









September 2019 Board of Trustees Meeting

Schedule	Wednesday, September 4, 2019 1:00 PM — 2:00 PM CDT
Venue	University Center Ballroom - UC320
Organizer	Jean Rakow

Agenda

1. Call to Order and Opening Remarks Presented by David North	1
2. Roll Call and Declaration of Quorum Presented by Melanie Murry and David North	2
3. Approval of Minutes - June 5, 2019 For Approval - Presented by David North	3
 UofM BOT June 5 2019 Minutes.docx	4
4. President's Update Presentation - Presented by M. David Rudd	10
5. Vice President for Student Academic Success Update Presentation - Presented by Karen Weddle-West	11
6. Report and Recommendations of the Academic Research and Student Success Committee Report - Presented by David Kemmee	12
6.1. Housing Eligibility Rule For Approval	13
 ARSS Agenda Item - Housing Eligibility Rule Revised.docx	14
6.2. Tenure Upon Appointment For Approval	15
 ARSS Agenda Item - Liang Approval of Tenure upon Appointment.docx	16
7. Report and Recommendations of the Audit Committee Report - Presented by Carol Roberts	17

8. Report and Recommendations of the Governance and Finance Committee Meeting Report - Presented by David North	18
<hr/>	
8.1. Naming of the Student Wellness Center and Plaza For Approval	19
 GF Agenda Item for Approval Student Wellness Center and Plaza.docx	20
<hr/>	
8.2. Naming of the Bridge For Approval	21
 GF Agenda Item for Approval_Harrison Bridge.docx	22
<hr/>	
8.3. Land swap and lease for Stella Group Housing on Deloach For Approval	23
 GF Agenda Item -Stella Group Deloach St - Approval.docx	24
<hr/>	
8.4. Park Avenue Master Plan Update and Acquisition of Audubon Baptist Church Property For Approval	25
 GF Agenda Item - Master Plan Update and Acquisition of the Audubon Baptist Church - Approval.docx	26
<hr/>	
8.5. President's Contract For Approval	27
 GF Agenda Item - Employment Contract and Term Sheet -Approval.docx	28
<hr/>	
9. Additional Business	29
<hr/>	
10. Adjournment	30
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1. Call to Order and Opening Remarks

Presented by David North

2. Roll Call and Declaration of Quorum

Presented by Melanie Murry and David North

3. Approval of Minutes - June 5, 2019

For Approval

Presented by David North

THE UNIVERSITY OF MEMPHIS
BOARD OF TRUSTEES

MINUTES OF THE FULL BOARD MEETING
JUNE 5, 2019
MEMPHIS, TN

The Board of Trustees of the University of Memphis met at 1:30 p.m. CDT, on Wednesday, June 5, 2019 on the University of Memphis main campus.

I. CALL TO ORDER

Trustee David North called the meeting to order.

II. ROLL CALL AND DECLARATION OF QUORUM

Melanie Murry, Legal Counsel and Board Secretary, called the roll and confirmed the following board members were present, either in person or via telephone:

Trustee Edwards
Trustee Gilmore
Trustee Graf
Trustee Johnson
Trustee Kemme
Trustee Martin
Trustee North
Trustee Roberts
Trustee Springfield

Secretary Murry announce the presence of a quorum.

III. APPROVAL OF MINUTES – March 6, 2019

Trustee North called for a motion to approve the March 6, 2019 minutes. The motion was made by Trustee Johnson and properly seconded. Trustee North called for comments and none were provided. A voice vote was taken and the motion was unanimously approved.

IV. APPROVAL OF MINUTES – May 8, 2019

Trustee North called for a motion to approve the May 8, 2019 minutes. The motion was made by Trustee Johnson and properly seconded. Trustee North called for comments and none were provided. A voice vote was taken, and the motion was unanimously approved.

V. APPROVAL OF STUDENT TRUSTEE

Trustee North recognized President Rudd to discuss the nomination of the Student Trustee. President Rudd thanked Drew Gilmore for his participation on the Board and with the University of Memphis as a whole. He also announced that, upon graduation, Drew will stay in Memphis to work at International Paper.

Dr. Rudd then made a motion to approve the Student Trustee for the upcoming year, Noah Agnew. The motion was properly seconded. A voice vote was taken, and the motion was unanimously approved.

VI. PRESIDENT'S UPDATE

Trustee North recognized President Rudd to make his update to the Board. Dr. Rudd spoke to the following:

- Offered his congratulations to all of the faculty who will receive tenure and promotion as a result of today's meeting.
- Earlier in the Governance and Finance Committee meeting, the members voted to recommend approval of the lease for the Culinary Institute. Dr. Rudd indicated that this is an opportunity to grow the School of Hospitality and Resort Management in a significant way and he stated that the Institute will have a significant impact on our community and will draw national attention to the school.
- The University of Memphis aspires to achieve Carnegie I status and is looking to make significant investments to make the goal both achievable and realistic within the next five years. In the original THEC charter from 1969, the charter referenced two comprehensive research universities in Tennessee: The University of Tennessee in Knoxville and the University of Memphis. In 1972, the Tennessee Board of Regents was formed and the University of Memphis was absorbed into TBR. As a consequence, the research mission of the University lost direction and focus. Our current efforts are consistent with the original charter and intent of Tennessee higher education.
- Chartwells is the new dining partner for the University. This partnership will be a transformational partnership and will see significant changes to make the dining experience consistent with that of a residential campus. Dr. Rudd believes that the impact will reach well beyond the borders of the University. More details will be provided at the next board meeting.

VII. ACE QEP

Trustee North recognized Dr. Weddle-West to discuss the Academic Coaching for Excellence Program. Dr. Weddle-West stated that she and Dr. Pfeiffer, Director of the Program, will provide a brief overview of a most successful program in regards to reducing attrition and increasing retention for some of our most academically capable students whose GPA's have fallen below 2.0 during either their freshman or sophomore year. The presentation will be followed by the success story of one of the students who received the services.

The Academic Coaching for Excellence Program was part of our SACS Quality Enhancement Plan. The program has become a model program as identified by SACS and at one time was posted on their website as such. It is designed to increase academic performance, retention and graduation rates. It consists of one-on-one coaching with students who find themselves

on academic probation. The coaches are graduate students in master and doctoral programs in Counseling. The coaches have the knowledge and skills to assist students with psycho-social factors that intrude on the student's daily life and they know what is needed to help students get back on track. The coaches focus on academic self-efficacy in order to help students understand their capability in doing the work, establish goals, identify the means to pick themselves back up, and help students apply the skills to get back on track. The coaches teach organizational and time management skills, much of which was not taught during their high school years. A pilot was done during the 2013-14 academic year and we found that students who fell under academic warning during their freshman year, and attended five or more sessions with the counselors, could get back on good academic standing. Standardized measures showed improvement in student learning outcomes, time management, educational commitment and self-efficacy. Students have reported that the strategies were helpful and effective during the midst of life issues that are barriers to success. During the 2018-19 academic year, the most important outcome was the movement from academic warning status to good academic standing (60%).

Dr. Pfeiffer presented information related to outcomes of student success as a result of ACE: improved GPA, retention rate, return to good standing, and hours toward degree. Longitudinal outcomes indicate an increasing number of students participating in the program and students being retained at higher rates than those students not participating in the program.

Dr. Weddle-West discussed incentives to encourage participation in completion of the ACE program. The goals for the future, include: increasing the number of students participating and requiring freshman and sophomores who fall below 2.0 to participate.

Caroline Cannon, a senior at the UofM, told her story about her participation in the ACE program when she was a junior.

VIII. 2019 LEGISLATIVE SUMMARY

Trustee North recognized Ted Townsend, Chief Economic Development and Government Relations Officer, to provide a legislative update. Mr. Townsend thanked Trustee Johnson for his guidance and counsel and Ms. Jennie Varner for her work for the good of the University. There was a 14-week session where the Legislature passed over 500 pieces of legislation. Most critical budget items for the UofM included: \$8.97 million in capital maintenance, \$5.76 million for Lambuth Campus, and \$5.32 million in recurring funding for institutional productivity. The session was marked by significant changes that included a new Governor taking office and leadership changes in both chambers. The House lost significant institutional knowledge with the retirement of several of its members. Twenty-five percent of the legislators turned over which resulted a significant learning curve. Shelby County legislators and UofM alumni have taken on ever increasing leadership roles within both chambers.

The UofM tracked over 400 pieces of legislation and the staff met weekly with a group of individuals that was interdisciplinary from across the university. The group took a constant pulse of the potential impact of the legislation and prepared the fiscal notes in response the queries by the legislators. Because of these efforts, the University is not going to have to

absorb approximately \$3 million in costs that were included in the proposed legislation. Some areas of note include: a sports betting bill whose revenue will go into the coffers of the Tennessee State Lottery to benefit higher education, an online education bill that would have allowed and out of state university to use state dollars, a dual enrollment bill that provides students \$100 more in grants to support their education. The higher education landscape within the current administration is focused on career and technical education with a shift away from 4-year institutions. The UofM budget priorities included the STEM Research and Classroom Building and Lambuth Campus Maintenance. Mr. Townsend presented a timeline of activities and University engagement with the Legislature and issues of interest in the future.

Trustee provided comments related to his work with the Government Relations unit at the UofM and their interactions with the legislators.

IX. ROAD TO CARNEGIE I

Trustee North recognized Dr. Jasbir Dhaliwal to discuss progress on the Road to Carnegie R1 Status. Dr. Dhaliwal discussed the advantages of research institutions to the community, state and region. Research institutions attract high quality researchers, high quality students, high quality instruction and they attract manufacturing jobs to the area and establish the industries of the future. The UofM needs to work on both the technical aspects and the culture of the university to establish to reach Carnegie 1 status. The UofM is focusing on STEM Doctorates, Research Staff and Post-Doctoral Fellows, and Per Capita S&E Research Expenditures. Dr. Dhaliwal provided examples of the breath of research and the related funding sources of our researchers. Dr. Brian Waldron was introduced to discuss his research at CAESER (Center for Applied Earth Science and Engineering Research).

X. REPORT AND RECOMMENDATIONS OF THE ACADEMIC, RESEARCH AND STUDENT SUCCESS COMMITTEE

Trustee North announced the new Chair and Vice-Chair of the committee, Dr. David Kemme and Trustee Edwards, respectively. The chair recognized Dr. David Kemme to provide an overview of the committee meeting and present items for approval. Dr. Kemme indicated that Dr. Nenon discussed the name change for University College to the College of Professional and Liberal Studies to recognize the two clear academic paths of the college.

The committee recommended the following:

- a. Granting of tenure and promotion to faculty members recommended by the Provost as detailed in the meeting materials.
- b. Granting of tenure upon appointment to faculty as detailed in the meeting materials.
- c. Establishment of four academic programs: Ph.D. in Applied Physics, Ph.D. in Health Sciences, B.S. in Public Health, and M.S. in Data Science
- d. Chair of Excellence Name Change from the Sparks Chair of Excellence in International Business to the Sparks Chair of Excellence in Global Research Leadership

Dr. Kemme requested approval of the above referenced recommendations made by the Academic, Research and Student Success Committee during their meeting. Trustee Johnson seconded the motion. A voice vote was taken, and the motion was unanimously approved.

XI. REPORT AND RECOMMENDATIONS OF THE AUDIT COMMITTEE

Trustee North recognized Trustee Roberts to report on the meeting of the Audit Committee. Trustee Roberts reported that the Chief Audit Executive, Vicki Deaton, provided information on the Internal Audit Charter, 2020 Audit Plan, 2020 Internal Audit Budget, Audit Reports Issued for the 4th quarter, Investigations and Follow-up of Audit Items. Following Ms. Deaton, Mr. Anderson (Institutional Equity) provided an overview of the University's Diversity and Inclusion Plan and Ms. Kristen Kelly (Athletics) provided an overview of the University's Athletic Compliance Program.

The Audit Committee recommended a change to the Audit Committee Charter to delete the reference related to the "Approval of the Internal Audit Budget." Trustee Roberts made the motion which was seconded by Trustee Edwards and Trustee Springfield. A voice vote was taken, and the motion was unanimously approved.

XII. REPORT AND RECOMMENDATIONS OF THE GOVERNANCE AND FINANCE COMMITTEE MEETING

Trustee North recognized himself to present the report of the Governance and Finance Committee Meeting. He announced that he was the new Chair of the committee and Trustee Johnson was the newly elected Vice Chair.

Two items required committee action:

- a. Rulemaking: Parking and Traffic – The rule makes no change to the existing process and procedures. Legislation requires that the Board of Trustees approve all rules for the University. Trustee made a motion to approve the adoption of the rule as contained in the meeting materials. The motion was seconded by Trustee Graf. A roll call vote was taken, and the motion carried.
- b. Rulemaking: Open Records – The committee discussed a modification to the Open Records Rule to recognize that Tennessee residents who are affiliated with the University have the right to access the Open Records Rule. Trustee North made a motion to approve the change to the rule as contained in the meeting materials. The motion was seconded by Trustee Johnson. A roll call vote was taken, and the motion carried.
- c. Governance and Finance Charter Revision – The committee recommended adding a 2nd Vice Chair to the committee charter. Trustee North made a motion to change the charter consistent with information contained in the meeting materials. The motion was seconded by Trustee Springfield. A roll call vote was taken, and the motion carried.

The following items were reviewed in summary and voted on as a group:

- d. Presidential Review and Evaluation Policy – The committee will provide an evaluation of the President, consistent with past practices.

- e. Public Comment Policy Revision – Currently, the public is permitted to submit questions to the Board of Trustees if submitted in writing ahead of time. The recommended change would allow, at the discretion of the chair, questions from the floor during the meetings.
- f. The Gather Management Arrangement – Recommended entering into a short-term lease for the management of Gather I. Motion includes language that any action taken would be consistent with applicable laws of the State of Tennessee. This is an interim action given the time needed to consider the long-term lease arrangement.
- g. FY2019 Final Operating Budget and FY2020 Proposed Operating Budget – Recommended a motion consistent with that contained in the meeting materials.

Trustee North made a motion to approve the four actions referenced above, consistent with motions contained in the meeting materials. The motion was seconded by Trustee Graf. A voice vote was taken, and the motion was unanimously approved.

The following items were reviewed in summary and voted on as a group:

- h. Student Fee Structure – The committee reviewed and considered a three-year phased approach towards fee simplification as contained in the meeting materials.
- i. Kemmons Wilson Culinary Institute Lease – Considered a new proposal for Nash Fields, which is the culinary institute program that Dr. Rudd previously referenced. The committee recommends the acceptance of the proposal as contained in the meeting materials.
- j. Capital Budget Request for Fy2021 – Reviewed the request and recommended approval based on information contained in the meeting materials.
- k. Master Plan Update – Considered changes to the Master Plan which is the vision for the use of our properties into the future.
- l. Executive Compensation – Considered and recommended the hiring of an outside firm to perform an executive compensation study and provide recommendations to the University for the President’s salary and have asked Trustee Martin to be our representative to the consulting firm.

Trustee North made a motion to approve the five actions referenced above, consistent with motions contained in the meeting materials. The motion was seconded by Trustee Johnson. A voice vote was taken, and the motion was unanimously approved.

XIII. ADDITIONAL BUSINESS

No additional business was mentioned.

XIV. ADJOURNMENT

Trustee North asked made the motion to adjourn the meeting. The motion was properly seconded. Secretary Murry conducted a roll call vote where the motion was approved with unanimous consent.

Meeting adjourned at 2:41 pm

4. President's Update

Presentation

Presented by M. David Rudd

5. Vice President for Student Academic Success Update

Presentation

Presented by Karen Weddle-West

6. Report and Recommendations of the Academic Research and Student Success Committee

Report

Presented by David Kemmee

6.1. Housing Eligibility Rule

For Approval

The University of Memphis Board of Trustees

Recommendation

For Approval

Date: September 4, 2019
Committee: Governance and Finance
Recommendation: Housing Eligibility Rule Revised
Presented by: Melanie Murry, University Counsel

Background:

The following rule is being amended at the request of the Legislature. They have requested that we replace the term “sex” with the term “gender” in the document. The rule has been resubmitted with the change for approval.

Committee Recommendation:

The Governance and Finance Committee recommends approval of the revised Housing Eligibility rule as provided in the meeting materials.

6.2. Tenure Upon Appointment For Approval

The University of Memphis Board of Trustees

Agenda Item

For Approval

Date: September 4, 2019

Committee: Academics, Research, & Student Success Committee

Recommendation: Approval of Tenure upon Appointment

Presented by: Dr. Thomas Nenon, Executive Vice President for Academic Affairs and Provost

Background:

Dr. Huigang Liang is a national leading scholar in the Management Information Systems (MIS) discipline. He has been selected as a Professor and Holder of the FedEx Chair of Excellence in MIS. Dr. Liang's offer letter and curriculum vitae follow.

Committee Recommendation:

The Academic, Research, & Student Success Committee recommends approval of the Dr. Liang as the FedEx Chair of Excellence in MIS.

7. Report and Recommendations of the Audit Committee

Report

Presented by Carol Roberts

8. Report and Recommendations of the Governance and Finance Committee Meeting

Report

Presented by David North

8.1. Naming of the Student Wellness Center and Plaza

For Approval

The University of Memphis Board of Trustees

Agenda Item

For Approval

Date: September 4, 2019

Recommendation: Approval to name the Student Wellness Center and Plaza

Presented by: M. David Rudd, President

Background:

University policy, GE2003 Identification of Buildings and Facilities, stipulates the Board of Trustees must approve requests for the naming of any building or facility or any portion of a building or facility after an individual.

The Student Wellness Center and Plaza will be one of the centers on campus that positively impact student life. The naming of this center recognizes the contributions and achievements of the individual for whom it is to be named.

Recommendation:

The Governance and Finance Committee recommends approval of naming the Student Wellness Center and Plaza as discussed during the meeting.

8.2. Naming of the Bridge

For Approval

The University of Memphis Board of Trustees

Agenda Item

For Approval

Date: September 4, 2019

Recommendation: Approval to name the Pedestrian Cable Bridge the Hunter Harrison Memorial Bridge

Presented by: Joanna Curtis, Chief Advancement Officer

Background:

University policy, GE2003 Identification of Buildings and Facilities, stipulates the Board of Trustees must approve requests for the naming of any building or facility or any portion of a building or facility after an individual.

The family of E. Hunter Harrison has made a gift to name the new pedestrian cable bridge in his memory. Harrison attended the University, but left to pursue a career as a railroader. During his career, Harrison served as CEO of four railways – the Illinois Central, Canadian National, Canadian Pacific and CSX – before he passed away in December 2017. CN named a Center in his honor in Herff College of Engineering's Intermodal Freight Transportation Institute. Harrison also made a seven-figure gift to the University's Centennial Campaign.

Recommendation:

The Governance and Finance Committee recommends approval of naming the bridge the Hunter Harrison Memorial Bridge.

8.3. Land swap and lease for Stella Group Housing on Deloach For Approval

The University of Memphis Board of Trustees

Recommendation

For Approval

Date: September 4, 2019

Committee: Governance and Finance Committee

Recommendation: Stella Group Land Swap and Lease for University Housing on Deloach St

Presented by: Raaj Kurapati, Chief Financial Officer

Background:

The University is in need of additional apartment-style housing for faculty, staff, and students. This type of housing is more marketable especially for upperclassmen, graduate, and doctoral students which is important as we expand our research and academic portfolio.

The University currently owns property on Deloach Street which it has strategically acquired for campus expansion. It is in the University's best interests to have the Stella Group design, build, operate, and maintain a housing complex consisting a total of 475 beds on Deloach Street rather than Stella's current plan of building on Brister Street. The University would prefer to use the land owned by the Stella Group on Brister Street to fulfill master planning requirements for a research park and parking structure.

Committee Recommendation:

The Governance and Finance Committee recommends approval of the Land Transfer Agreement and Long-Term Land Lease with the Stella Group for purposes of developing new residential housing as described in the meeting materials. This approval is subject to the required reviews and approvals by the appropriate State agencies.

8.4. Park Avenue Master Plan Update and
Acquisition of Audubon Baptist Church
Property
For Approval

The University of Memphis Board of Trustees

Recommendation

For Approval

Date: September 4, 2019

Committee: Governance and Finance Committee

Recommendation: Park Ave Master Plan Update - Acquisition of Audubon Baptist Church property for Middle School expansion

Presented by: Raaj Kurapati, Chief Financial Officer

Background:

The University Master Plan links the strategic plan to the campus environment. The plan provides an overall direction for facility improvements, additions, replacements as well as land acquisition for expansion. All projects submitted to the State Building Commission must be in conformance with the master plan and periodic updates are required to remain current.

The 2015 Park Avenue Master Plan did not include strategic land acquisitions. The recent establishment of the University Middle school has facilitated the need to expand the Park Avenue Campus to accommodate infrastructure requirements. The University has an opportunity to acquire the adjacent Audubon Baptist Church property and three residential parcels to the north of Park Avenue. This acquisition meets the immediate and growing needs of the middle school and allows for program expansion to include a University High School.

Committee Recommendation:

The Governance and Finance Committee recommends approval of the changes to the Park Avenue Master Plan as presented in the materials for the purpose of acquiring property at the Audubon Baptist Church and adjacent parcels to accommodate the needs of the University Middle School and future growth. This approval is subject to the University working through required reviews and obtaining approvals from the appropriate State agencies.

8.5. President's Contract

For Approval

The University of Memphis Board of Trustees

Recommendation

For Approval

Date: September 4, 2019

Committee: Executive Session

Recommendation: President's Contract

Presented by: R. Brad Martin, Trustee

Background:

Based on the recommendation of Sibson Consulting, a formal employment agreement with President Rudd will be established. The first step is approval of the term sheet that would guide the development of the contract. If approved by the Board of Trustees, it is expected that the Chief Financial Officer and the University Counsel would finalize the formal agreement with the President and present to the Executive Committee for final approval.

Committee Recommendations:

The Governance and Finance Committee recommends approval of the compensation term sheet contained in the meeting materials and the Governance and Finance Committee recommends that the Executive Committee be delegated with the authority to approve the employment contract with President Rudd.

9. Additional Business

10. Adjournment