do you verify that you meet all criteria for the position as outlined on the cover page of this application?	YES <input type="checkbox"/>	NO <input type="checkbox"/>
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May we verify your GPA, class standing, judicial standing, and residency?	YES <input type="checkbox"/>	NO <input type="checkbox"/>
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*I certify that my answers are true and complete to the best of my knowledge. I understand that my application will be shared with a selection committee and grant permission for this information to be shared.*

*If this application leads to a nomination, I understand that false or misleading information in my application or interview may result in my release from an appointment as the MTSU Student Trustee.*

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

# LINDSEY PIERCE WEAVER

## EDUCATION

Middle Tennessee State University (MTSU) - Murfreesboro, TN M. Ed. Administration & Supervision: Higher Education Overall GPA 4.00/4.00	August 2016- Present
Middle Tennessee State University (MTSU) - Murfreesboro, TN Major: B.S. Child Development & Family Studies Minor: Leadership Studies Overall GPA 4.00/4.00	August 2012 - May 2016

## CAMPUS AND COMMUNITY AWARDS

President's Award – Middle Tennessee State University, 2016  
 Outstanding Student in Leadership Studies - Middle Tennessee State University, 2016  
 Dorothy Shaw Leadership Award – *Alpha Delta Pi*, 2016  
 Chapter President of the Year - Middle Tennessee State University, Fraternity and Sorority Life, 2015  
 Student Trailblazer Award – MTSU National Women's History Month, 2016  
 Anna Lee Wall Loyalty Award - Alpha Delta Pi, Middle Tennessee State University, 2015 & 2014  
 Outstanding Junior Award - Alpha Delta Pi, Middle Tennessee State University, 2015  
 Jacki Lancaster Campus Involvement Award – Alpha Delta Pi, Middle Tennessee State University, 2015 & 2014

## PROFESSIONAL EXPERIENCE

Graduate Assistant, Office of New Student and Family Programs of MTSU, Murfreesboro, TN	August 2016 - Present
Intern, Office of New Student and Family Programs of MTSU, Murfreesboro, TN	May 2016 – August 2016
Intern, Center for Student Involvement and Leadership (CSIL) of MTSU, Murfreesboro, TN	January 2016 – May 2016
Intern, Office of Judicial Affairs and Mediation Services of MTSU, Murfreesboro, TN	August 2015 - December 2015
Clerical Staff, Office of New Student and Family Programs of MTSU, Murfreesboro, TN	March 2015 – August 2015
Teller, Bank of Bartlett, Germantown, TN	December 2012 – January 2014
Intern, Bank of Bartlett, Germantown, TN	May 2012 – August 2012

## INVOLVEMENT AND PUBLIC SERVICE

Academic Resource Volunteer, Alpha Delta Pi	July 2016 - Present
President, Student Government Association, MTSU	May 2015 - May 2016
Director of Standards and Ethics, Alpha Delta Pi, MTSU	January 2015 – December 2015
President, Alpha Delta Pi, MTSU	December 2013 - December 2014, June 2015-September 2015
Executive Secretary, Student Government Association, MTSU	August 2014 - May 2015
Founders' Day Banquet Director, Alpha Delta Pi	December 2014 – May 2015
ADPi-Athlon Race Director, Alpha Delta Pi	October 2014 - May 2015
Court of Traffic Appeals Justice, Student Government Association, MTSU	August 2014 – May 2015
Student Judicial Board Chairman, Office of Judicial Affairs, MTSU	August 2014 – May 2015
Organization Retention Chair, Relay For Life, MTSU	October 2014 – April 2015
Student Orientation Assistant, Office of New Student and Family Programs, MTSU	January 2014 - December 2014
Homecoming Committee, Student Government Association, MTSU	May 2014 - October 2014
Blue Elite Tour Guide, Office of Admissions, MTSU	August 2013 – July 2014
At Large Senator, Student Government Association, MTSU	September 2013 - May 2014
Lambda Sigma Honor Society	May 2013 - May 2014
Charter Member, Lion's Club, MTSU	May 2013- May 2014
Student Worker, University College Advising Center, MTSU	September 2012 - March 2014
Academic Affairs Committee Chair, Student Government Association, MTSU	August 2013 - December 2013
Vice President, Freshman Council, Student Government Association, MTSU	September 2012 - May 2013
I Am True Blue Model and Representative, MTSU	August 2013 - Present
Volunteer, Ronald McDonald House Charities of Nashville	September 2012 – March 2016

## NATIONAL/REGIONAL CONFERENCES

District Leadership Conference – *Alpha Delta Pi*, 2017 (Facilitator)  
 American Student Government Association – *Student Government Association*, 2015  
 Grand Convention – *Alpha Delta Pi*, 2015  
 District Leadership Conference – *Alpha Delta Pi*, 2013-2016  
 Leadership Seminar – *Alpha Delta Pi*, 2014  
 Tennessee Intercollegiate State Legislature – *TISL*, 2012





**Middle Tennessee State University  
Board of Trustees**

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# Tab 4





**Middle Tennessee State University  
Board of Trustees**

MEETING: April Quarterly Board Meeting

SUBJECT: Review and Approval of Board Policies

DATE: April 10, 2017

PRESENTER: Chair of the Board of Trustees

ACTION REQUIRED: Voice vote

STAFF RECOMMENDATION: Approval

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**BACKGROUND INFORMATION:**

Code of Ethics

The Focus on College and University Success Act (FOCUS Act) requires each state university board to establish and adopt a code of ethics that applies to and governs the conduct of all appointed members of the Board. TCA § 49-8-204. The FOCUS Act additionally outlines the process by which the Board of Trustees may remove any appointed member for a material violation of the code of ethics. This process is outlined in the Code of Ethics Policy.

The Southern Association of Colleges and Schools Commission on Colleges (SACSCOC) is the regional body for accreditation of degree-granting higher education institutions in the southern United States. SACSCOC accreditation standards requires the Board to adopt a policy that addresses conflicts of interest for its members and procedures whereby members can be dismissed for appropriate reasons by a fair process (SACSCOC standards 3.2.3 and 3.2.5).

This policy establishes requirements related to a trustee's obligation to conduct the business of the Board in an ethical manner and consistent with statutory requirements related to conflicts of interest.

#### Reservation and Delegation of Authority

As provided in the FOCUS Act, the Board of Trustees has the power and authority to govern MTSU. It may also "delegate to the chief executive officer of each respective institution such powers and duties as are necessary and appropriate for the efficient administration of the institution and its programs." TCA §49-8-203. The ability of the Board to delegate powers to the President is also contained in the Board Bylaws. Article 2 2.1 12.

This policy provides the powers the Board will retain which include the ability to approve the annual operating and capital budgets; to establish or abolish academic colleges, division, schools and departments; to promulgate rules; and, to approve the award of tenure and promotion of faculty. The policy likewise states the powers it delegates to the President, such as: to determine the organizational structure of the University; to hire all employees of the University setting their salaries and approving changes of employment status; the administration of the athletics program; and to negotiate and execute contracts on behalf of the University. The President is allowed to further delegate any powers granted by the Board, unless otherwise specifically restricted.

#### Channel of Authority and Communications

The policy establishes formal channels of communication with the Board and the campus community. It further provides a mechanism for faculty, staff and students to bring matters concerning recommended changes to policies, programs and other matters to the Board for its consideration.

#### Board Committees, and Review and Adoption of the Audit and Compliance Committee Charter

In order to conduct the business of the Board of Trustees in an effective and efficient manner, and in accordance with the Bylaws, the Board will establish committees as it considers appropriate or necessary, and will define the duties of such committees.

This Board policy establishes the committees of the Board, defining their membership and duties. The standing committees of the Board shall be:

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

In addition, T.C.A. 4-35-103(c) of the Audit Committee Act of 2005 requires that audit charters addressing the committee's purpose, powers, duties and mission, be approved by the governing board. The Audit and Compliance Committee Charter is included for review with the Board Committees policy.

Sources for the proposed Board policies include statutory requirements, accreditation requirements, and best practices derived through the Association of Governing Boards.

**Middle Tennessee State University**  
**Board of Trustees Policy**  
**Code of Ethics**

**Section 1. Governance Responsibilities**

- 1.1 Public Trust.** The Board of Trustees (Board) of Middle Tennessee State University is responsible for the governance of the University. Board members hold a position of public trust and are expected to carry out their governance responsibilities in an honest, ethical, and diligent manner. Pursuant to T.C.A. § 49-8-204, this policy applies to and governs the conduct of all members of the Board.
- 1.2 Welfare of the Entire University.** Board members bring diverse backgrounds, experiences and expertise valuable to the governance of the University. In carrying out their duties, Board members must keep the welfare of the entire University paramount over any other interest.
- 1.3 Duty of Care.** Board members must discharge their duties, including duties as members of committees, in good faith, with the care an ordinarily prudent person in a like position would exercise under similar circumstances, and in a manner the Board member reasonably believes to be in the best interest of the University.
- 1.4 Time Commitment.** In undertaking the duties of the position, a Board member shall make the commitment of time necessary to carry out his/her governance responsibilities. Board members must regularly attend and actively participate in Board and committee meetings and special assignments.
- Failure to attend three regular meetings in succession of the Board or of a committee on which the Board member serves shall be cause for the Board to consider the Board member's removal.
- 1.5 Due Diligence.** Board members shall undertake with due diligence a critical analysis of the risks and benefits of any matter coming before the Board for action. Board members shall promote a culture of

constructive debate about major initiatives and transactions and shall require the University's administration to provide information necessary to carry out their duty of care to act in the best interest of the University.

- 1.6 Legal Authority.** Except as otherwise provided by law or bylaw, Board members shall have no legal authority to act outside of Board meetings in their capacity as Board members. A Board member shall avoid acting as a spokesperson for the entire Board unless specifically authorized to do so. When not participating in Board or committee meetings, Board members enjoy the same rights and privileges of any citizen of the State of Tennessee.

## **Section 2. Conflict of Interest**

- 2.1 Purpose.** Board members must perform their duties and responsibilities with objectivity and integrity consistent with their fiduciary responsibilities to the University. Board members must place the University's interests ahead of their private interests. Therefore, conflicts of interests, both real and perceived, must be identified and avoided. A conflict of interest is a personal interest, financial or otherwise, that might impair or reasonably appear to impair a Board member's independent, unbiased judgment in the discharge of his/her responsibilities to the University.
- 2.2 Prohibition.** T.C.A. § 49-8-203(g), which applies exclusively to the Board, provides that it is unlawful for any member of the Board to be financially interested in any contract or transaction affecting the interests of the University, or to procure, or be a party in any way to procuring, the appointment of any relative to any position of financial trust or profit connected with the University. A Board member who violates these prohibitions is subject to removal by the governor or the Board. Board members shall not use the authority, title, prestige, or other attribute of the appointment for personal benefit or gain for themselves or for any relative.
- 2.3 Acknowledgement and Disclosures.**

1. Within 30 days of appointment and thereafter on or before January 15, each Board member shall submit to the Board Secretary, a written certification that he/she has read the Code of Ethics and acknowledges his/her responsibilities under this policy.
2. Any time a Board member believes a conflict of interest or ethical violation may exist with any Board member(s), including himself/herself, the Board member shall immediately submit a written disclosure of the facts and circumstances surrounding the situation to the Chair.
3. The Executive and Governance Committee shall evaluate the disclosure and determine what, if any, action is necessary. In no case shall a member who is involved in a potential or alleged violation of this policy participate in the disposition of the matter.
4. When a Board member is in doubt as to the proper interpretation of this policy or whether a disclosure is required, the Board member is expected to seek the advice of the Chair or his/her designee.

**2.4 Gifts, Favors, and Gratuities.** Board members shall not knowingly accept or solicit any gift, favor, or gratuity from any person or entity under contract with the University or seeking a contract with the University. Board members shall not knowingly accept or solicit any gift, favor, or gratuity from any person or entity, including another Board member, which might affect or have the appearance of affecting a Board member's judgment in the impartial performance of the duties of the appointment. However, this section shall not be construed to apply to a Board member's incidental benefit from another Board member's gift of money, property, or services to the University or to any benefit commonly available to Board members by virtue of the office. Nor shall this section be construed to prohibit acceptance of benefits from the University in connection with donations to the University.

**2.5 Expenses.** Board members serve without compensation. However, they are entitled to receive reimbursement for expenses incurred while representing the University in their official capacity.

### **Section 3. Penalty for Violation**

- 3.1 Hearing.** A Board member accused of a material violation of the Code of Ethics shall be afforded a due process contested case hearing in accordance with the Uniform Administrative Procedures Act, Tennessee Code Annotated, Title 4, Chapter 5.
- 3.2 Removal.** If a contested case hearing results in a finding that a Board member materially violated the Code of Ethics, the Board may remove the Board member from the Board by a two-thirds (2/3) vote of the Board. Upon removal, the position shall be considered vacant, and the vacancy shall be filled as provided by law.

**Middle Tennessee State University**  
**Board of Trustees Policy**  
**Reservation and Delegation of Authority**

**Section 1.** The Middle Tennessee State University Board of Trustees (Board) is vested with the power and authority to govern Middle Tennessee State University (University). The Board reserves to itself certain powers and authority, and may delegate authority as provided for in state law, the Board Bylaws and as set forth in Board or University policy.

**Section 2. Reservation of Authority**

2.1 The Board reserves to itself all authority necessary to carry out its legal and fiduciary duties and responsibilities, to include the authority to set the overall direction of the Institution. The Board shall exercise its authority consistent with state law, and Board and University policies. No authority that the Board reserves to itself shall be exercised by any other person or body unless expressly authorized by Board policy or directive. The Board shall retain authority over matters unless otherwise specified as a delegation to the President.

2.2 The Board reserves the following authority, to include the review and approval of any University policies implementing these actions:

To periodically review and approve the University's mission, vision, and strategic direction, and approve plans for their attainment, implementation and evaluation.

To conduct its business, create committees, set its agenda and meeting schedule, require reports from executive officers and employees, hear appeals, and establish policies and procedures providing for it to do such.

As required by law, to adopt, amend or repeal administrative rules pursuant to the Administrative Procedures Act, T.C.A. §4-5-101, et. seq.

To approve the annual operating and capital budgets for the University; and, to approve requests for issuance of any bonds pursuant to state statute.

To establish or abolish academic colleges, divisions, schools, and departments. The Board will receive reports prior to the establishment of any additional institutional centers/academic units.

To approve the establishment or discontinuation of degree programs and academic majors.

To select, appoint and annually assess the performance of the chief executive officer of the University, the President, and confirm his/her salary and benefits.

To approve the award of tenure and promotion for faculty.

To approve the appointments and compensation of Vice Presidents and other executives reporting directly to the President; and, Chairs of Excellence, including interim appointments. The Board will be apprised during the annual budget process of all new positions added to the organizational structure;

Consistent with state statute and Tennessee Higher Education Commission (THEC) policy, to approve student admission standards and graduation requirements.

To authorize the awarding of degrees, including the awarding of honorary degrees.

To establish tuition rates and mandatory fees consistent with THEC approved ranges; and, to approve non-mandatory fees, and room and board fees.

To define and set in-state and out-of-state residency requirements consistent with statute.

To retain responsibility for the expenditure of state funds by the University and its agents and employees.

To approve a campus master plan or amended campus master plan.

To approve the acquisition or disposal of properties not identified in the MTSU Master Plan.

To approve a required "program statement" that shall be prepared for all capital outlay construction projects requiring approval by the State of Tennessee prior to implementation of the project. The Board will also approve major renovations with budgets totaling more than \$500,000 in agreement with State Building Commission policy.

To approve capital project requests, as defined by state statutes and which require approval by the Tennessee General Assembly, prior to the request of funds. This will require the University to prepare and submit an annual Capital Budget Request to the Board for approval before submission to THEC.

To approve funding priorities to be presented to the legislature and, where appropriate, determine institutional priorities and significant public policy and advocacy positions

To receive, accept and approve all non-cash gifts in kind as follows:

- Gifts of real property or any permanent interest in real property;
- Gifts that require an obligation to fund current or future expenditures for which there is no established or approved funding source;
- Gifts that require construction/renovation of facilities not previously authorized by the University;
- Gifts that substantially increase liability, commitments or risk;
- Gifts that require State approval;

To approve the appointment of the Director of Audit and Consulting Services; review auditing proposals, select the external auditors and approve the University's contract with the external auditors. The Board will receive and accept summaries of internal audit and compliance reports.

To approve the naming of buildings, grounds and other identifiable physical features of the University, or to revoke such names.

**Section 3. Delegation to the President**

The President shall be the chief executive officer of the University. Subject to the ultimate authority of the Board, the President is delegated the authority necessary and appropriate for the efficient administration of the University and its programs, including the establishment of policies and procedures for the educational programs and operations of the University, except where the Board has reserved specific authority pursuant to the Bylaws and this policy as enumerated above. The discretionary powers of the President shall be sufficiently broad to enable him/her to discharge these responsibilities.

Unless otherwise restricted by specific Board policies or directives, the President may delegate general executive management and administrative authority to other executive officers and employees as necessary and prudent, including authority to execute contracts and other legal documents. The President may condition, limit, or revoke any presidential authority so delegated. Notwithstanding any delegation, the President remains responsible for the proper functioning of the University.

The President shall carry out all rules, orders, directives, and policies established by the Board, and shall approve and implement all other policies and standards for the management of the University.

The organizational structure of the University will be established by the President except as otherwise specifically determined by the Board.

The President shall notify the Board of any matter that significantly involves the authority and role of the Board, including its fiduciary, oversight and public accountability responsibilities.

The President is authorized to negotiate and execute contracts on behalf of the University, including the aggregation of all contract extensions and renewals consistent with the policies and direction of the Board.

The President is authorized to name identifiable sub-units or components of campus facilities.

The President may hire all employees of the University and, within budgetary limitations, fix their salaries, and approve promotions, transfers, leaves of absence, and removal of personnel pursuant to the requirements of MTSU policies and subject to such prior approval or confirmation as the Board may require. The President is authorized to further delegate appointing authority to the Vice Presidents or other designees.

The President of the University shall have the authority to negotiate banking and credit card services to periodically open and close bank accounts and to purchase and sell investments. The President may delegate this authority to other administrative officers.

The President is authorized to act for the Board regarding all matters concerning grants and contracts for research, development, service and training.

The President is authorized to act for the Board in the management of the student body and other matters incident thereto, except for the establishment of rules and policies regarding student conduct.

The President is delegated the responsibility for the administration of the athletics program and mandates that the program operate with integrity and in full compliance with all applicable rules and regulations.

The President is authorized to confer academic and honorary degrees, within the guidelines of the Board.

The President is authorized to establish a reserve officers training corps unit, to execute and deliver bond, with or without surety, in such manner and on such terms and conditions as may be required by the United States, for the care and safekeeping of the transportation, animals, arms, ammunition, supplies, tentage, and equipment that may be necessary or desirable for the operation, conduct and training of any reserve officers training corps units of the armed forces of the United States authorized by law at any time.

The President is authorized to act for the Board regarding the execution and administration of instruments and the general business and financial affairs of the University that occur in the usual course of business except as otherwise provided in the Board Bylaws.

The President is authorized to approve the acquisition or disposal of real property in the ordinary and usual course of business as described by the MTSU Master Plan for the University, subject to other approvals that may be required.

The President is authorized to act for the Board regarding all legal action necessary to protect the interests of the University.

In the event of an emergency or in the event immediate action is in the best interests of the University, the President, after consultation with the Board Chair, is authorized to act, pursuant to authority otherwise available but for this Delegation of Authority.

**Middle Tennessee State University**  
**Board of Trustees Policy**  
**Channel of Authority and Communications**

**Section 1. Purpose.** This policy provides for the official channel of authority and communication with the Board of Trustees (Board) and the faculty, staff and students of Middle Tennessee State University. This channel shall officially be through the President. Board members have the right and duty to be fully informed on all matters that influence their obligations as trustees.

**Section 2. University Community Responsible to the President.** All faculty, staff, and students must, through appropriate channels, be responsible to the President, and through the President, to the Board, unless otherwise specifically directed by the Board.

**Section 3. Communication to the Board.** Communication from faculty, staff or students to the Board must flow through the President, unless otherwise specifically directed by the Board. Notwithstanding the foregoing, faculty members may communicate directly with the faculty trustee, and students may communicate directly with the student trustee.

**Section 4. Communication from the Board.** The Board Chair serves as the spokesperson for the Board on matters voted on and approved by the Board. Board information, such as meeting agendas, meeting minutes and the materials supporting agenda items, will be housed on the Board website.

**Section 5. Recommendations for the Board.** When faculty, staff and students bring forward recommended changes to policies, programs, and other matters on which they request Board consideration, such recommendations must be transmitted to the President. The President has the discretion to bring the matter before the Board and may confer with the Board Chair in making this decision. The President will convey the decision to the individual or body requesting consideration.

**Section 6. Presidential Oversight of Campus Community.** The Board has the responsibility for oversight of the President, but delegates authority to the

President for oversight of faculty, staff, students, or others engaged in communications or by contract with the University.

**Section 7.** Except for the purposes of inquiry or information, a Board member shall not give direction to or interfere with any employee, officer, or agent under the direct or indirect supervision of the President.

**Middle Tennessee State University  
Board of Trustees Policy  
Board Committees**

**Section 1. Purpose**

The Middle Tennessee State University Board of Trustees (Board) is responsible for the governance of Middle Tennessee State University. As provided in the Board Bylaws, the Board may establish standing and special committees as it deems appropriate and necessary to fulfill these responsibilities. This Board policy establishes the committees of the Board, defining their membership and duties.

**Section 2. Standing Committees**

The standing committees of the Board shall be:

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

**Section 3. Membership**

- 3.1** Each standing committee shall have at least three (3) voting members who shall each serve a two-year term.
- 3.2** Each standing committee shall have a chair who shall serve a one-year term.
- 3.3** Members of the standing committees, with the exception of the Executive and Governance Committee, shall be appointed by the Board Chair. The Board Chair shall also appoint the chairs of the standing committees.
- 3.4** The Board Chair shall serve as an ex officio member of all standing committees, entitled to vote.
- 3.5** Each committee shall have an administrator of the University to assist with its work.
- 3.6** The Board Chair may appoint additional member(s) to standing or special committees if the assistance of others with particular professional or business expertise is necessary to carry out the responsibilities of the

committee or subcommittee. No such additional non- trustee member shall have voting privileges.

#### **Section 4. Special Committees**

The Board Chair or Vice Chair may appoint special committees for specific assignments. Membership may be as determined appropriate. The chair of a special committee shall be designated by the Board Chair at the time the special committee is appointed. Matters assigned to a special committees shall be subject to action and approval by a designated standing committee or the Board before becoming effective.

#### **Section 5. Meetings**

- 5.1** The Committees shall meet as often as necessary to carry out their responsibilities.
- 5.2** Meetings may be called by the Board Chair, the President of the University or the committee chair.

#### **Section 6. Notice of Meeting; Agenda**

- 6.1** When feasible, committee members shall receive at least ten (10) days' notice of meetings to include the purpose of the meeting.
- 6.2** When feasible, a copy of the agenda and related materials shall accompany notice of the meeting.
- 6.3** Matters not appearing on the agenda of a standing or special committee meeting may be considered only upon an affirmative vote of the entire committee.

#### **Section 7. Quorum**

A majority of the voting members of each standing or special committee shall constitute a quorum for the transaction of business. In the absence of a quorum, those attending may adjourn the meeting until a quorum is present.

#### **Section 8. Minutes**

Minutes shall be made of all standing and special committee meetings and provided to the Board Chair, the President of the University and the Secretary to the Board. The minutes shall be maintained as the official record of such meetings.

#### **Section 9. Open Meetings and Public Notice**

All meetings of standing and special committees shall be open to the public except as authorized by a statutorily or judicially recognized exception to the Tennessee Open Meetings Act, T.C.A. § 8-44-101, et. seq. Notice provided to the public shall be compliant with the Open Meetings Act.

### **Section 10. Authority of the Standing and Special Committees**

**10.1** The authority of the standing and special committees shall be subject to action by the entire Board. The committees' actions must be authorized and approved by the Board before becoming effective unless the Board delegates to the committee the authority to act on its own behalf.

**10.2** The standing and special committees shall have the right to retain independent consultants.

### **Section 11. Executive and Governance Committee**

**11.1** The Executive and Governance Committee shall be composed of the Chair and Vice Chair of the Board, and the Chair of the Audit and Compliance Committee. The Chair of the Board shall be the chair of this committee.

**11.2** The Executive and Governance Committee may act for the Board between regular Board meetings on urgent matters except the following, which shall be reserved to the Board:

1. Presidential selection, evaluation and termination
2. Amendments to the Board Bylaws
3. Adoption of the annual budget
4. Tenure and promotion decisions

**11.3** The Executive and Governance Committee shall ensure the integrity of the Board and is responsible for:

1. Establishing and maintaining standards of Board conduct.
2. Assessing the performance of the Board and Board members by monitoring compliance with the Board's Code of Conduct and Conflict of Interest policies.
3. Ensuring an effective orientation and continuing education process for Board members.

4. Periodically reviewing and ensuring compliance with the Board Bylaws and other Board policies, recommending amendments when appropriate.
5. Reviewing the committee structure of the Board for continued effectiveness.
6. Overseeing the work of the other standing committees.
7. Other matters as assigned by the Board.

**11.4** The Executive and Governance Committee shall have the right to retain independent consultants.

## **Section 12. Audit and Compliance Committee**

**12.1** The Audit and Compliance Committee shall assist the Board in exercising oversight of the University's financial and accounting practices, internal controls and standards of conduct. The Committee shall have the authority to direct University management to initiate and address specific audit and compliance issues within the mandate of the Committee. It may conduct or authorize or facilitate any audit or investigation appropriate to fulfill its oversight responsibilities.

**12.2** The Audit and Compliance Committee is responsible for and shall make recommendations to the Board related to:

1. Oversight of adherence to laws, regulation and policies that pertain to the University's operations.
2. Oversight of the quality and integrity of the accounting and financial reporting practices and processes, and systems of internal controls regarding finance, accounting and legal compliance.
3. Audit issues reported in the University's external audits or reviews.
4. Presidential audits.
5. Oversight of the internal audit function including reviews of the internal audit reports and monitoring of the resolutions of any audit issues.
6. Ensuring compliance with legal and regulatory requirements.
7. Oversight and monitoring of internal controls, compliance and risk management functions of the University.

8. Oversight of the process for the reporting of suspected illegal, improper, wasteful or fraudulent activities involving University resources.
9. Other matters as assigned by the Board.

**12.3** The University's Director of Audit and Consulting Services reports administratively to the President of the University and functionally to the Audit and Compliance Committee, and the Board. The Audit and Compliance Committee will review and recommend the appointment of the Director of Audit and Consulting Services who shall be removable only for cause by a majority vote of the Board. The Director of Audit and Consulting Services shall have direct and unrestricted access to the chair of the Audit and Compliance Committee. The Director of Audit and Consulting Services shall make a comprehensive report on the internal audit function to the Board through the Audit and Compliance Committee at a stated meeting. The report will include the annual audit plan and a review of all previous year audits completed and in progress, including any follow-up reviews and any audits that were scheduled but not completed.

### **Section 13. Finance and Personnel**

**13.1** The Finance and Personnel Committee shall oversee the integrity and stability of the University's financial operations, long-term economic health and allocation of resources, and its physical assets of land, buildings and equipment.

**13.2** The Finance and Personnel Committee is responsible for:

1. Monitoring the financial performance of the University and reporting to the Board.
2. Reviewing and recommending annual and long-range operating and capital and maintenance budgets.
3. Reviewing and recommending rates for student tuition and fees.
4. Overseeing financial reporting and related disclosures.
5. Recommending adoption or modification of capital improvement plans and the facilities master plan, advocating for new structures, and rehabilitating or removing older structures.

6. Creating and maintaining a maintenance capital expenditures budget and proposed timeline for all capital assets whose repair or replacement would result in an expenditure of \$100,000 or more.
7. Recommending appropriate action with regard to the acquisition and disposition of real property.
8. Recommending execution of contracts as required by University policy.
9. Actions related to personnel, including faculty and staff compensation.
10. Ensuring adequate policies and procedures are in place to promote the effectiveness, integrity and security of the University's information technology investments and their operation.
11. Other matters as assigned by the Board.

#### **Section 14. Academic Affairs, Student Life and Athletics**

The Academic Affairs, Student Life and Athletics Committee shall oversee the quality of academic programs and services, student life and athletics consistent with the mission of the University. The committee shall make recommendations to the Board relating to:

1. Approval of proposals for new academic programs and the significant revision of existing programs.
2. Ensuring and protecting, within the context of faculty shared governance, the educational quality of the University and its academic programs.
3. Matters regarding faculty tenure and promotion.
4. Approval of admission, progression, retention and graduation standards.
5. Institutional and program accreditation, and program review.
6. Promoting the welfare of students attending the University.
7. Developing a system and defining metrics to measure efficiency of each academic department.
8. The operation of the intercollegiate athletics programs to assist the Board in carrying out its responsibility of those programs.
9. Other matters as assigned by the Board.

**Middle Tennessee State University**  
**Audit and Compliance Committee Charter**

**I. Purpose**

The Audit and Compliance Committee, a standing committee of the Middle Tennessee State University Board of Trustees (Board), will assist the Board in exercising oversight of the University's financial and accounting practices, internal controls, risk assessments and standards of conduct.

**II. Mission**

The Audit and Compliance Committee will provide oversight of the following areas:

- A. Audit engagements with the Tennessee Comptroller's Office, including the integrity of financial statements and compliance with legal and regulatory requirements,
- B. Audit engagements with external auditors,
- C. Internal Audit activities,
- D. Internal Audit administration,
- E. Internal controls and compliance with laws, regulations, and other requirements,
- F. Risk and control assessments,
- G. Fraud, waste, and abuse prevention, detection, and reporting, and
- H. Other areas as directed by the Board.

**III. Authority**

The Audit and Compliance Committee has the authority to authorize or facilitate audits or investigations into any matter within its scope of responsibility. The Committee is authorized to:

- A. Seek any information it requires from employees or external parties. Employees are directed to cooperate with the Committee's requests,
- B. Meet with Board and institutional officials, external and internal auditors, legal counsel, or others as necessary, and
- C. Oversee the University's internal audit function.

**IV. Responsibilities**

The Audit and Compliance Committee has responsibilities for the following:

- A. Tennessee Comptroller's Office Audits (State Auditors)
  - 1. Understand the scope and approach used by the State Auditors in conducting their examinations,
  - 2. Review results of the Comptroller's examinations of financial statements and any other matters related to the conduct of the audits,
  - 3. Review with management and legal counsel any legal matters (including pending litigation) that may have a material impact on the financial statements, and any material reports or inquiries from regulatory or governmental agencies,
  - 4. Ensure that the Comptroller is notified of any indications of fraud in the manner prescribed by the Comptroller,

5. Resolve any differences between management and the Comptroller's auditors regarding financial reporting, and
6. Meet, as needed, with the Comptroller's auditors to discuss any matters that the Audit and Compliance Committee or State Auditors deem appropriate.

B. External Audits

1. Understand the scope and approach used by the external auditors in conducting their examinations,
2. Review results of the external auditors' examinations and any other matters related to the conduct of the external audits, and
3. Meet, as needed, with the external auditors to discuss any matters that the Audit and Compliance Committee or external auditors deem appropriate.

C. Internal Audit (Audit and Consulting Services)

1. Ensure that the Director of Internal Audit and Consulting Services reports directly to the Audit and Compliance Committee and has direct and unrestricted access to the chair of the Audit and Compliance Committee,
2. Review and approve the internal audit charter for the University's department of Audit and Consulting Services,
3. Review and approve the annual audit plans for the University's department of Audit and Consulting Services, including management's request for unplanned audits,
4. Receive and review significant results of internal audits performed,
5. Work with University management and Audit and Consulting Services to assist with the resolution of cooperation issues and to ensure the implementation of audit recommendations,
6. Review the results of the year's work with the Director of Audit and Consulting Services, and
7. Ensure the University's internal audit function maintains a quality assurance and improvement program, including internal procedures and assessments and a periodic external quality assessment of conformance with the Institute of Internal Auditors' *International Standards for the Professional Practice of Internal Auditing*.

D. Internal Audit Administration

1. Ensure the Director of Audit and Consulting Services administrative reporting relationship to the President is independent.
2. Ensure that Audit and Consulting Services has adequate resources in terms of staff and budget to effectively perform its responsibilities.
3. Review and approve the appointment and compensation of the Director of Internal Audit and Consulting Services,
4. Recommend to the Board, dismissal of the Director of Audit and Consulting Services only for cause
5. Review and approve the compensation and termination of campus internal auditors.

E. Risk, Internal Control and Compliance

1. Consider the effectiveness of the internal control system and compliance with laws and regulations, including computerized information system controls and security,
2. Review and evaluate risk assessments performed by institutional management and the Board, and
3. Inform the Comptroller of the Treasury of the results of risk assessments and controls completed by University management.

F. Fraud

1. Ensure that the Board and the University have an effective process in place to prevent, detect, and report fraud, waste and abuse.
2. Facilitate audit and investigative matters, including advising auditors and investigators of any pertinent information received by the Audit and Compliance Committee.

G. Other

1. Review and assess the adequacy of the Audit and Compliance Committee's charter every four years or as needed, whichever is earlier, requesting Board approval for any proposed changes.
2. Ensure there are procedures for the receipt, retention, and treatment of complaints about accounting, internal controls, or auditing matters.
3. Review the University's code of conduct and /or policies regarding employee conduct to ensure that they are easy to access, are widely distributed, are easy to understand and implement, include a confidential mechanism for reporting code violations, are enforced, and include a conflict of interest policy.
4. Review the University's conflict of interest policy to ensure that the term "conflict of interest" is clearly defined, the policy is comprehensive, annual signoff is required, and potential conflicts are adequately resolved and documented.

**V. Independence**

Each member of the Audit and Compliance Committee must comply with the Board Bylaws and the Code of Ethics policy, to include disclosure of actual or potential conflicts of interest.

**VI. Membership**

- A. Pursuant to TCA 4-35-104, the Audit and Compliance Committee shall have at least three voting members,
- B. The Audit and Compliance Committee members shall be appointed by the Board Chair and serve a two (2) year term,
- C. The Board Chair shall serve as an ex officio Voting member of the Audit and Compliance Committee,
- D. The Audit and Compliance Committee shall include at least one member, the chair of the committee, who shall have accounting and financial management expertise, and
- E. The other members of the Audit and Compliance Committee shall be generally knowledgeable in financial, management, and auditing matters.

**VII. Meetings**

- A. The Audit and Compliance Committee shall meet at least quarterly during each calendar year, and may meet more frequently as deemed necessary. Meetings may be requested by the Board Chair, chair of the Audit and Compliance Committee or the Comptroller of the Treasury,
- B. The Audit and Compliance Committee may invite Board management, auditors, or others to attend and provide relevant information,
- C. Minutes shall be made of all meetings of the Audit and Compliance Committee and provided to the Board Chair, the President of the University and the Secretary to the Board. The minutes shall be maintained as the official record of such meetings,

- D. A majority of the voting members of the committee shall constitute a quorum for the transaction of business.
- E. All meetings of the Audit and Compliance Committee shall adhere to the Open Meetings Act, Tennessee Code Annotated Title 8, Chapter 44, except that pursuant to TCA Section 4-35-108(b), the Audit and Compliance Committee may hold confidential, nonpublic executive sessions for the sole purpose of discussing the following:
  - 1. Items deemed not subject to public inspection under Tennessee Code Annotated, Sections 10-7-503 and 10-7-504, and all other matters designated as confidential or privileged under state or federal law,
  - 2. Litigation,
  - 3. Audits or investigations, and
  - 4. Matters involving information under Tennessee Code Annotated, Section 4-35-107(a), where the informant has requested anonymity.

**Approvals**

Approved by: \_\_\_\_\_ Date: \_\_\_\_\_  
                  [Name]  
                  Chair of the Audit Committee

Approved by: \_\_\_\_\_ Date: \_\_\_\_\_  
                  [Name]  
                  Chairman of the Board





**Middle Tennessee State University  
Board of Trustees**

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# Tab 5





**Middle Tennessee State University  
Board of Trustees**

MEETING: April Quarterly Board Meeting

SUBJECT: General Confirmation Authority  
for Accreditation and Federal /  
State Commitments

DATE: April 10, 2017

PRESENTER: Chair of the Board of Trustees

ACTION REQUIRED: Voice vote

STAFF RECOMMENDATION: Approval

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**BACKGROUND INFORMATION:**

To participate in federal student aid programs, MTSU must enter into a Program Participation Agreement (PPA) with the U.S. Department of Education. In addition to various fiduciary responsibilities, the PPA requires MTSU to accurately report institutional information and comply with federal civil rights and privacy laws.

When an institution participating in the Federal Student Aid programs experiences a change in governance, the U.S. Department of Education requires that the new governing authority acknowledge the institution's continued responsibilities as set forth in its PPA. Therefore, the Board must reaffirm MTSU's ongoing responsibilities under the PPA and request the Chair to advise the U.S. Department of Education of the same.



FEDERAL STUDENT AID "START HERE. GO FURTHER."

UNITED STATES DEPARTMENT OF EDUCATION

FEDERAL STUDENT AID
SCHOOL ELIGIBILITY CHANNEL

PROGRAM PARTICIPATION AGREEMENT

Effective Date of Approval: The date on which this Agreement is signed on behalf of the Secretary of Education
Approval Expiration Date: December 31, 2021
Reapplication Date: September 30, 2021

Name of Institution: Middle Tennessee State University
Address of Institution: 1301 East Main Street
Murfreesboro, TN 37132-3754

RECEIVED
JUN 07 2016
FSA, KANSAS CITY

OPE ID Number: 00351000
DUNS Number: 077648780
Taxpayer Identification Number (TIN): 626005794

The execution of this Agreement by the Institution and the Secretary is a prerequisite to the Institution's initial or continued participation in any Title IV, HEA Program.

The postsecondary educational institution listed above, referred to hereafter as the "Institution," and the United States Secretary of Education, referred to hereafter as the "Secretary," agree that the Institution may participate in those student financial assistance programs authorized by Title IV of the Higher Education Act of 1965, as amended (Title IV, HEA Programs) indicated under this Agreement and further agrees that such participation is subject to the terms and conditions set forth in this Agreement. As used in this Agreement, the term "Department" refers to the U.S. Department of Education.

SCOPE OF COVERAGE

This Agreement applies to all locations of the Institution as stated on the most current ELIGIBILITY AND CERTIFICATION APPROVAL REPORT issued by the Department. This

Agreement covers the Institution's eligibility to participate in each of the following listed Title IV, HEA programs, and incorporates by reference the regulations cited.

- **FEDERAL PELL GRANT PROGRAM**, 20 U.S.C. §§ 1070a *et seq.*; 34 C.F.R. Part 690.
- **FEDERAL FAMILY EDUCATION LOAN PROGRAM**, 20 U.S.C. §§ 1071 *et seq.*; 34 C.F.R. Part 682.
- **FEDERAL DIRECT STUDENT LOAN PROGRAM**, 20 U.S.C. §§ 1087a *et seq.*; 34 C.F.R. Part 685.
- **FEDERAL PERKINS LOAN PROGRAM**, 20 U.S.C. §§ 1087aa *et seq.*; 34 C.F.R. Part 674.
- **FEDERAL SUPPLEMENTAL EDUCATIONAL OPPORTUNITY GRANT PROGRAM**, 20 U.S.C. §§ 1070b *et seq.*; 34 C.F.R. Part 676.
- **FEDERAL WORK-STUDY PROGRAM**, 42 U.S.C. §§ 2751 *et seq.*; 34 C.F.R. Part 675.
- **ACADEMIC COMPETITIVENESS GRANT AND NATIONAL SCIENCE AND MATHEMATICS ACCESS TO RETAIN TALENT GRANT PROGRAMS**, 20 U.S.C. §§ 1070a-1 *et seq.*; 34 C.F.R. Part 691.
- **TEACHER EDUCATION ASSISTANCE FOR COLLEGE AND HIGHER EDUCATION GRANT PROGRAM**, 20 U.S.C. §§ 1070g *et seq.*; 34 C.F.R. Part 686.
- **IRAQ AND AFGHANISTAN SERVICE GRANT**, 20 U.S.C. §§ 1070d *et seq.*

## GENERAL TERMS AND CONDITIONS

1. The Institution understands and agrees that it is subject to and will comply with the program statutes and implementing regulations for institutional eligibility as set forth in 34 C.F.R. Part 600 and for each Title IV, HEA program in which it participates, as well as the general provisions set forth in Part F and Part G of Title IV of the HEA, and the Student Assistance General Provisions regulations set forth in 34 C.F.R. Part 668.  
*The recitation of any portion of the statute or regulations in this Agreement does not limit the Institution's obligation to comply with other applicable statutes and regulations.*
2.
  - a. The Institution certifies that on the date it signs this Agreement, it has a drug abuse prevention program in operation that it has determined is accessible to any officer, employee, or student at the Institution.
  - b. The Institution certifies that on the date it signs this Agreement, it is in compliance with the disclosure requirements of Section 485(f) of the HEA (Campus Security Policy and Campus Crime Statistics).
3. The Institution agrees to comply with --
  - a. Title VI of the Civil Rights Act of 1964, as amended, and the implementing regulations, 34 C.F.R. Parts 100 and 101 (barring discrimination on the basis of race, color or national origin);
  - b. Title IX of the Education Amendments of 1972 and the implementing regulations, 34 C.F.R. Part 106 (barring discrimination on the basis of sex);

- c. The Family Educational Rights and Privacy Act of 1974 and the implementing regulations, 34 C.F.R. Part 99;
  - d. Section 504 of the Rehabilitation Act of 1973 and the implementing regulations, 34 C.F.R. Part 104 (barring discrimination on the basis of physical handicap); and
  - e. The Age Discrimination Act of 1975 and the implementing regulations, 34 C.F.R. Part 110.
  - f. The Standards for Safeguarding Customer Information, 16 C.F.R. Part 314, issued by the Federal Trade Commission (FTC), as required by the Gramm-Leach-Bliley (GLB) Act, P.L. 106-102. These Standards are intended to ensure the security and confidentiality of customer records and information. The Secretary considers any breach to the security of student records and information as a demonstration of a potential lack of administrative capability as stated in 34 C.F.R. 668.16(c). Institutions are strongly encouraged to inform its students and the Department of any such breaches.
4. The Institution acknowledges that 34 C.F.R. Parts 602 and 667 require accrediting agencies, State regulatory bodies, and the Secretary to share information about institutions. The Institution agrees that the Secretary, any accrediting agency recognized by the Secretary, and any State regulatory body may share or report information to one another about the Institution without limitation.
  5. The Institution acknowledges that the HEA prohibits the Secretary from recognizing the accreditation of any institution of higher education unless that institution agrees to submit any dispute involving the final denial, withdrawal, or termination of accreditation to initial arbitration prior to any other legal action.

**SELECTED PROVISIONS FROM  
GENERAL PROVISIONS REGULATIONS, 34 C.F.R. PART 668.14**

An institution's program participation agreement applies to each branch campus and other location of the institution that meets the applicable requirements of this part unless otherwise specified by the Secretary.

(b) By entering into a program participation agreement, an institution agrees that--

- (1) It will comply with all statutory provisions of or applicable to Title IV of the HEA, all applicable regulatory provisions prescribed under that statutory authority, and all applicable special arrangements, agreements, and limitations entered into under the authority of statutes applicable to Title IV of the HEA, including the requirement that the institution will use funds it receives under any Title IV, HEA program and any interest or other earnings thereon, solely for the purposes specified in and in accordance with that program;
- (2) As a fiduciary responsible for administering Federal funds, if the institution is permitted to request funds under a Title IV, HEA program advance payment method, the institution will time its requests for funds under the program to meet the institution's immediate Title IV, HEA program needs;
- (3) It will not request from or charge any student a fee for processing or handling any application, form, or data required to determine a student's eligibility for, and amount of, Title IV, HEA program assistance;
- (4) It will establish and maintain such administrative and fiscal procedures and records as may be necessary to ensure proper and efficient administration of funds received from the Secretary or from students under the Title IV, HEA programs, together with assurances that the institution will provide, upon request and in a timely manner, information relating to the administrative capability and financial responsibility of the institution to--

- (i) The Secretary;
  - (ii) A guaranty agency, as defined in 34 CFR part 682, that guarantees loans made under the Federal Stafford Loan and Federal PLUS programs for attendance at the institution or any of the institution's branch campuses or other locations;
  - (iii) The nationally recognized accrediting agency that accredits or preaccredits the institution or any of the institution's branch campuses, other locations, or educational programs;
  - (iv) The State agency that legally authorizes the institution and any branch campus or other location of the institution to provide postsecondary education; and
  - (v) In the case of a public postsecondary vocational educational institution that is approved by a State agency recognized for the approval of public postsecondary vocational education, that State agency;
- (5) It will comply with the provisions of § 668.15 relating to factors of financial responsibility;
  - (6) It will comply with the provisions of § 668.16 relating to standards of administrative capability;
  - (7) It will submit reports to the Secretary and, in the case of an institution participating in the Federal Stafford Loan, Federal PLUS, or the Federal Perkins Loan Program, to holders of loans made to the institution's students under that program at such times and containing such information as the Secretary may reasonably require to carry out the purpose of the Title IV, HEA programs;
  - (8) It will not provide any statement to any student or certification to any lender in the case of an FFEL Program loan, or origination record to the Secretary in the case of a Direct Loan Program loan that qualifies the student or parent for a loan or loans in excess of the amount that the student or parent is eligible to borrow in accordance with sections 425(a), 428(a)(2), 428(b)(1)(A) and (B), 428B, 428H and 455(a) of the HEA;
  - (9) It will comply with the requirements of Subpart D of this part concerning institutional and financial assistance information for students and prospective students;
  - (10) In the case of an institution that advertises job placement rates as a means of attracting students to enroll in the institution, it will make available to prospective students, at or before the time that those students apply for enrollment--
    - (i) The most recent available data concerning employment statistics, graduation statistics, and any other information necessary to substantiate the truthfulness of the advertisements; and
    - (ii) Relevant State licensing requirements of the State in which the institution is located for any job for which an educational program offered by the institution is designed to prepare those prospective students;
  - (11) In the case of an institution participating in the FFEL Program, the institution will inform all eligible borrowers, as defined in 34 CFR part 682, enrolled in the institution about the availability and eligibility of those borrowers for State grant assistance from the State in which the institution is located, and will inform borrowers from another State of the source for further information concerning State grant assistance from that State;
  - (12) It will provide the certifications described in paragraph (c) of this section;
  - (13) In the case of an institution whose students receive financial assistance pursuant to section 484(d) of the HEA, the institution will make available to those students a program proven successful in assisting students in obtaining the recognized equivalent of a high school diploma;
  - (14) It will not deny any form of Federal financial aid to any eligible student solely on the grounds that the student is participating in a program of study abroad approved for credit by the institution;
  - (15) (i) Except as provided under paragraph (b)(15)(ii) of this section, the institution will use a default management plan approved by the Secretary with regard to its administration of the FFEL

or Direct Loan programs, or both for at least the first two years of its participation in those programs, if the institution --

(A) Is participating in the FFEL or Direct Loan programs for the first time; or

(B) Is an institution that has undergone a change of ownership that results in a change in control and is participating in the FFEL or Direct Loan programs.

(ii) The institution does not have to use an approved default management plan if --

(A) The institution, including its main campus and any branch campus, does not have a cohort default rate in excess of 10 percent; and

(B) The owner of the institution does not own and has not owned any other institution that had a cohort default rate in excess of 10 percent while that owner owned the institution.

(16) For a proprietary institution, the institution will derive at least 10 percent of its revenues for each fiscal year from sources other than Title IV, HEA program funds, as provided in § 668.28(a) and (b), or be subject to sanctions described in § 668.28(c);

(17) The Secretary, guaranty agencies and lenders as defined in 34 CFR part 682, nationally recognized accrediting agencies, the Secretary of Veterans Affairs, State agencies recognized under 34 CFR part 603 for the approval of public postsecondary vocational education, and State agencies that legally authorize institutions and branch campuses or other locations of institutions to provide postsecondary education, have the authority to share with each other any information pertaining to the institution's eligibility for or participation in the Title IV, HEA programs or any information on fraud and abuse;

(18) It will not knowingly --

(i) Employ in a capacity that involves the administration of the Title IV, HEA programs or the receipt of funds under those programs, an individual who has been convicted of, or has pled *nolo contendere* or guilty to, a crime involving the acquisition, use, or expenditure of Federal, State, or local government funds, or has been administratively or judicially determined to have committed fraud or any other material violation of law involving Federal, State, or local government funds;

(ii) Contract with an institution or third-party servicer that has been terminated under section 432 of the HEA for a reason involving the acquisition, use, or expenditure of Federal, State, or local government funds, or that has been administratively or judicially determined to have committed fraud or any other material violation of law involving Federal, State, or local government funds; or

(iii) Contract with or employ any individual, agency, or organization that has been, or whose officers or employees have been--

(A) Convicted of, or pled *nolo contendere* or guilty to, a crime involving the acquisition, use, or expenditure of Federal, State, or local government funds; or

(B) Administratively or judicially determined to have committed fraud or any other material violation of law involving Federal, State, or local government funds;

(19) It will complete, in a timely manner and to the satisfaction of the Secretary, surveys conducted as a part of the Integrated Postsecondary Education Data System (IPEDS) or any other Federal collection effort, as designated by the Secretary, regarding data on postsecondary institutions;

(20) In the case of an institution that is co-educational and has an intercollegiate athletic program, it will comply with the provisions of § 668.48;

(21) It will not impose any penalty, including, but not limited to, the assessment of late fees, the denial of access to classes, libraries, or other institutional facilities, or the requirement that the student borrow additional funds for which interest or other charges are assessed, on any student because of the student's inability to meet his or her financial obligations to the institution as a result of the delayed disbursement of the proceeds of a Title IV, HEA program loan due to

compliance with statutory and regulatory requirements of or applicable to the Title IV, HEA programs, or delays attributable to the institution;

(22)(i) It will not provide any commission, bonus, or other incentive payment based in any part, directly or indirectly, upon success in securing enrollments or the award of financial aid, to any person or entity who is engaged in any student recruitment or admission activity, or in making decisions regarding the award of title IV, HEA program funds.

(A) The restrictions in paragraph (b)(22) of this section do not apply to the recruitment of foreign students residing in foreign countries who are not eligible to receive Federal student assistance.

(B) For the purpose of paragraph (b)(22) of this section, an employee who receives multiple adjustments to compensation in a calendar year and is engaged in any student enrollment or admission activity or in making decisions regarding the award of title IV, HEA program funds is considered to have received such adjustments based upon success in securing enrollments or the award of financial aid if those adjustments create compensation that is based in any part, directly or indirectly, upon success in securing enrollments or the award of financial aid.

(ii) Notwithstanding paragraph (b)(22)(i) of this section, eligible institutions, organizations that are contractors to eligible institutions, and other entities may make--

(A) Merit-based adjustments to employee compensation provided that such adjustments are not based in any part, directly or indirectly, upon success in securing enrollments or the award of financial aid; and

(B) Profit-sharing payments so long as such payments are not provided to any person or entity engaged in student recruitment or admission activity or in making decisions regarding the award of title IV, HEA program funds.

(iii) As used in paragraph (b)(22) of this section,

(A) *Commission, bonus, or other incentive payment* means a sum of money or something of value, other than a fixed salary or wages, paid to or given to a person or an entity for services rendered.

(B) *Securing enrollments or the award of financial aid* means activities that a person or entity engages in at any point in time through completion of an educational program for the purpose of the admission or matriculation of students for any period of time or the award of financial aid to students.

(1) These activities include contact in any form with a prospective student, such as, but not limited to--contact through preadmission or advising activities, scheduling an appointment to visit the enrollment office or any other office of the institution, attendance at such an appointment, or involvement in a prospective student's signing of an enrollment agreement or financial aid application.

(2) These activities do not include making a payment to a third party for the provision of student contact information for prospective students provided that such payment is not based on--

(i) Any additional conduct or action by the third party or the prospective students, such as participation in preadmission or advising activities, scheduling an appointment to visit the enrollment office or any other office of the institution or attendance at such an appointment, or the signing, or being involved in the signing, of a prospective student's enrollment agreement or financial aid application; or

(ii) The number of students (calculated at any point in time of an educational program) who apply for enrollment, are awarded financial aid, or are enrolled for any period of time, including through completion of an educational program.

(C) *Entity or person engaged in any student recruitment or admission activity or in making decisions about the award of financial aid* means--

(1) With respect to an entity engaged in any student recruitment or admission activity or in making decisions about the award of financial aid, any institution or organization that undertakes the recruiting or the admitting of students or that makes decisions about and awards title IV, HEA program funds; and

(2) With respect to a person engaged in any student recruitment or admission activity or in making decisions about the award of financial aid, any employee who undertakes recruiting or admitting of students or who makes decisions about and awards title IV, HEA program funds, and any higher level employee with responsibility for recruitment or admission of students, or making decisions about awarding title IV, HEA program funds.

(D) *Enrollment* means the admission or matriculation of a student into an eligible institution.

(23) It will meet the requirements established pursuant to Part H of Title IV of the HEA by the Secretary and nationally recognized accrediting agencies;

(24) It will comply with the requirements of § 668.22;

(25) It is liable for all--

(i) Improperly spent or unspent funds received under the Title IV, HEA programs, including any funds administered by a third-party servicer; and

(ii) Returns any title IV, HEA program funds that the institution or its servicer may be required to make;

(26) If an educational program offered by the institution is required to prepare a student for gainful employment in a recognized occupation, the institution must--

(i) Demonstrate a reasonable relationship between the length of the program and entry level requirements for the recognized occupation for which the program prepares the student. The Secretary considers the relationship to be reasonable if the number of clock hours provided in the program does not exceed by more than 50 percent the minimum number of clock hours required for training in the recognized occupation for which the program prepares the student, as established by the State in which the institution is located, if the State has established such a requirement, or as established by any Federal agency;

(ii) Establish the need for the training for the student to obtain employment in the recognized occupation for which the program prepares the student; and

(iii) Provide for that program the certification required in § 668.414.

(27) In the case of an institution participating in a Title IV, HEA loan program, the institution --

(i) Will develop, publish, administer, and enforce a code of conduct with respect to loans made, insured or guaranteed under the Title IV, HEA loan programs in accordance with 34 CFR 601.21; and

(ii) Must inform its officers, employees, and agents with responsibilities with respect to loans made, insured or guaranteed under the Title IV, HEA loan programs annually of the provisions of the code required under paragraph (b)(27) of this section;

(28) For any year in which the institution has a preferred lender arrangement (as defined in 34 CFR 601.2(b)), it will at least annually compile, maintain, and make available for students attending the institution, and the families of such students, a list in print or other medium, of the specific lenders for loans made, insured, or guaranteed under Title IV, of the HEA or private education loans that the institution recommends, promotes, or endorses in accordance with such preferred lender arrangement. In making such a list, the institution must comply with the requirements in 34 CFR 682.212(h) and 34 CFR 601.10;

(29) (i) It will, upon the request of an enrolled or admitted student who is an applicant for a private education loan (as defined in 34 CFR part 601.2(b)), provide to the applicant the self-certification form required under 34 CFR 601.11(d) and the information required to complete the form, to the extent the institution possesses such information, including --

- (A) The applicant's cost of attendance at the institution, as determined by the institution under part F of Title IV, of the HEA;
  - (B) The applicant's estimated financial assistance, including amounts of financial assistance used to replace the expected family contribution as determined by the institution in accordance with Title IV, for students who have completed the Free Application for Federal Student Aid; and
  - (C) The difference between the amounts under paragraphs (b)(29)(i)(A) and (29)(i)(B) of this section, as applicable.
- (ii) It will, upon the request of the applicant, discuss with the applicant the availability of Federal, State, and institutional student financial aid;
- (30) The institution --
- (i) Has developed and implemented written plans to effectively combat the unauthorized distribution of copyrighted material by users of the institution's network, without unduly interfering with educational and research use of the network, that include --
    - (A) The use of one or more technology-based deterrents;
    - (B) Mechanisms for educating and informing its community about appropriate versus inappropriate use of copyrighted material, including that described in § 668.43(a)(10);
    - (C) Procedures for handling unauthorized distribution of copyrighted material, including disciplinary procedures; and
    - (D) Procedures for periodically reviewing the effectiveness of the plans to combat the unauthorized distribution of copyrighted materials by users of the institution's network using relevant assessment criteria. No particular technology measures are favored or required for inclusion in an institution's plans, and each institution retains the authority to determine what its particular plans for compliance with paragraph (b)(30) of this section will be, including those that prohibit content monitoring; and
  - (ii) Will, in consultation with the chief technology officer or other designated officer of the institution--
    - (A) Periodically review the legal alternatives for downloading or otherwise acquiring copyrighted material;
    - (B) Make available the results of the review in paragraph (b)(30)(ii)(A) of this section to its students through a Web site or other means; and
    - (C) To the extent practicable, offer legal alternatives for downloading or otherwise acquiring copyrighted material, as determined by the institution; and
- (31) The institution will submit a teach-out plan to its accrediting agency in compliance with 34 CFR 602.24(c), and the standards of the institution's accrediting agency upon the occurrence of any of the following events:
- (i) The Secretary initiates the limitation, suspension, or termination of the participation of an institution in any Title IV, HEA program under 34 CFR 600.41 or subpart G of this part or initiates an emergency action under § 668.83.
  - (ii) The institution's accrediting agency acts to withdraw, terminate, or suspend the accreditation or preaccreditation of the institution.
  - (iii) The institution's State licensing or authorizing agency revokes the institution's license or legal authorization to provide an educational program.
  - (iv) The institution intends to close a location that provides 100 percent of at least one program.
  - (v) The institution otherwise intends to cease operations.
- (c) In order to participate in any Title IV, HEA program (other than the LEAP and NEISP programs), the institution must certify that it--

- (1) Has in operation a drug abuse prevention program that the institution has determined to be accessible to any officer, employee, or student at the institution; and
- (2)(i) Has established a campus security policy in accordance with section 485(f) of the HEA; and
- (ii) Has complied with the disclosure requirements of § 668.47 as required by section 485(f) of the HEA.
- (d)(1) The institution, if located in a State to which section 4(b) of the National Voter Registration Act (42 U.S.C. 1973gg-2(b)) does not apply, will make a good faith effort to distribute a mail voter registration form, requested and received from the State, to each student enrolled in a degree or certificate program and physically in attendance at the institution, and to make those forms widely available to students at the institution.
- (2) The institution must request the forms from the State 120 days prior to the deadline for registering to vote within the State. If an institution has not received a sufficient quantity of forms to fulfill this section from the State within 60 days prior to the deadline for registering to vote in the State, the institution is not liable for not meeting the requirements of this section during that election year.
- (3) This paragraph applies to elections as defined in Section 301(1) of the Federal Election Campaign Act of 1971 (2 U.S.C. 431(1)), and includes the election for Governor or other chief executive within such State.
- (e)(1) A program participation agreement becomes effective on the date that the Secretary signs the agreement.
- (2) A new program participation agreement supersedes any prior program participation agreement between the Secretary and the institution.
- (f)(1) Except as provided in paragraphs (g) and (h) of this section, the Secretary terminates a program participation agreement through the proceedings in subpart G of this part.
- (2) An institution may terminate a program participation agreement.
- (3) If the Secretary or the institution terminates a program participation agreement under paragraph (f) of this section, the Secretary establishes the termination date.
- (g) An institution's program participation agreement automatically expires on the date that--
- (l) The institution changes ownership that results in a change in control as determined by the Secretary under 34 CFR part 600; or
- (2) The institution's participation ends under the provisions of § 668.26(a)(1), (2), (4), or (7).
- (h) An institution's program participation agreement no longer applies to or covers a location of the institution as of the date on which that location ceases to be a part of the participating institution.

### **WILLIAM D. FORD FEDERAL DIRECT LOAN PROGRAM**

If an institution participates in the William D. Ford Federal Direct Loan (Direct Loan) Program, the institution and its representatives shall comply with the statute, guidelines, and regulations governing the Title IV, Part D, William D. Ford Federal Direct Loan Program as required by 20 U.S.C. §§ 1087a *et seq.* (Part C) and 34 C.F.R. Part 685.

The institution will:

1. Provide for the establishment and maintenance of a Direct Loan Program at the Institution that will:

Identify eligible students who seek student financial assistance in accordance with Section 484 of the Higher Education Act of 1965, as amended (the HEA).

Estimate the need of students as required under Title IV, Part F of the HEA.

Provide a certification statement of eligibility for students to receive loans that will not exceed the annual or aggregate limits, except the Institution may exercise its authority, under exceptional circumstances identified by the Secretary, to refuse to certify a statement that permits a student to receive a loan, or certify a loan amount that is less than the student's determination of need, if the reason for such action is documented and provided in written form to a student.

Establish a schedule for disbursement of loan proceeds to meet the requirements of Section 428G of the HEA.

Provide timely and accurate information to the Secretary concerning 1) the status of borrowers while students are in attendance, any new information pertaining to the status of student borrowers of which the Institution becomes aware after the student leaves the Institution, and 2) the utilization of Federal funds under Title IV, Part D of the HEA at such times and in such manner as prescribed by the Secretary.

2. Comply with requirements established by the Secretary relating to student loan information with respect to the Direct Loan Program.
3. Provide that students at the Institution and their parents (with respect to such students) will be eligible to participate in the programs under Title IV, Part B of the HEA, Federal Family Education Loan programs, at the discretion of the Secretary for the period during which such Institution participates in the Direct Loan Program, except that a student or parent may not receive loans under both Title IV, Part B and Part D of the HEA for the same period of enrollment.
4. Provide for the implementation of a quality assurance system, as established by the Secretary and developed in consultation with Institutions of higher education, to ensure that the Institution is complying with program requirements and meeting program objectives.
5. Provide that the Institution will not charge any fees of any kind, regardless of how they are described, to student or parent borrowers for loan application, or origination activities (if applicable), or the provision and processing of any information necessary for a student or parent to receive a loan under Title IV, Part D of the HEA.
6. Provide that the Institution will originate loans to eligible students and parents in accordance with the requirements of Title IV, Part D of the HEA and use funds advanced to it solely for that purpose (Option 2 only).
7. Provide that the note or evidence of obligation of the loan shall be the property of the Secretary (Options 2 and 1 only).
- 8.

Comply with other provisions as the Secretary determines are necessary to protect the interest of the United States and to promote the purposes of Title IV, Part D of the HEA.

9. Accept responsibility and financial liability stemming from its failure to perform its functions under this Program Participation Agreement.

### **CERTIFICATIONS REQUIRED FROM INSTITUTIONS**

The Institution should refer to the regulations cited below. Signature on this Agreement provides for compliance with the certification requirements under 34 C.F.R. Part 82, "New Restrictions on Lobbying," 34 C.F.R. Part 84, "Governmentwide Requirements for Drug-Free Workplace (Financial Assistance)," 34 C.F.R. Part 85, "Governmentwide Debarment and Suspension (Nonprocurement)," and 34 C.F.R. Part 86, "Drug and Alcohol Abuse Prevention." Breach of any of these certifications constitutes a breach of this Agreement.

### **PART 1 CERTIFICATION REGARDING LOBBYING; DRUG-FREE WORKPLACE; DEBARMENT, SUSPENSION AND OTHER RESPONSIBILITY MATTERS; AND DRUG AND ALCOHOL ABUSE PREVENTION**

#### ***1. Lobbying***

As required by Section 1352, Title 31 of the U.S. Code, and implemented at 34 C.F.R. Part 82, for persons entering into a Federal contract, grant or cooperative agreement over \$100,000, as defined at 34 C.F.R. Part 82, Sections 82.105, and 82.110, the undersigned certifies, to the best of his or her knowledge and belief, that:

- (1) No Federal appropriated funds have been paid or will be paid, by or on behalf of the undersigned, to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with the awarding of any Federal contract, the making of any Federal grant, the making of any Federal loan, the entering into of any cooperative agreement, and the extension, continuation, renewal, amendment, or modification of any Federal contract, grant, loan or cooperative agreement.
- (2) If any funds other than Federal appropriated funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with this Federal contract, grant, loan or cooperative agreement, the undersigned shall complete and submit Standard Form - LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions.
- (3) The Institution shall require that the language of this certification be included in the award documents for all subawards at all tiers (including subcontracts, subgrants and contracts under grants, loans and cooperative agreements) and that all subrecipients shall certify and disclose accordingly.

#### ***2a. Drug-Free Workplace (Grantees Other Than Individuals)***

As required by the Drug-Free Workplace Act of 1988, and implemented at 34 C.F.R. Part 84, Subpart B, for grantees, as defined at 34 C.F.R. Part 84, Sections 84.200 through 84.230 -

The Institution certifies that it will or will continue to provide a drug-free workplace by:

- (a) Publishing a drug-free workplace statement notifying employees that the unlawful manufacture, distribution, dispensing, possession, or use of a controlled substance is prohibited in the grantee's workplace and specifying the actions that will be taken against employees for violation of such prohibition;
- (b) Establishing an on-going drug-free awareness program to inform employees about-
  - (1) The dangers of drug abuse in the workplace;
  - (2) The Institution's policy of maintaining a drug-free workplace;
  - (3) Any available drug counseling, rehabilitation, and employee assistance programs; and
  - (4) The penalties that may be imposed upon employees for drug abuse violations occurring in the workplace;
- (c) Making it a requirement that each employee to be engaged in the performance of the grant be given a copy of the statement required by paragraph (a);
- (d) Notifying the employee in the statement required by paragraph (a) that, as a condition of employment under the grant, the employee will -
  - (1) Abide by the terms of the statement, and
  - (2) Notify the employer in writing if he or she is convicted for a violation of a criminal drug statute occurring in the workplace no more than five calendar days after such conviction;
- (e) Notifying the agency, in writing, within 10 calendar days after receiving notice under this subparagraph (d)(2) from an employee or otherwise receiving actual notice of such conviction. Employers of convicted employees must provide notice, including position title, to: Director, Grants and Contracts Service, U.S. Department of Education, 400 Maryland Avenue, S.W., Washington, DC 20202. Notice shall include the identification number(s) of each affected grant;
- (f) Taking one of the following actions, within 30 calendar days of receiving notice under subparagraph (d)(2), with respect to any employee who is so convicted -
  - (1) Taking appropriate personnel action against such an employee, up to and including termination, consistent with the requirements of the Rehabilitation Act of 1972, as amended; or
  - (2) Requiring such employee to participate satisfactorily in a drug abuse assistance or rehabilitation program approved for such purposes by a Federal, State, or local health, law enforcement, or other appropriate agency;
- (g) Making a good faith effort to continue to maintain a drug-free workplace through implementation of paragraphs (a), (b), (c), (d), (e), and (f).

### ***2b. Drug-Free Workplace (Grantees Who Are Individuals)***

As required by the Drug-Free Workplace Act of 1988, and implemented at 34 C.F.R. Part 84, Subpart C, for recipients who are individuals, as defined at 34 C.F.R. Part 84, Section 84.300 -

- 1. As a condition of the grant, the Institution certifies that it will not engage in the unlawful manufacture, distribution, dispensing, possession, or use of a controlled substance in conducting any activity related to the award; and
- 2. If any officer or owner of the Institution is convicted of a criminal drug offense resulting from a violation occurring during the conduct of any award activity, the Institution will report the

conviction, in writing, within 10 calendar days of the conviction, to: Director, Grants and Contracts Service, U.S. Department of Education, 400 Maryland Avenue, S.W., Washington, DC 20202. Notice shall include the identification number(s) of each affected grant.

### ***3. Debarment, Suspension, and Other Responsibility Matters***

As required by Executive Order 12549, Debarment and Suspension, and implemented at 34 C.F.R. Part 85, for prospective participants in primary covered transactions as defined at 34 C.F.R. Part 85, Sections 85.105 and 85.110, the Institution certifies that it and its principals:

- (a) Are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any Federal department or agency;
- (b) Have not within a three-year period preceding this application been convicted of or had a civil judgment rendered against them for commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public or private agreement or transaction; violation of Federal or State antitrust statutes; commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statements, tax evasion, receiving stolen property, making false claims, or obstruction of justice; or commission of any other offense indicating a lack of business integrity or business honesty that seriously and directly affects their present responsibility.
- (c) Are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (Federal, State, or local) with commission of any of the offenses enumerated in paragraph (b) of this certification; and
- (d) Have not within a three-year period preceding this application had one or more public transactions (Federal, State, or local) terminated for cause or default.

### ***4. Drug and Alcohol Abuse Prevention***

As required by the Drug-Free Schools and Communities Act Amendments of 1989, which added section 1213 to the Higher Education Act, and implemented at 34 C.F.R. Part 86, the undersigned Institution certifies that it has adopted and implemented a drug prevention program for its students and employees that, at a minimum, includes--

1. The annual distribution in writing to each employee, and to each student who is taking one or more classes for any kind of academic credit except for continuing education units, regardless of the length of the student's program of study, of:
  - Standards of conduct that clearly prohibit, at a minimum, the unlawful possession, use, or distribution of illicit drugs and alcohol by students and employees on its property or as part of any of its activities.
  - A description of the applicable legal sanctions under local, State or Federal law for the unlawful possession or distribution of illicit drugs and alcohol.
  - A description of the health risks associated with the use of illicit drugs and the abuse of alcohol.
  - A description of any drug or alcohol counseling, treatment, or rehabilitation or re-entry programs that are available to employees or students.
  - A clear statement that the Institution will impose disciplinary sanctions on students and employees (consistent with local, State and Federal law), and a description of those sanctions, up to and including expulsion or termination of employment and referral for prosecution, for violation of the standards of conduct. A disciplinary sanction may include the completion of an appropriate rehabilitation program.

2. A biennial review by the Institution of its program to:

- Determine its effectiveness and implement changes to the program if they are needed.
- Ensure that its disciplinary sanctions are consistently enforced.

**PART 2 CERTIFICATION REGARDING DEBARMENT, SUSPENSION, INELIGIBILITY, AND VOLUNTARY EXCLUSION -- LOWER TIER COVERED TRANSACTIONS**

The Institution is to obtain the signatures of Lower Tier Contractors on reproduced copies of the certification below, and retain the signed certification(s) in the Institution's files.

<b>CERTIFICATION BY LOWER TIER CONTRACTOR</b> (Before Completing Certification, Read Instructions for This Part 3, below)	
(1) The prospective lower tier participant certifies by submission of this proposal, that neither it nor its principals are presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from participation in this transaction by any Federal Department or Agency.	
(2) Where the prospective lower tier participant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this proposal.	
<hr/> Name of Lower Tier Organization	<hr/> PR/Award Number or Project Name
<hr/> Name of Authorized Representative	<hr/> Title of Authorized Representative
<hr/> Signature of Authorized Representative	<hr/> Date

1. By signing and submitting this proposal, the prospective lower tier participant is providing the certification set out below.
2. The certification in this clause is a material representation of fact upon which reliance was placed when this transaction was entered into. If it is later determined that the prospective lower tier participant knowingly rendered an erroneous certification, in addition to other remedies available to the Federal Government, the department or agency with which this transaction originated may pursue available remedies, including suspension and/or debarment.
3. The prospective lower tier participant shall provide immediate written notice to the person to which this proposal is submitted if at any time the prospective lower tier participant learns that its certification was erroneous when submitted or has become erroneous by reason of changed circumstances.
4. The terms "covered transaction," "debarred," "suspended," "ineligible," "lower tier covered transaction," "participant," "person," "primary covered transaction," "principal," "proposal," "voluntarily excluded," as used in this clause, have the meanings set out in the Definitions and Coverage sections of rules implementing Executive Order 12549. You may contact the person to whom this proposal is submitted for assistance in obtaining a copy of those regulations.
5. The prospective lower tier participant agrees by submitting this proposal that, should the proposed covered transaction be entered into, it shall not knowingly enter into any lower tier covered transaction with a person who is debarred, suspended, declared ineligible, or voluntarily excluded from participation in this covered transaction, unless authorized by the department or agency with which this transaction originated.
- 6.

The prospective lower tier participant further agrees by submitting this proposal that it will include the clause titled "Certification Regarding Debarment, Suspension, Ineligibility, and Voluntary Exclusion--Lower Tier Covered Transactions," without modification, in all lower tier covered transactions and in all solicitations for lower tier covered transactions.

7. A participant in a covered transaction may rely upon a certification of a prospective participant in a lower tier covered transaction that is not debarred, suspended, ineligible, or voluntarily excluded from the covered transaction, unless it knows that the certification is erroneous. A participant may decide the method and frequency by which it determines the eligibility of its principals. Each participant may, but is not required to, check the Nonprocurement List.
8. Nothing contained in the foregoing shall be construed to require establishment of a system of records in order to render in good faith the certification required by this clause. The knowledge and information of a participant is not required to exceed that which is normally possessed by a prudent person in the ordinary course of business dealings.
9. Except for transactions authorized under paragraph 5 of these instructions, if a participant in a covered transaction knowingly enters into a lower tier covered transaction with a person who is suspended, debarred, ineligible, or voluntarily excluded from participation in this transaction, in addition to other remedies available to the Federal Government, the department or agency with which this transaction originated may pursue available remedies, including suspension and/or debarment.

**NOTE:** A completed copy of the "Certification Regarding Debarment, Suspension, Ineligibility and Voluntary Exclusion--Lower Tier Covered Transactions" form must be retained by the Institution. The original blank certification must be returned with the PPA.

### **PART 3 CERTIFICATION REGARDING GAINFUL EMPLOYMENT PROGRAMS**

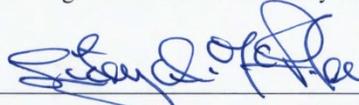
A list of the reported Title IV eligible educational programs that the institution offers that are required to prepare students for gainful employment in a recognized occupation ("gainful employment programs") is included as part of the Eligibility and Certification Approval Report (ECAR) that is a part of this Program Participation Agreement. By signing this Program Participation Agreement, the institution certifies that:

1. the list of gainful employment programs it offers is accurate and complete;
2. each of the gainful employment programs is approved by a recognized accrediting agency or is otherwise included in the institution's accreditation by its recognized accrediting agency;
3. each of the gainful employment programs it offers is programmatically accredited, if such accreditation is required by a Federal governmental entity or a State where the institution or one of its additional locations is required to obtain State approval pursuant to 34 C.F.R. §600.9;
4. each gainful employment program in a State where the institution or one of its additional locations is located satisfies the licensure or certification requirements that are needed for a student who completes the gainful employment program to qualify to take any licensure or certification exam in that State that is needed for the student to practice or find employment in an occupation that the gainful employment program prepares the student to enter; and
5. for a gainful employment program for which the institution is establishing initial eligibility for Title IV, HEA program funds, the program is not substantially similar to a program offered by the institution that in the prior three years, became ineligible for Title IV, HEA program funds under the debt-to-earnings rates measure or was failing, or in the zone with respect to, the debt-to-earnings rates measure and was voluntarily discontinued by the institution.

**IN WITNESS WHEREOF**

the parties hereto have caused this Agreement to be executed by their duly authorized representatives.

Signature of Institution's  
Chief Executive Officer:



Date: 6/16/16

Print Name and Title:

Dr. Sidney A. Orshee  
President

For the Secretary:



Date: 6/16/16

U.S. Department of Education

**Office of Board of Trustees**  
Middle Tennessee State University  
Cope Administration Building  
Murfreesboro, Tennessee 37132  
615-898-5858



April 10, 2017

Jan Brandow  
Compliance Manager  
School Participation Division – Kansas City  
U.S. Department of Education  
1010 Walnut, Suite 336  
Kansas City, MO 64106

Re: Middle Tennessee State University Program Participation Agreement, No. 00351000  
Change of Governance; Acknowledgement of Continued Responsibilities

Dear Ms. Brandow:

On behalf of the Middle Tennessee State University (MTSU) Board of Trustees, I am providing the following information as supporting documentation to the recent update to our Federal Program Participation Agreement, a copy of which is provided with this letter.

MTSU's Board of Trustees was established under the auspices of the Focus on College and University Success (FOCUS) legislation that was introduced by Gov. Bill Haslam in 2015 and, in 2016, passed by the General Assembly and signed into law. The FOCUS Act provides that MTSU will become an independent public institution governed by its Board of Trustees.

The Board received orientation and professional development on April 10, 2017, delivered by the Tennessee Higher Education Commission. The Board was seated and conducted its first business meeting on April 10, 2017. The Board has reviewed our Federal Program Participation Agreement and acknowledges our continued responsibilities under the Program Participation Agreement.

Sincerely,

**Name of Chairperson**  
Chair, MTSU Board of Trustees

*MTSU is an equal opportunity, non-racially identifiable, educational institution that does not discriminate against individuals with disabilities.*





**Middle Tennessee State University**  
**Board of Trustees**

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# Tab 6





**Middle Tennessee State University  
Board of Trustees**

MEETING: April Quarterly Board Meeting

SUBJECT: Adoption of Meeting Calendar

DATE: April 10, 2017

PRESENTER: Chair of the Board of Trustees

ACTION REQUIRED: Voice vote

STAFF RECOMMENDATION: Approval

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**BACKGROUND INFORMATION:**

The Focus on College and University Success Act (FOCUS Act), requires the Middle Tennessee State University Board of Trustees to meet a minimum of four times per year. The following is a proposed through 2018. Committees of the board will meet as necessary between board meetings and / or on the morning of scheduled board meetings as necessary.

**Full Board Meeting:**

Summer Meeting: Monday, June 5, 2017  
Fall Meeting: Tuesday, September 12, 2017  
Winter Meeting: Tuesday, December 5, 2017  
Spring Meeting: Tuesday, March 27, 2018  
Summer Meeting: Tuesday, June 12, 2018  
Fall Meeting: Tuesday, September 11, 2018  
Winter Meeting: Tuesday, December 4, 2018

**Proposed dates for committee meetings or informational sessions:**

Monday, May 15, 2017  
Monday, August 14, 2017

Monday, October 9, 2017  
Monday, January 8, 2018  
Monday, May 14, 2018  
Monday, July 9, 2018  
Monday, November 12, 2018

**Special Note:**

The Southern Association of Schools and Colleges – Commission on Colleges site visit for our Governance Change is scheduled for September 26-28, 2017.