

**Tennessee State University Board of Trustees
Special Called Meeting
June 26, 2024
Tennessee State University – Electronic (via Zoom)**

MINUTES

Board Members Present: Trustees Trevia Chatman, Jeffery Norfleet, Marquita Qualls, Terica Smith, Charles Traughber, Dakasha Winton (Chair), Artenzia Young-Seigler, Tyler Vazquez (Student Trustee)

University Staff Present: Laurence Pendleton, General Counsel and Board Secretary

I. CALL TO ORDER

Trustee Winton called the meeting to order at 7:00 p.m. (CT) on June 26, 2024.

II. WELCOME AND INTRODUCTIONS

Trustee Winton thanked those in attendance. Trustee Winton took a moment to acknowledge President Glover, whose tenure with the University was concluding.

Chair Winton moved to make certain findings on the record regarding the necessity for conducting the meeting electronically without a physical quorum present due to travel schedules of the Board members, importance of the matters to be discussed, and the need to take action on these matters in an expeditious fashion. She noted there was important action to be conducted by the Board, including receiving an update on the status of TSU's Interim President appointment; nominating and appointing a TSU Interim President; and delegating authority to the Board Chair to execute agreements governing the appointment and employment of the Interim President. Participation without the physical presence of a quorum by the Board was necessary to address these important items. Trustee Smith seconded, and the motion carried by roll call vote, with Trustees Winton, Chatman, Norfleet, Qualls, Smith, Traughber, and Young-Seigler voting in favor of it.

III. ROLL CALL/DECLARATION OF A QUORUM

Chair Winton proceeded with the roll call vote. She instructed the Trustees to state if they could not hear or speak to the other Trustees when their name was called for roll and to identify any individuals who were present in the location from which the Trustees were participating.

Board Secretary Pendleton called the roll at the Chair's request. Trustees Winton, Chatman, Norfleet, Qualls, Smith, Traughber, Young-Seigler, and Vazquez were present. Secretary Pendleton announced the presence of a quorum.

No Trustees indicated that they could not hear or speak to the other Trustees or identified others present in their participation location.

IV. UPDATE ON STATUS OF TSU INTERIM PRESIDENT APPOINTMENT AND NOMINATION AND APPOINTMENT OF TSU INTERIM PRESIDENT

Chair Winton combined the next two items on the agenda, the update on the status of the TSU interim president appointment and the nomination and appointment of a TSU interim president.

On June 7, 2024, the Board approved the recommendation from the ad hoc Presidential Search Committee to end the presidential search, appoint an interim president by July 1, 2024, and to commence a new search during the summer of 2024 to appoint a permanent president by July 1, 2025. The Board followed Board Policy No. 04, section III(A)(3) regarding the appointment of an interim president. Chair Winton announced that the Board heard feedback from stakeholders and enlisted the services of The Registry, which provided six confidential candidates for the consideration of the ad hoc Presidential Search Committee. The ad hoc committee conducted interviews and selected a candidate, Dr. Ronald Johnson, to hold an informational session with the full Board. Chair Winton reviewed Dr. Johnson's qualifications and experience.

Chair Winton recommended to the full Board the appointment of Dr. Ronald Johnson to serve as the Interim President effective July 1, 2024. She opened up the floor for discussion. There was no further discussion.

Trustee Smith made a motion to appoint Dr. Ronald Johnson to serve as the Interim President effective July 1, 2024. The motion was seconded by Trustee Qualls. A roll call vote was taken by Secretary Pendleton, with Trustees Winton, Chatman, Norfleet, Qualls, Smith, Traughber, and Young-Seigler voting in favor of the motion. The motion carried.

V. DELEGATION OF AUTHORITY TO BOARD CHAIR TO EXECUTE AGREEMENTS GOVERNING THE APPOINTMENT AND EMPLOYMENT OF THE INTERIM PRESIDENT

In order to effectuate the hiring of Dr. Ronald Johnson, Chair Winton sought a delegation of authority to execute agreements governing the appointment and employment of the interim president. Trustee Chatman moved to delegate authority to Chair Winton to execute agreements governing the appointment and employment of the interim president. The motion was seconded by Trustee Norfleet. A roll call vote was taken by Secretary Pendleton, with Trustees Winton, Chatman, Norfleet, Qualls, Smith, Traughber, and Young-Seigler voting in favor of the motion. The motion carried.

VI. OTHER BUSINESS OR UPDATES

Chair Winton announced the retention of Ed Stanton and the firm Butler Snow and the firm Alvarez and Marsal to assist with a comprehensive review of the University. She stated that it was imperative for the Board to determine where the University is to move the University forward.

VII. ADJOURNMENT

Chair Winton asked if there was any additional business. Seeing none, Trustee Chatman moved to adjourn the meeting, and the motion was seconded by Trustee Smith. The motion carried unanimously by roll call vote. The meeting was adjourned at 7:14 p.m.