

BOARD OF TRUSTEES

MINUTES OF BOARD MEETING

JUNE 6, 2017

MEMPHIS, Tennessee

The Summer Meeting of The University of Memphis Board of Trustees was held at 1:15 p.m. CST, on Tuesday, June 6, 2017, on the campus of the University of Memphis in Memphis, Tennessee.

I. CALL TO ORDER/ROLL CALL

Chairman Alan B. Graf, Jr called the meeting to order, welcomed the attendees and noted the tremendous amount of work that took place in the three committee meetings held immediately prior to the Board Meeting.

University Counsel and Acting Board Secretary Melanie Murry called the roll, and the following members were present: Douglas Edwards, Marvin Ellison, Alan Graf, Cato Johnson, Brad Martin, David North, Carol Roberts, Katharine Schaffzin and Susan Springfield. Secretary Murry announced that a quorum was present.

Members of the administrative staff, faculty, students and media representatives were also present.

II. OPENING REMARKS

Chairman Graf noted that the meeting, in accordance with state law, was an open meeting and was being webcast so that members of the public and media who are not physically with us may be able to watch and hear the meeting.

III. MINUTES OF THE LAST MEETING

The minutes from the March 17, 2017 Board of Trustees Meeting on were circulated and enclosed in the June meeting materials. Chairman Graf called for any changes or corrections to the minutes. Hearing none, it was moved by Trustee Johnson and properly seconded that the Board approve the Minutes of the Last Meeting provided that the Secretary can make any necessary edits to correct spelling or grammatical errors.

Trustee Martin moved that the minutes of the March 17, 2017 meeting of the Board be approved. His motion was properly seconded. There being no discussion, a roll call vote was taken and the motion passed by unanimous vote.

IV. STUDENT TRUSTEE

Chair Graf provided comments related to the Student Trustee: The FOCUS Act requires a student trustee be appointed by the full Board. At the March 2017 meeting, the Board of Trustees delegated the process for selection to the Student Government Association with final approval by President Rudd. The process concluded in late April and a Student Trustee was selected for presentation to the full Board.

Chair Graf recognized President Rudd to present the Student Trustee to the Board. President Rudd acknowledged the excellent work of the Student Government Association in developing

and following a selection process. President Rudd recommended Ms. Taylor Mayberry as the Student Trustee for the 2017-18 academic year with an appointment that would be effective immediately. A motion was made by Trustee Martin and properly seconded that the Board approve President Rudd's recommendation of Ms. Taylor Mayberry as Student Trustee for the 2017-2018 academic year, a one-year term effective immediately and continuing through May 31, 2018.

Trustee Mayberry thanked the Board for the opportunity and their approval to better the University.

V. PRESIDENT'S INTERIM ACTION REPORT

President Rudd highlighted his appointment of Dr. Darrell Ray as Vice President of Student Affairs which occurred during the interim period between Board meetings.

VI. REPORT AND RECOMMENDATIONS OF THE GOVERNANCE AND FINANCE COMMITTEE

The Governance and Finance Committee met earlier in the day, elected chairs and vice chairs, and began conducting the business of the University. Chairman Graf was elected chair of the committee; and therefore, provided a report of committee business and recommendations for Board approval:

- A. The Governance and Finance Committee recommended Board approval of the proposed changes to its Committee Charter establishing an Executive Committee and its membership and the leadership of the Governance and Finance Committee.

The motion to approve the proposed changes to its Committee Charter establishing an Executive Committee and its membership and the leadership of the Governance and Finance Committee was moved by Trustee Roberts and seconded by Trustee Springfield . A roll call vote was taken and the motion was passed unanimously.

- B. The Governance and Finance Committee recommended Board approval of the review and modification of four policies and recommendation:
- a. Code of Ethics Policy;
 - b. Consent Agenda;
 - c. Presidential Review and Evaluation Policy;
 - d. President Emeritus Policy; and
 - e. A recommendation of Dr. Shirley C. Raines as President Emeritus.

It was moved by Chairman Graf and seconded by Trustee Martin that the Board approve all four policies and the recommendation of Dr. Shirley C. Raines as President Emeritus. A roll call vote was taken and the motion passed unanimously.

- C. The Governance and Finance Committee recommended Board approval of the proposed tuition and fee recommendations as presented in the meeting materials. The Committee also recommended Board approval of a 5% housing rate increase and a \$300 contract cancellation fee increase.

A motion was made by Chairman Graf and seconded by Trustee Martin that the Board approve the proposed tuition, fee and housing rate recommendations as contained in the meeting materials. A roll call vote was taken and the motion passed unanimously.

- D. The Governance and Finance Committee recommended Board approval of the FY2016-17 Estimated Budget and the FY2017-18 Proposed Budget and assumptions as presented in the meeting materials.

A motion was made by Chairman Graf and seconded by Trustee Springfield that the Board approve the FY2016-17 Estimated Budget and the FY2017-18 Proposed Budget and the related assumptions as presented in the meeting materials. A roll call vote was taken and the motion passed unanimously.

- E. The Governance and Finance Committee recommended Board approval of the Capital Budget Request for FY2018-19 as submitted by staff and detailed in the meeting materials.

A motion was made by Chairman Graf and seconded by Trustee Ellison that the Board approve the Capital Budget Request for FY2018-19 as submitted by staff and detailed in the meeting materials. A roll call vote was taken and the motion passed unanimously.

- F. The Governance and Finance Committee reviewed and debated a salary increase proposal. The Committee recommends Board approval of a 2% across-the-board increase for Tenured and Tenure-Track Faculty and a 1% equity, merit and compression pool with additional funding up to \$100,000; a 3% across-the-board increase for Non-Tenure track faculty and adjunct faculty; and a 3% across-the-board increase for Staff.

The motion was made by Chairman Graf and seconded by Trustee Martin that the Board approve the Salary Increase for FY2017-18 as follows: 2% across-the-board increase for Tenured and Tenure-Track Faculty and a 1% equity, merit and compression pool with additional funding up to \$100,000; a 3% across-the-board increase for Non-Tenure track faculty and adjunct faculty; and a 3% across-the-board increase for Staff. A roll call vote was taken and the motion passed unanimously.

- G. The Governance and Finance Committee recommends Board approval of a salary supplement, paid from private funds, to President Rudd in the amount of \$50,000 payable over 12 months to begin immediately.

The motion was made by Chairman Graf and seconded by Trustee Martin that the Board approve the salary supplement, paid from private funds (no university money), to President Rudd in the amount of \$50,000 payable over 12 months to begin immediately. A roll call vote was taken and the motion passed unanimously.

Chairman Graf concluded the Governance and Finance Committee's report and recommendations for Board approval, and recognized the work of the Academic, Research and Student Success Committee. Chairman Graf noted the importance of the term "Student Success" in the committee name and used the opportunity to highlight student success as the purpose for meeting as a board.

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

Chairman Graf recognized newly elected chair of the Academic, Research and Student Success Committee Trustee Katharine Schaffzin.

Committee Chairwoman Schaffzin reported the work of the Committee as the election of a chair and vice chair of the committee. Trustee Schaffzin thanked Trustee David North for agreeing to serve as vice chair of the committee. She highlighted the informational presentations shared with the committee by University personnel and guests, and recommended two items for Board approval.

- A. The Academic, Research and Student Success Committee recommended Board approval of the three new academic programs: the Doctor of Liberal Studies Program, Bachelor of Professional Studies in Commercial Aviation, and Master of Science in Biostatistics, which will be submitted to the Tennessee Higher Education Commission for approval.

It was moved by Committee Chairwoman Schaffzin and seconded by Trustee Roberts that the Board approve the three new academic programs: the Doctor of Liberal Studies Program, Bachelor of Professional Studies in Commercial Aviation, and Master of Science in Biostatistics, which will be submitted to the Tennessee Higher Education Commission for approval. A roll call vote was taken and the motion passed unanimously.

- B. The Academic, Research and Student Success Committee recommended the Board grant tenure to Dr. Aran Dobalian, Dr. Shelley Keith, and Dr. Michael Monahan upon appointment.

It was moved by Committee Chairwoman Schaffzin and seconded by Trustee Roberts that the Board approve the granting of tenure to Drs. Dobalian, Keith, and Monahan upon appointment. A roll call vote was taken and the motion passed unanimously.

Chairman Graf thanked Committee Chairwoman Schaffzin for her report and recommendations from the Academic, Research and Student Success Committee.

VIII. REPORT AND RECOMMENDATIONS OF THE AUDIT COMMITTEE

Chairman Graf recognized Trustee Carol Roberts as the newly elected chair of the Audit Committee.

Committee Chairwoman Roberts reported the election of Trustee Susan Springfield as vice chair and continued with two recommendations for Board approval.

- A. The Audit Committee recommended Board approval of the appointment of Vicki D. Deaton, Senior Internal Auditor in the Internal Audit Department, to serve as Interim Chief Audit Executive until the position is filled on a permanent basis.

It was moved by Committee Chairwoman Roberts and seconded by Trustee Martin that the Board approve the appointment of Vicki D. Deaton, Senior Internal Auditor in the Internal

Audit Department, to serve as Interim Chief Audit Executive until the position is filled on a permanent basis. A roll call vote was taken and the motion passed unanimously.

- B. The Audit Committee recommended Board approval of the FY2018 Internal Audit Plan as detailed in the meeting materials.

It was moved by Committee Chairwoman Roberts and seconded by Trustee Schaffzin that the Board approve the FY2018 Internal Audit Plan as detailed in the meeting materials.

Chairman Graf thanked Committee Chairwoman Roberts for her report and recommendations from the Audit Committee.

IX. ADDITIONAL BUSINESS

There was no additional business to come before the Board.

X. UPCOMING MEETINGS OF THE BOARD

The dates of the next scheduled Board Meetings in 2017 are October 4 and December 7.

XI. ADJOURNMENT

The meeting was adjourned at 1:33 pm.



Melanie Murry, University Counsel and
Acting Board Secretary