

MIDDLE TENNESSEE STATE UNIVERSITY
BOARD OF TRUSTEES
MINUTES
SPECIAL CALLED MEETING
OCTOBER 10, 2018

Call to Order

The Middle Tennessee State University Board of Trustees met in a special called meeting on Wednesday, October 10, 2018, in the Miller Education Center on the Middle Tennessee State University campus. Chairman Steve Smith called the meeting to order at 10:40 a.m.

Roll Call and Statement of Necessity

Chairman Smith requested that Board Secretary Heidi Zimmerman call the roll. Trustees physically present were Andy Adams and Peyton Tracy. Trustees participating electronically were J.B. Baker, Pete DeLay, Darrell Freeman, Joey Jacobs, Tony Johnston, Steve Smith and Pam Wright. Also present at the meeting were President Sidney A. McPhee; Alan Thomas, Vice President for Business and Finance; Mark Byrnes, University Provost; Joe Bales, Vice President for University Advancement; Andrew Oppmann, Vice President for Marketing and Communications; Bruce Petryshak, Vice President for Information Technology and Chief Information Officer; Deb Sells, Vice President for Student Affairs and Vice Provost for Enrollment and Academic Services; Brenda Burkhart, Chief Audit Executive; Heidi Zimmerman, University Counsel and Board Secretary; and Kim Edgar, Assistant to the President and Chief of Staff.

As several trustees were participating in the meeting electronically, pursuant to T.C.A. § 8-44-108(b)(1), these trustees were asked the following questions: (1) Can you hear those present in the meeting room and others participating via phone so that you can participate in the meeting; and, (2) Is anyone else present in the room with you; if so, please identify each person. Each trustee indicated being able to clearly hear those in the meeting room and those on the phone. Trustees Freeman, Jacobs, Johnston and Wright indicated there were no other

individuals present at their locations. Trustees Smith, Baker and DeLay all indicated they were present in the same room together. Ms. Zimmerman then asked those present at the meeting location if they were able to hear the trustees participating electronically. Those present answered in the affirmative. Ms. Zimmerman asked if there were other individuals on the phone line; there were no responses.

Ms. Zimmerman stated that a physical quorum was not present at the meeting location; however, a quorum did exist with the inclusion of those trustees participating by electronic means. Because there was no physical quorum present, pursuant to T.C.A. § 8-44-108(b)(2), a determination that necessity for the meeting to take place was needed. Ms. Zimmerman offered the following facts to support the meeting's necessity:

1. The agenda items include consideration of a new academic program proposal and creation of a new academic unit.

It is necessary for the Board of Trustees to meet in order to consider these matters and recommendations and vote upon them. The Board of Trustees is meeting in a Special Called meeting following the conclusion of the Academic Affairs, Student Life, and Athletics Committee meeting to consider these matters.

The new academic program proposal and creation of a new academic unit must be approved by the Tennessee Higher Education Commission.

Therefore, these matters must be considered and voted upon so that they may be presented to the Tennessee Higher Education Commission.

2. There was not adequate time for our trustees to make arrangements to be physically present at this meeting to form a quorum.

Based on the stated reasons, Chairman Smith requested a motion be made and a roll call vote be taken for a determination on the necessity of holding the meeting. Trustee Wright made the motion that there is necessity established for the meeting and Trustee Freeman seconded that motion. Chairman Smith asked if there was any discussion. Hearing none, he reiterated that a motion had been made and seconded that the necessity has been established to hold the meeting. He clarified that a vote in the affirmative would signify that necessity exists and the meeting will proceed; a negative vote would signify that a necessity does not exist. Chairman Smith requested a roll call vote be taken. The vote was eight (8) Aye; zero (0) Nay. Chairman Smith indicated the motion carried unanimously and the motions carries.

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

Chairman Pamela Wright gave the report from the October 10, 2018, meeting of the Academic Affairs, Student Life, and Athletics Committee. Material from that meeting were provided to the Board in its meeting materials. The Committee report included one (1) informational item and two (2) recommendations to be considered and voted on by the Board.

Information on an Educational Collaboration Agreement; and, Recommendations on a New Academic Program Proposal and Creation of a New Academic Unit.

Dr. Mark Byrnes, University Provost, and Dr. Sidney McPhee, University President, presented information regarding an educational collaboration agreement; and, presented recommendations concerning a new academic program proposal and creation of a new academic unit. These matters are needed in order to successfully complete the transfer of the Valparaiso University Law School to Middle Tennessee State University. These items were approved unanimously by the Committee.

Motion to Approve Committee Actions

Chairman Smith asked for a motion to approve the Academic Affairs, Student Life, and Athletics Committee recommendations. Trustee DeLay made this motion; Trustee Baker seconded that

motion. A roll call vote was taken. There were eight (8) Aye votes and zero (0) Nay votes. Chairman Smith stated that the motion passed, noting that this was an historic event.

Closing Remarks

Dr. McPhee stated that the action just taken was transformative, not only for the University, but the region. He reiterated that there is no public accredited law school in the middle Tennessee area, one of the fastest-growing areas in the country. The action is consistent with the mission of the University and it is needed. Two feasibility studies were conducted that demonstrated this need. This action will be forwarded to the Tennessee Higher Education Commission for consideration at its meeting on Monday, October 15, 2018.

Chairman Smith adjourned the meeting at 10:50 a.m.

Respectfully submitted,



Heidi Zimmerman
Board Secretary