

**Tennessee State University Board of Trustees
Government and Governmental Affairs Committee Meeting
June 7, 2024
Tennessee State University – Hankal Hall**

MINUTES

Committee Members Present: Trustees Trevia Chatman, Dakasha Winton, and Terica Smith (Committee Chair)

Board Members Present: Trustees Jeffery Norfleet, Marquita Qualls, Charles Traugher, Dwayne Tucker, Kevin Williams, Dakasha Winton (Board Chair), Artenzia Young-Seigler, Tyler Vazquez (Student Trustee)

University Staff Present: President Glenda Glover; Laurence Pendleton, General Counsel and Board Secretary; Cheryl Seay, Assistant Vice President for Academic Affairs and Global Online; Johnnie Smith, Assistant Vice President for Academic Support & Dual Enrollment; Dean Frank Stevenson, Assoc. Vice President of Student Affairs; Douglas Allen, Vice President of Business and Finance; Jason Evans, Chief Operating Officer; Dr. Curtis Johnson, Vice President of Administration; Dr. Arlene Nicholas-Phillips, Liaison to the Board of Trustees; Tim Warren, Chief Information Officer; Ginette Garza Brown, Associate General Counsel; Director of Internal Audits, Renée Forbes-Williams; Greg Robinson, Chief of Police; Dr. Mikki Allen, Director of Athletics; Dr. Quincy Quick, Associate Vice President for Research and Sponsored Programs; Dean Chandra Reddy, College of Agriculture; Stephen Shanklin; Interim Dean of the College of Business; LoLita Toney, Executive Director of Development

I. CALL TO ORDER

Trustee Smith called the meeting to order at 9:20 a.m. (CT) on June 7, 2024.

II. WELCOME AND INTRODUCTIONS

Trustee Smith welcomed meeting attendees.

III. ROLL CALL/DECLARATION OF A QUORUM

Trustee Smith proceeded with the roll call vote. Board Secretary Pendleton called the roll at the Committee Chair's request. Trustees Smith, Chatman and Winton were present. Secretary Pendleton announced the presence of a quorum.

**IV. BOARD ORIENTATION – ASSOCIATION OF GOVERNING BOARDS
PRESENTATION BY RICK LEGION**

Trustee Smith welcomed Rick Legion from the Association of Governing Boards, who made a presentation regarding TSU Governance.

Mr. Legion discussed committee responsibilities and priorities. He discussed Board committee responsibilities such as overseeing performance of committee members, gaining Board approval of responsibilities/expectations, self-assessment, and conducting a comprehensive orientation program for members.

Mr. Legion further discussed the need for a governance committee to identify governance best practices and to oversee issues such as conflicts-of-interest, as well as setting suggested criteria for prospective new Board members. He discussed developing a slate of board officers.

Mr. Legion stated that the governing board should learn the business of higher education and challenges facing TSU. He discussed responsibilities in selecting, supporting, and holding accountable the University president. He discussed the need for the Board to commit to ensuring that institutional management is delegated to the president. The Board should establish a set of mutual expectations. He talked about the need for the Board to understand academic quality and ensure students reach graduation. He said that the Board must ensure the quality and success of students are as they need to be to be competitive. Boards should look at long-term issues and take a long view.

Mr. Legion further discussed the need to meet fiduciary standards. He talked about the high bar for fiduciary responsibility. He referenced fiduciary responsibilities as required by accreditation standards.

Mr. Legion also discussed habits of effective boards.

Mr. Legion next led a discussion with the Board. Trustee Tucker asked about insurance for Board members. The group discussed assessments and the policy for assessing the president's performance and for the Board's own self-assessment. Mr. Legion suggested a self-assessment every 2-3 years. They also discussed the possibility of a Board retreat. He suggested having an external facilitator to help develop the agenda.

V. ADJOURNMENT

Trustee Smith asked if there was any additional business. There was none. Trustee Winton moved to adjourn the meeting, and the motion was seconded by Trustee Chatman. Trustees Chatman, Winton, and Smith voted in favor of the motion, and the motion carried. The meeting was adjourned at 10:01 a.m.