



## Special Board Meeting

May 21, 2020

8:30 a.m.

Meeting via teleconference and streamed live via link found on this web page:

<https://www.tntech.edu/board/>

### AGENDA

- I. Call to Order and Roll Call
- II. Determination of Necessity
- III. Approval of Minutes
- IV. Executive Committee Report and Recommendations
  - A. Report
    - Approval of Appointment of Vice President for Research
  - B. Recommendations
    1. Approval of TTU Policy 008 (Professional Development)
    2. Approval of TTU Policy 135 (Legislative Proposals)
- V. Approval of Sale of W. Clyde Hyder Farm Parcel and Cy Pres Petition
- VI. Gift-In-Place Project: Athletic Pavilion
- VII. Ratification of Appointment of Board Secretary
- VIII. President's Report
- IX. Other Business
- X. Adjournment



## Agenda Item Summary

**Date:** May 21, 2020

**Agenda Item:** Determination of Necessity

Review

Action

No action required

---

**PRESENTER:** Chair Harper

**PURPOSE & KEY POINTS:** Pursuant to Tennessee Code Annotated Section 8-44-108(b)(3), “[i]f a physical quorum is not present at the location of a meeting of a governing body, then in order for a quorum of members to participate by electronic or other means of communication, the governing body must make a determination that a necessity exists.”



**Board of Trustees Meeting**  
**March 12, 2020**  
**Roaden University Center, Room 282**

**MINUTES**

**AGENDA ITEM 1 – CALL TO ORDER AND ROLL CALL**

The Tennessee Tech Board of Trustees met in regular session on March 12, 2020, in Roaden University Center, Room 282. Chair Trudy Harper called the meeting to order at 1:30 p.m.

Chair Harper asked Kae Carpenter, Secretary, to call the roll. The following members were present:

- Mason Hilliard
- Tom Jones
- Fred Lowery
- Sally Pardue
- Rhedona Rose
- Purna Saggurti participated by phone and confirmed that he could simultaneously hear and speak to the Board members, that he was the only person present in the location from which he was calling, and that he received the Board materials in advance of the meeting.
- Johnny Stites
- Teresa Vanhooser
- Barry Wilmore
- Trudy Harper

A quorum was physically in attendance.

Tennessee Tech faculty, staff, and members of the public were also in attendance.

Chair Harper stated that she would like to express Tennessee Tech's sadness for those who suffered losses resulting from the recent tornados. She stated Diane Smith would be accepting donations from Trustees to help those who were impacted. She stated that the Foundation Board planned to match up to \$100,000 for the student fund.

Chair Harper stated there were four current board members whose appointments were in the process of being confirmed by the Tennessee General Assembly. She stated that these members included Ms. Vanhooser, Ms. Rose, Mr. Lowery, and Mr. Stites. She stated that these members have completed their confirmation hearings with both houses. She stated that, if confirmed, Ms. Vanhooser, Ms. Rose, and Mr. Stites will serve on the Board until June 30, 2025. She stated that Mr. Lowery was appointed to fill a vacancy on the Board and his current term will end June 30, 2020.

## **AGENDA ITEM 2—SPOTLIGHT ON STUDENT AND FACULTY EXCELLENCE**

Chair Harper welcomed Dr. Stephen Canfield and the Mechanical Engineering (ME) 3610 team. She stated that these engineering students and others in Dr. Canfield's class helped children and families in the Upper Cumberland region who were associated with the Tennessee Early Intervention System. She stated that students spent time with the children and families, used creativity, skill, and energy to assess their needs with feeding, mobility, play, and other developmental activities, and built devices that were not otherwise available.

Dr. Canfield introduced students Megan Wesemann, Chris Gray, and Shelby Kilgore and stated that Steven De Troye and Dayro Martinez were unable to be present. A video was played highlighting the work of Dr. Canfield's ME 3610 students during fall semester.

## **APPROVAL OF MINUTES**

Mr. Jones moved to approve the December 5, 2020, meeting minutes. Ms. Vanhooser seconded the motion. With an opportunity for further discussion and there being none, the motion carried unanimously.

## **AGENDA ITEM 4—PRESIDENT'S REPORT**

President Oldham stated it was an honor to be at Tennessee Tech because of the stellar students and faculty. He stated that Tennessee Tech always strived to be relevant, and examples such as the ME 3610 project showed how Tennessee Tech was trying to change lives.

President Oldham stated that early on the morning of March 3, 2020, Putnam County sustained major damage resulting from an EF-4 tornado. He stated that campus was spared and received no damage, but many friends, neighbors, and campus personnel were greatly affected. He stated that the campus was closed for two days in recognition of the effect on campus personnel and students and to enable a day of service for students. He stated there were over 1,000 student volunteers, and likely many more that were not included in the official count. He stated he was proud Tennessee Tech was able to play a part in the recovery of Putnam County and would continue to do so in the coming months.

President Oldham stated that Tennessee Tech was making contingency plans for the Covid-19 pandemic. He stated that Tennessee Tech continued to receive advice from the Center for Disease Control and state and regional public health officials to make the best decisions on behalf of the campus. He stated that a task force, chaired by Dr. Rob Owens, was meeting twice weekly to monitor the situation and to ensure Tennessee Tech was prepared for all possible scenarios and an announcement would be made later that afternoon on additional steps that the campus would take.

President Oldham stated that his wife, Kari Oldham, created Wings of Kindness to recognize those among Tennessee Tech who have gone above and beyond by showing kindness to the campus and community. He stated the first recipient was Jake Hoot, a local Tennessee Tech alumnus, who was recently the winner of The Voice. He stated more recipients and recognitions would be made in the future.

President Oldham stated that enrollment and diversity were key areas of focus this year. He stated that a Strategic Enrollment Management Plan was developed and led by Dr. Johnson. He stated that the overall target enrollment goal by fall 2025 would be 12,000 students, the target for first-time freshman enrollment for fall 2020 would be 2,000 students, and the target for transfer enrollment for fall 2020 would be 800 students. He stated the diversity goal by fall 2025 would be 22 percent, which represented an increase over the fall 2019 rate of 17 percent.

Mr. Stites asked how much Tennessee Tech could grow enrollment with its current footprint. President Oldham stated the current campus master plan would accommodate an enrollment of more than 12,000 students.

President Oldham stated that Tennessee Tech ranked second in the funding formula this year. He stated that the highest budget priority for the legislature was to fully fund the funding formula. He stated that the engineering building was also a high priority, and he anticipated this project would be fully funded this year. President Oldham stated that the new engineering building had a goal of \$8,250,000 as a matching commitment, and \$5,000,000 had already been raised.

President Oldham stated that this was the last of a four-year commitment for cybersecurity funding from the state. He stated that Dr. Ambareen Siraj was the lead faculty member in cybersecurity, and she testified recently before the U.S. House of Representatives Committee on Science and Technology in Cybersecurity Workforce.

President Oldham stated that Tennessee Tech was exploring a public/private partnership to develop the west end of campus near Sherlock Park with a residence hall built around an innovation theme. He stated this residence hall would include 300 beds and a lower level with an innovation maker space, such as an iCube facility. He stated this would be a \$30,000,000 project. He stated this also would create space for rental opportunities for companies in the region that desire to interact with students directly through internships or innovation projects. He stated Tennessee Tech was still looking for the right partner for this project.

President Oldham stated that the search for the Vice President for Research had been completed. He stated that the search committee made recommendations and negotiations were currently under way with a candidate. He stated that the Office for Research completed its internal assessment and the new Vice President would review and oversee any changes. He stated that over \$20,000,000 in research grants were activated for FY2019. He stated the goal was to increase that figure to \$40,000,000 by FY2026.

President Oldham stated that progress had been made on the strategic plan. He stated that there were still projects under implementation, but the faculty was working hard to bring these projects to fruition.

President Oldham stated that the Rural Reimagined program had over 1,000 students and 50 faculty members involved in over 50 projects. He stated that some of the projects included exploring new cash crops for rural landowners, addressing unique needs of rural healthcare, improving writing instruction in the Upper Cumberland, and the leading the Rural Area Medical Clinic that provided free dental and medical care. He stated that an announcement of partnerships with more rural communities would be made soon.

President Oldham stated that student career culture was beginning to change on campus. He stated there were two tracks of career readiness certification programs, Careers n' Coffee employer events, and the Handshake account, available to help students apply for internships. He stated the Spring Engineering Fair had over 160 employers and 800-1,000 students interviewed with those companies.

President Oldham stated that Tennessee Tech was continuing to clarify and simplify information for students to be successful, gain more transparency and predictability, and

focus on the best student-to-career path. He stated that students that graduate sooner pay less and earn more money, which was the goal of the flat rate tuition model that the Board would vote on later in the meeting. He stated that Tech Promise ensured Tennessee Tech education was accessible and affordable to any academically qualified student and that economic hardship should not be a deterrent. He stated the Board took steps to lower out-of-state tuition to give more opportunities to out-of-state students.

Chair Harper stated that during the Academic & Student Affairs Committee meeting the Board members discussed at length the pandemic and its effect on Tennessee Tech's operations.

**AGENDA ITEM 5.A—EXECUTIVE COMMITTEE RECOMMENDATION AND REPORT—RECOMMENDATION—PRESIDENT'S PERFORMANCE-BASED PAY ADJUSTMENT**

Chair Harper stated that TTU Policy 005 (Board Committees) specified that the Executive Committee was responsible for making a recommendation related to the President's performance-based pay adjustment. She stated that the Executive Committee made a recommendation of a 1.012 percent increase to the President's salary and a 4.11 percent bonus.

Ms. Vanhooser moved to approve the 1.012 percent increase to the President's salary and the 4.11 percent bonus. Mr. Stites seconded the motion.

Dr. Pardue stated that the Board had a responsibility to ensure all employees were recognized at Tennessee Tech for their high performance.

With an opportunity for further discussion and there being none, the motion carried unanimously.

**AGENDA ITEM 5.B.1.a—EXECUTIVE COMMITTEE RECOMMENDATION AND REPORT—REPORT—PRESIDENT'S PERFORMANCE REVIEW FOR FY20—APPOINTMENT OF EXECUTIVE COMMITTEE REPRESENTATIVE**

Chair Harper stated that the upcoming President's performance review procedure outlined how the Executive Committee would handle the President's review and the Chairman could appoint a representative of the Executive Committee to complete the review. Chair Harper stated she appointed Ms. Vanhooser to conduct the President's performance review for FY2020.

**AGENDA ITEM 5.B.1.b – EXECUTIVE COMMITTEE RECOMMENDATION AND REPORT – REPORT – PRESIDENT’S PERFORMANCE REVIEW FOR FY20 – SCHEDULE FOR COMPLETION OF PERFORMANCE REVIEW PROCESS**

Chair Harper stated that a schedule was approved for this review that was available to all Board members.

**AGENDA ITEM 5.B.1.c – EXECUTIVE COMMITTEE RECOMMENDATION AND REPORT – REPORT – PRESIDENT’S PERFORMANCE REVIEW FOR FY20 – APPROVAL OF BOARD AND CABINET ASSESSMENT QUESTIONNAIRES**

Chair Harper stated that the Executive Committee approved questionnaires that would be used by the Cabinet and the Board to assess the President’s performance.

**AGENDA ITEM 5.B.2 – EXECUTIVE COMMITTEE RECOMMENDATION AND REPORT – REPORT – DISCUSSION OF PERIODIC COMPREHENSIVE REVIEW OF THE PRESIDENT**

Chair Harper reminded the Board members that on the second anniversary after the first assessment of the President, occurring at the end of the upcoming summer, the Board would consider if a comprehensive review should be performed. She stated this would be a review that included input from the entire campus community to include students, community members, and others. She stated that the challenge was the cost of the process because a consultant must be hired to complete the comprehensive review. She stated that at this time, she believed this review did not need to be completed. She stated that she would like to do a salary survey for the President that compared responsibilities, salaries, and total compensation packages. She stated that she also would like to have a more comprehensive review of faculty and staff salaries, and Dr. Crickenberger was currently working on this. She stated that she hoped by the end of summer the Board would have a more holistic view of the salaries of employees at Tennessee Tech.

**AGENDA ITEM 6.A.1: AUDIT & BUSINESS COMMITTEE REPORT AND RECOMMENDATIONS – REPORT – SALE OF W. CLYDE FARM LOT**

Mr. Stites stated that the Audit & Business Committee discussed the sale of the W. Clyde Farm Lot for the purpose of building a fire station.

**AGENDA ITEM 6.A.2: AUDIT & BUSINESS COMMITTEE REPORT AND RECOMMENDATIONS—REPORT—GENERIC NAMING OF BUILDINGS AND ROADWAY**

Mr. Stites stated that the Audit & Business Committee discussed the generic naming of buildings and a roadway. He stated the current fitness center was renamed the “Academic Wellness Center,” the new fitness center was named the “Student Recreation Center,” the lab science building was named the “Laboratory Science Commons,” and 8<sup>th</sup> Street, which runs through campus, was named “Wings Up Way”.

**AGENDA ITEM 6.A.3: AUDIT & BUSINESS COMMITTEE REPORT AND RECOMMENDATIONS—REPORT—UPDATE ON GOVERNOR’S BUDGET**

Mr. Stites stated that the Governor’s proposed budget requested q recurring state appropriations increase to \$3,630,100 and a salary pool was \$1,349,100. He stated that the requested appropriation for the final year of the four-year NSF grant for cybersecurity was \$500,000, and \$43,500,00 was identified for the new engineering building. He stated that a request for \$2,100,000 was included for Roof Placement Phase 4 and a request for \$3,000,000 was included for Building Control Upgrades Phase 1.

**AGENDA ITEM 6.A.4: AUDIT & BUSINESS COMMITTEE REPORT AND RECOMMENDATIONS—REPORT—NOTICE OF RESPONSIBILITIES FOR PREVENTING, DETECTING, AND REPORTING FRAUD, WASTE, AND ABUSE**

Mr. Stites stated that a notice with regard to preventing, detecting, and reporting fraud, waste, and abuse was added to the board book for the Board to review.

**AGENDA ITEM 6.B.1: AUDIT & BUSINESS COMMITTEE REPORT AND RECOMMENDATIONS—REGULAR AGENDA—LAND DISPOSAL BY EASEMENT**

Mr. Stites, upon the Audit & Business Committee’s recommendation, moved the Board approve the disposal of land for temporary construction easement and permanent sewer collection and disposal easement on North Franklin Avenue as described in the board book. Mr. Jones seconded the motion.

With an opportunity for further discussion and there being none, the motion carried unanimously.

**AGENDA ITEM 6.B.2: AUDIT & BUSINESS COMMITTEE REPORT AND RECOMMENDATIONS—REGULAR AGENDA—FLAT-RATE TUITION MODEL AND TECH PROMISE SCHOLARSHIP**

Mr. Stites, upon the Audit & Business Committee's recommendation, moved the Board approve the flat-rate tuition of \$4,530 per semester for students taking 12 or more credit hours and \$319 per credit hour for students taking 11 or fewer credit hours and to apply these rates to all incoming new undergraduate students effective fall 2020, as well as approve a Tech Promise scholarship to pay the last dollar of tuition and mandatory fees for up to eight semesters. He stated the students receiving the Tech Promise scholarships must be full-time undergraduate students, assessed tuition under the flat-rate tuition plan, at the family adjusted gross income level of less than or equal to \$40,000, and be receiving both the HOPE scholarship and Pell grants. Mr. Lowery seconded the motion.

With an opportunity for further discussion and there being none, the motion carried unanimously.

**AGENDA ITEM 7.A.1.a: ACADEMIC & STUDENT AFFAIRS COMMITTEE REPORT AND RECOMMENDATION—REPORT—PROVOST'S REPORT—VICE PRESIDENT FOR RESEARCH UPDATE**

Ms. Rose stated that Provost Bruce provided an update on the status of the search for a new Vice President for Research and shared information related to academic program reviews, quality assurance funding, as well as new academic minors, concentrations, and certificates. She stated that Provost Bruce also made the Committee aware of the measures taking place on campus to ensure there was continuity of instruction should the need arise to provide instruction entirely online.

**AGENDA ITEM 7.A.2: ACADEMIC & STUDENT AFFAIRS COMMITTEE REPORT AND RECOMMENDATION—REPORT—ADVANCEMENT UPDATE**

Ms. Rose stated that Dr. Braswell provided an update on the fundraising activities for the new engineering building.

**AGENDA ITEM 7.A.3: ACADEMIC & STUDENT AFFAIRS COMMITTEE REPORT AND RECOMMENDATION—REPORT—ENROLLMENT MANAGEMENT**

Ms. Rose stated that Dr. Johnson reported Tennessee Tech was slightly up in enrollment applications. She stated that Dr. Johnson also shared information about some of the various recruitment events and activities held over the last several months.

**AGENDA ITEM 7.A.4: ACADEMIC & STUDENT AFFAIRS COMMITTEE REPORT AND RECOMMENDATION—REPORT—ATHLETICS UPDATE**

Ms. Rose stated that President Oldham reported for Mr. Wilson and provided an update on a California case and the impact it had on the definition of names, images, and likenesses and also on state legislation related to student athletes taking place in Tennessee and across the country.

**AGENDA ITEM 7.B: ACADEMIC & STUDENT AFFAIRS COMMITTEE REPORT AND RECOMMENDATION—RECOMMENDATION—TTU POLICY 171 (PROHIBITION ON SMOKING AND ELECTRONIC NICOTINE AND NON-NICOTINE DELIVERY SYSTEMS)**

Ms. Rose moved that, upon the Academic & Student Affairs Committee’s recommendation, the Board approve TTU Policy 171 (Prohibition on Smoking and Electronic Nicotine and Non-Nicotine Delivery Systems). Mr. Jones seconded the motion.

Captain Wilmore inquired if the policy would be reviewed every two years and was advised that it would be.

With an opportunity for further discussion and there being none, the motion carried unanimously.

**AGENDA ITEM 8: ADJOURNMENT**

With there being no further business, the meeting adjourned at 2:37 p.m.

Approved,

---

Kae Carpenter, Secretary



## Agenda Item Summary

**Date:** May 21, 2020

**Agenda Item:** Approval of Appointment of Vice President for Research

Review

Action

No action required

---

**PRESENTER(S):** Chair Harper

**PURPOSE & KEY POINTS:**

The Executive Committee approved the appointment of Dr. Jennifer Taylor to the position of Vice President for Research, effective August 1, 2020.



## Office of the President

TENNESSEE TECH

### MEMORANDUM

**To:** Executive Committee – Board of Trustees  
**From:** Dr. Philip Oldham, President   
**Date:** April 15, 2020  
**Subject:** Appointment of a Direct Presidential Report

Due to the retirement of Dr. Bharat Soni, Tennessee Tech executed a national search for the next Vice President for Research. The national search resulted in several qualified candidates with a top candidate identified.

Dr. Jennifer Taylor has over 20 years in progressive senior administrative roles at research institutions and an extensive background in research and economic development. Dr. Taylor is currently the Assistant Vice Chancellor for Research and Innovation and Director of Sponsored Programs at the University of Arkansas. Prior to her current role, she served at multiple institutions as a Director involved directly with grants and research. These institutions included Vanderbilt and University of Missouri – Kansas City. Dr. Taylor received her Ph.D. in Health Psychology from the University of Missouri – Kansas City.

I am recommending that the Executive Committee approve her appointment at an annual salary of \$225,000 and a relocation allowance of \$12,000.00. In addition, I am requesting that Dr. Taylor's offer letter also include the statement that should she cease to serve as Vice President for Research that she be transferred to a 9-month tenure-track position in Decision Sciences and Management with the equivalent salary adjustment.



## Agenda Item Summary

**Date:** May 21, 2020

**Agenda Item:** Approval of TTU Policy 008

Review

Action

No action required

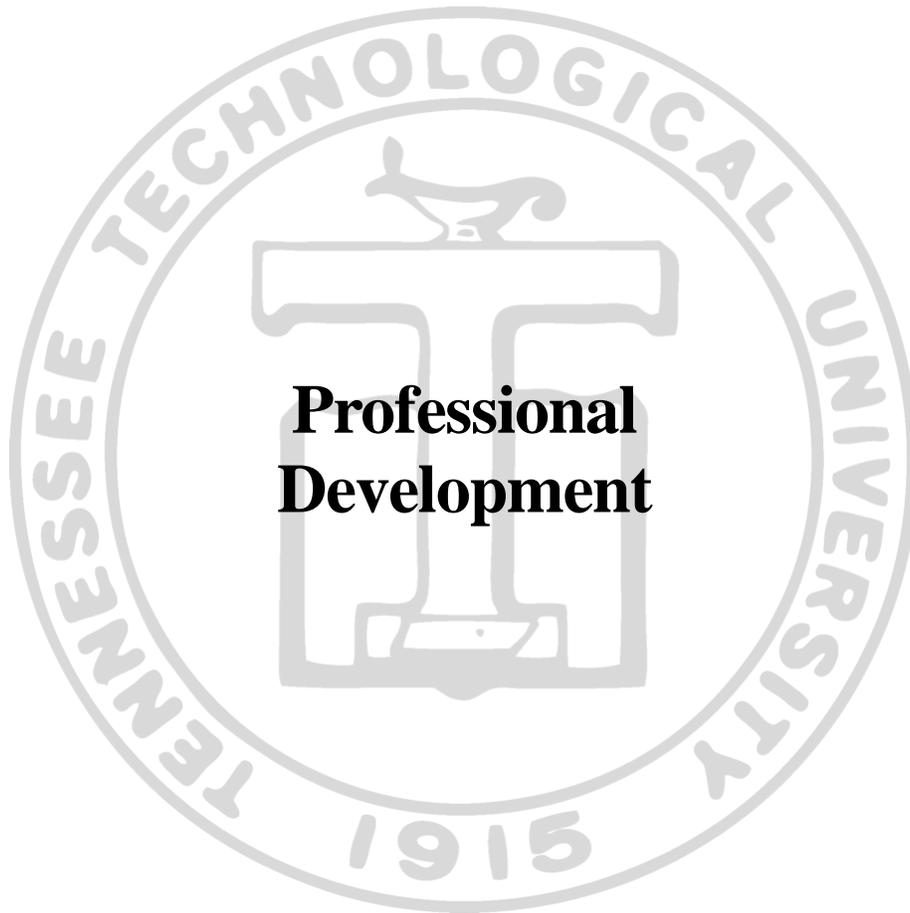
---

**PRESENTER(S):** Chair Harper

**PURPOSE & KEY POINTS:**

Policy 008 provides for professional development for board members and directs the Chair or Executive Committee to schedule professional development opportunities. Policy 008 also directs the President to develop an orientation program for new members.

# Tennessee Technological University Policy No. 008



Effective Date: July 1, 2020

**Policy No: 008**

**Policy Name: Professional Development**

**I. Purpose**

The purpose of this policy is to facilitate ongoing professional development for board members.

**II. Review**

This policy will be reviewed every four years or whenever circumstances require review, whichever is earlier, by the Secretary to the Board with recommendations for revision presented to the Executive Committee and the Board.

**III. Policy**

- A. The Board recognizes the importance of ongoing professional development and training for its members and will provide professional development opportunities for them.
- B. Such development opportunities may include but are not limited to informational sessions on topics deemed appropriate by the Chair or the Executive Committee.
- C. The Chair or the Executive Committee may consider and schedule other types of professional development opportunities to ensure ongoing professional development for Board members.
- D. The President shall establish an orientation program for new members, which shall include information related to the operations of the Board and administration of Tennessee Tech.

**IV. Interpretation**

The Board chair or his/her designee has the final authority to interpret the terms of this policy.

**V. Citation of Authority**

T.C.A. § 49-8-201(f)(8)(C)

**Approved by:**  
Board of Trustees:



## Agenda Item Summary

**Date:** May 21, 2020

**Agenda Item:** Approval of TTU Policy 135

Review

Action

No action required

---

**PRESENTER(S):** Chair Harper

**PURPOSE & KEY POINTS:**

Policy 135 restates the statutory requirements related to legislative proposals that might have a fiscal impact on higher education institutions and requires all such proposals to be submitted with the knowledge of the President, who will advance legislative proposals through established THEC and General Assembly processes.

# **Tennessee Technological University**

## **Policy No. 135**



Effective Date: July 1, 2020

**Policy No.: 135**

**Policy Name: Legislative Proposals**

**I. Purpose**

The purpose of this policy is to protect prioritization and strategic planning processes to best use limited state funds for public higher education toward greatest need and opportunity and to ensure prudent fiscal policy.

**II. Review**

This policy will be reviewed every four years or whenever circumstances require review, whichever is earlier, by the Office of the President, with recommendations for revision presented to the Administrative Council, University Assembly, and the Board of Trustees.

**III. Policy**

- A.** All legislative proposals or requests for state funding toward public higher education capital projects, maintenance, new academic programs, public service, research activities, and engagement opportunities or operational support coming before the Tennessee General Assembly shall be made with the knowledge of the Executive Director of the Tennessee Higher Education Commission and the President.
- B.** All such legislative proposals must be submitted to the Office of the President for consideration for inclusion in the higher education system's proposals to the Tennessee General Assembly. At no time shall a Tennessee Tech employee advance state legislative funding requests for higher education without the knowledge of the President.
- C.** The President will consult with the Chair of the Tennessee Tech Board of Trustees, the Executive Committee of the Board, or the Board, as necessary, on any such legislative proposals.
- D.** The President will advance such proposals through existing processes and procedures as required by the Tennessee Higher Education Commission and the Tennessee General Assembly, as applicable.

**IV. Interpretation**

The President or his/her designee has the final authority to interpret the terms of this policy.

**V. Citation of Authority**

T.C.A. § 49-7-1001 *et seq.*

**VI. Approved by:**

Administrative Council:

University Assembly:

Board of Trustees:



## Agenda Item Summary

**Date:** May 21, 2020

**Agenda Item:** Approval of Sale of W. Clyde Hyder Farm Parcel and Cy Pres Petition

Review

Action

No action required

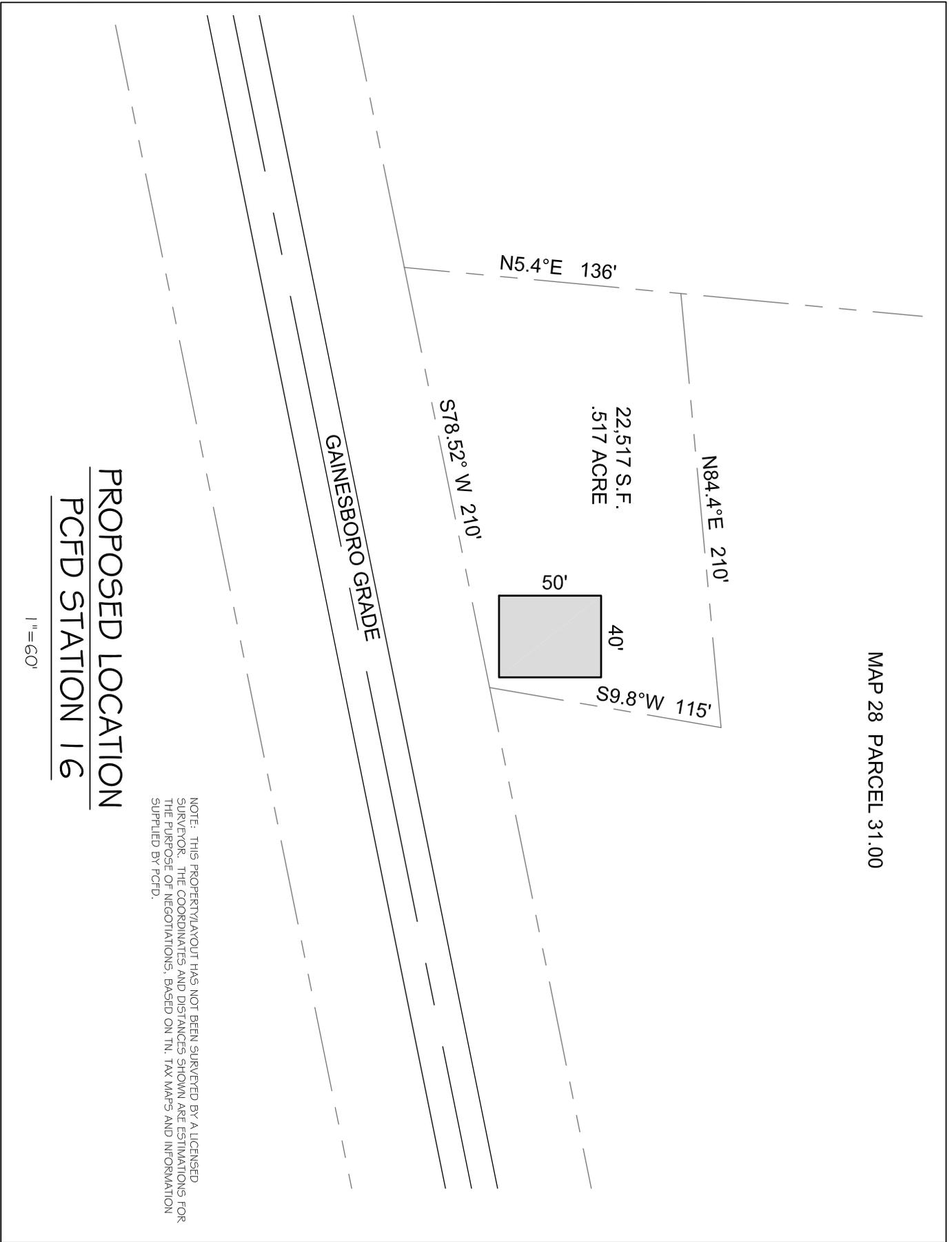
**PRESENTER:** Dr. Claire Stinson, Vice President for Planning and Finance

**PURPOSE & KEY POINTS:**

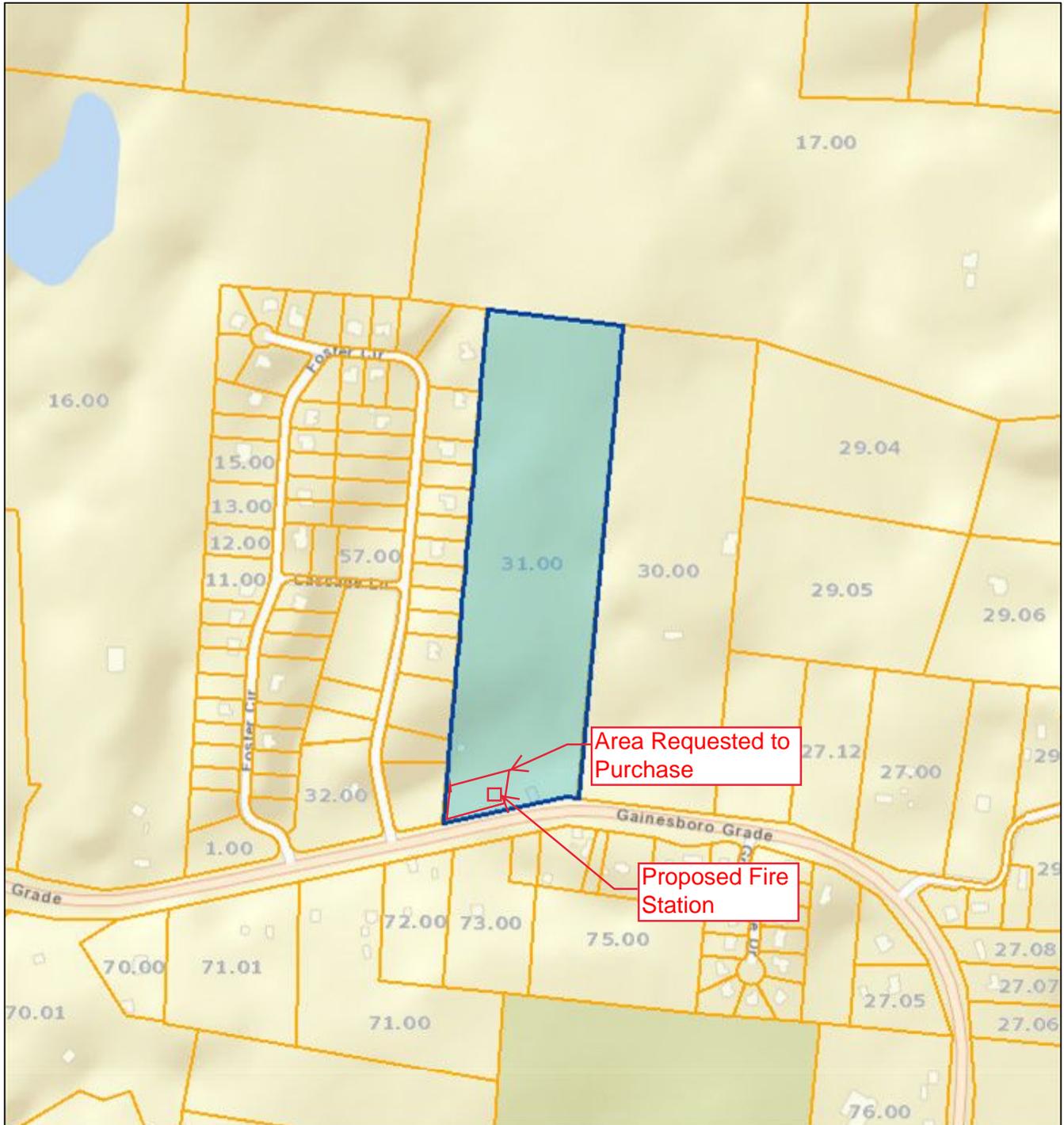
Putnam County wishes to purchase a parcel of the W. Clyde Hyder Farm for the purpose of building a fire station. The Hyder family gifted the farm to Tennessee Tech with certain restrictions related to the use of the land. Because there are no representatives of the Hyder family alive who can amend the terms of the gift agreement, Tennessee Tech must file a cy pres petition\* requesting a court to allow Tennessee Tech to sell the property.

If the Board approves the sale of the parcel, Tennessee Tech will file the cy pres petition with the court and, if the petition is approved, the President and Dr. Stinson will execute a disposal form and any other necessary documents to move forward with the process for selling the parcel.

\*Pursuant to Tennessee Code Annotated Sections 35-15-413 & 35-13-114, if a charitable gift has a charitable purpose and the "charitable purpose becomes unlawful, impracticable, impossible to achieve, obsolete or ineffective... the court may apply cy pres" to modify or terminate the gift by directing that the gift be applied or distributed, in whole or in part, in a manner that fulfills as nearly as possible the donor's charitable intent and purposes.



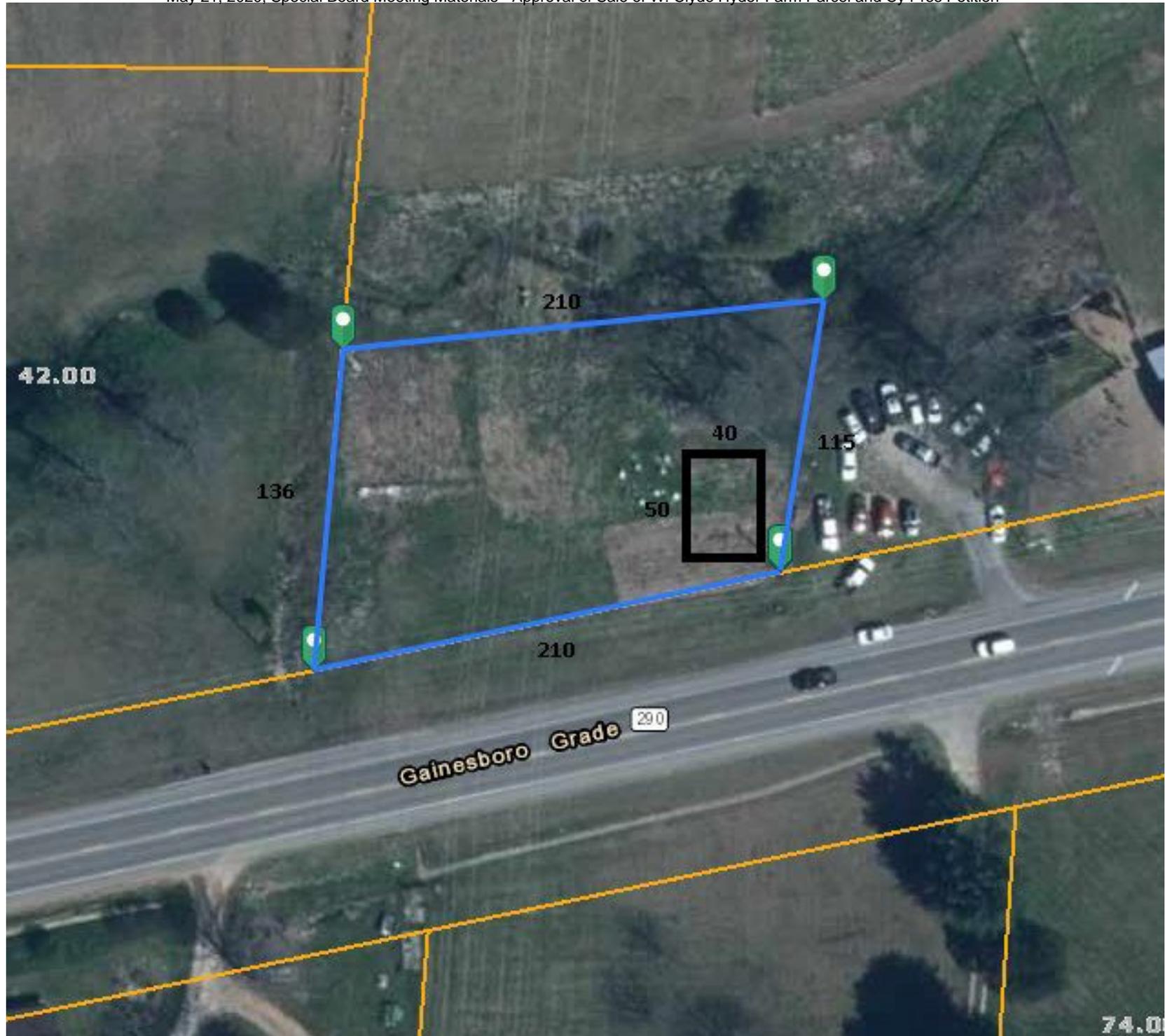
## Putnam County - Parcel: 028 031.00



Date: February 18, 2020  
County: Putnam  
Owner: TENNESSEE STATE OF  
Address: GAINESBORO GRADE 3087  
Parcel Number: 028 031.00  
Deeded Acreage: 0  
Calculated Acreage: 0  
Date of Imagery: 2018

Sources: Esri, HERE, Garmin, USGS, Intermap, INCREMENT P, NRCan, Esri Japan, METI, Esri China (Hong Kong), Esri Korea, Esri (Thailand), NGCC, (c) OpenStreetMap contributors, and the GIS User Community  
TN Comptroller - OLG  
State of Tennessee, Comptroller of the Treasury, Office of Local Government

The property lines are compiled from information maintained by your local county Assessor's office but are not conclusive evidence of property ownership in any court of law.



**IN THE SEVENTH CIRCUIT COURT FOR DAVIDSON COUNTY, TENNESSEE**

<b>IN RE:</b>	)	
	)	
	)	
<b>Charitable Gift by W. Clyde and Marie Hyder under Letter Agreement dated October 14, 1994</b>	)	<b>No. _____</b>
	)	
	)	

---

**PETITION FOR CY PRES RELIEF**

---

State of Tennessee *ex rel.* Tennessee Technological University (the "University"), by and through counsel, hereby petitions the Court for cy pres relief with respect to a charitable gift made to the University by W. Clyde and Marie Hyder pursuant to a Letter Agreement dated October 14, 1994 (the "Letter Agreement"). In support of this Petition, the University would respectfully show the Court the following:

1. On October 14, 1994, W. Clyde and Marie Hyder (collectively, the "Donors") entered into a Letter Agreement with the University, pursuant to which, among other things, the Donors agree to convey ownership of approximately 30 acres of farm land, known as the W. Clyde and Marie Hyder Farm (the "Farm"), to the University, as a gift, no later than December 31, 1996. A copy of the Letter Agreement is attached hereto as Exhibit A.
  
2. Pursuant to Tenn. Code Ann. § 35-13-111(c), if the instrument pursuant to which a charitable gift is made is not a will, an inter-vivos trust, or a testamentary trust under a fully administered will, venue for any proceeding regarding the charitable gift is in Davidson County. The subject of this proceeding is the charitable gift of the Farm made by the Donors to the

University pursuant to the Letter Agreement; accordingly, Davidson County is the proper venue for this proceeding.

3. This Court has subject matter jurisdiction pursuant to Tenn. Code Ann. §§ 16-10-101 and 16-10-111.

4. Following execution of the Letter Agreement, title to the Farm was transferred to the University by Warranty Deed dated January 6, 1997, at which time the Farm was appraised by McWilliams Realty & Auction Company to have a value in the range of \$249,000 to \$255,000. Copies of the Warranty Deed transferring the Farm title to the University and the Market Inspection Report contemporaneously valuing the Farm are attached hereto as Exhibits B and C, respectively.

5. In 2002, the University transferred title to the Farm to the State of Tennessee by Warranty Deed dated October 10, 2002, a copy of which is attached hereto as Exhibit D.

6. The Farm was most recently appraised for property tax purposes in 2016, at which time it was valued at \$359,800, as shown on the State of Tennessee, Real Estate Assessment Data documentation attached hereto as Exhibit E. A map of the Farm property is attached hereto as Exhibit F.

7. The Letter Agreement states, with respect to the use of the Farm, that “[t]he farm shall be used in a manner and for purposes determined by the Tennessee Technological University School of Agriculture to support the Tech Farm operations.” The Letter Agreement further provides:

The gift of the Hyder Farm is for the express purpose of supporting the needs of the School of Agriculture farming operations. Therefore, its use shall be limited to that purpose. The Hyder Farm shall not be sold by the University so long as the School of Agriculture or successor program exists at Tennessee Tech. Should the

School of Agriculture and its attendant programs be discontinued at Tennessee Tech, the University shall retain or dispose of the farm as desired. If the Hyder Farm is sold, the proceeds shall be placed in the W. CLYDE AND MARIE HYDER ENDOWMENT to be used for scholarships.

8. The School of Agriculture still exists at the University at this time, and the Farm is currently being used by the School of Agriculture to teach farming operations, as well as for agricultural research and experimentation.

9. Notwithstanding the restrictions in the Letter Agreement with respect to the use/sale of the Farm, the University would like to sell a small portion of the Farm property – approximately 0.517 acres – to Putnam County, to be used to site a fire department to service the area surrounding the Farm property. The area around the Farm property has seen significant growth since the Donors gifted the Farm to the University, and the community is in need of fire protection. The University and Putnam County have agreed upon a sales price for the proposed sale of \$25,000.

10. If the University is permitted to sell 0.517 acres of Farm property to Putnam County, the University proposes to deposit the sales proceeds in the W. Clyde and Marie Hyder Endowment, to be used for scholarships as set forth in the Letter Agreement.

11. Pursuant to Tenn. Code Ann. § 35-15-413(a), if a trust has a charitable purpose and the “charitable purpose becomes unlawful, impracticable, impossible to achieve, obsolete or ineffective... the court may apply cy pres to modify or terminate the trust by directing that the trust property be applied or distributed, in whole or in part, in a manner that fulfills as nearly as possible the settlor’s charitable intent and purposes.” Tenn. Code Ann. § 35-13-114 extends the application of 35-15-413 to “charitable gifts, as defined in § 35-13-102, whether given before or

after April 12, 2007, on the same basis as charitable trusts.” “Charitable gifts” are defined by Tenn. Code Ann. § 35-13-102 to include “any gift clearly intended for charitable purposes.”

12. The University seeks cy pres relief in accordance with Tenn. Code Ann. §§ 35-15-413 and 35-13-114 with respect to the Farm. Specifically, the University requests that the Court enter an order removing the restrictions related to selling the Farm property under the Letter Agreement, but only to the extent necessary to permit the sale of 0.517 acres of Farm property to Putnam County to be used as the location for a fire department that will service the area surrounding the Farm property.

13. Further, in an effort to fulfill as nearly as possible the Donors’ charitable intent and purposes as set forth in the Letter Agreement, the University requests that the Court’s order require the proceeds received from the sale of the Farm property be deposited in the W. Clyde and Marie Hyder Endowment, to be used for scholarships as set forth in the Letter Agreement.

**PREMISES CONSIDERED,** the University respectfully request that the Court grant the following relief:

A. That the Clerk issue service of process to the Tennessee Attorney General, as an interested party pursuant to Tenn. Code Ann. § 35-13-110;

B. That the Court enter an Order removing the restrictions on the sale of the Farm property under the Letter Agreement, but only to the extent necessary to permit the sale of 0.517 acres of Farm property to Putnam County to be used as the location for a fire department that will service the area surrounding the Farm property;

C. That the Court enter an Order directing that the sales proceeds from the sale of the Farm property be deposited in the W. Clyde and Marie Hyder Endowment, to be used for scholarships as set forth in the Letter Agreement; and

D. Such other relief as the Court deems just and appropriate.

Respectfully submitted,

---

**Paul Gontarek (#020101)**

**Kelly Caissie (#025302)**

Howard Mobley Hayes & Gontarek, PLLC

2319 Crestmoor Road

Nashville, Tennessee 37215

(615) 627-4444

*Attorneys for State of Tennessee ex rel.*

*Tennessee Technological University*

**VERIFICATION**

Dr. Philip B. Oldham, in his capacity as President of Tennessee Technological University, makes oath that the statements contained in the foregoing Petition are true to the best of his knowledge, information, and belief.

**TENNESSEE TECHNOLOGICAL UNIVERSITY**

By: \_\_\_\_\_  
Dr. Philip B. Oldham, President

Sworn to and subscribed before me this  
the \_\_\_\_ day of \_\_\_\_\_, 2020.

\_\_\_\_\_  
Notary Public

My Commission Expires: \_\_\_\_\_

**IN THE SEVENTH CIRCUIT COURT FOR DAVIDSON COUNTY, TENNESSEE**

<b>IN RE:</b>	)	
	)	
	)	
<b>Charitable Gift by W. Clyde and Marie Hyder under Letter Agreement dated October 14, 1994</b>	)	<b>No. _____</b>
	)	
	)	

---

**AGREED ORDER**

---

This matter came before the Hon. Randy Kennedy on \_\_\_\_\_, 2020 on the Petition for Cy Pres Relief filed by the State of Tennessee *ex rel.* Tennessee Technological University (the "University"). Having considered the pleadings, the agreement of counsel as evidenced by their respective signatures to this Agreed Order, and the entire record in this case, the Court finds as follows:

1. On October 14, 1994, W. Clyde and Marie Hyder (collectively, the "Donors") entered into a Letter Agreement with the University, pursuant to which, among other things, the Donors agree to convey ownership of approximately 30 acres of farm land, known as the W. Clyde and Marie Hyder Farm (the "Farm"), to the University, as a gift, no later than December 31, 1996.
2. Following execution of the Letter Agreement, title to the Farm was transferred to the University by Warranty Deed dated January 6, 1997, at which time the Farm was appraised by McWilliams Realty & Auction Company to have a value in the range of \$249,000 to \$255,000.
3. In 2002, the University transferred title to the Farm to the State of Tennessee by Warranty Deed dated October 10, 2002.

4. The Farm was most recently appraised for property tax purposes in 2016, at which time it was valued at \$359,800.

5. The Letter Agreement states, with respect to the use of the Farm, that “[t]he farm shall be used in a manner and for purposes determined by the Tennessee Technological University School of Agriculture to support the Tech Farm operations.” The Letter Agreement further provides:

The gift of the Hyder Farm is for the express purpose of supporting the needs of the School of Agriculture farming operations. Therefore, its use shall be limited to that purpose. The Hyder Farm shall not be sold by the University so long as the School of Agriculture or successor program exists at Tennessee Tech. Should the School of Agriculture and its attendant programs be discontinued at Tennessee Tech, the University shall retain or dispose of the farm as desired. If the Hyder Farm is sold, the proceeds shall be placed in the W. CLYDE AND MARIE HYDER ENDOWMENT to be used for scholarships.

6. The School of Agriculture still exists at the University at this time, and the Farm is currently being used by the School of Agriculture to teach farming operations, as well as for agricultural research and experimentation.

7. Notwithstanding the restrictions in the Letter Agreement with respect to the use/sale of the Farm, the University would like to sell a small portion of the Farm property – approximately 0.517 acres – to Putnam County, to be used to site a fire department to service the area surrounding the Farm property. The area around the Farm property has seen significant growth since the Donors gifted the Farm to the University, and the community is in need of fire protection. The University and Putnam County have agreed upon a sales price for the proposed sale of \$25,000.

8. The University proposes to deposit the proceeds from the sale in the W. Clyde and Marie Hyder Endowment, to be used for scholarships as set forth in the Letter Agreement.

9. Pursuant to Tenn. Code Ann. § 35-15-413, if a trust has a charitable purpose and the “charitable purpose becomes unlawful, impracticable, impossible to achieve, obsolete or ineffective... the court may apply cy pres to modify or terminate the trust by directing that the trust property be applied or distributed, in whole or in part, in a manner that fulfills as nearly as possible the settlor’s charitable intent and purposes.” Tenn. Code Ann. § 35-13-114 extends the application of 35-15-413 to “charitable gifts, as defined in § 35-13-102, whether given before or after April 12, 2007, on the same basis as charitable trusts.” “Charitable gifts” are defined by Tenn. Code Ann. § 35-13-102 to include “any gift clearly intended for charitable purposes.”

10. The gift of the Farm to the University pursuant to the Letter Agreement was a “charitable gift,” to which Tenn. Code Ann. § 35-15-413 applies.

11. The Court finds that the proposed purchase price of \$25,000 for the sale of 0.517 acres of the Farm property to Putnam County is commercially reasonable and, given the circumstances, that it is in the University’s best interests to sell the Farm property on the terms described in the Petition.

**IT IS THEREFORE ORDERED, ADJUDGED, and DECREED** as follows:

A. Cy pres relief is hereby **GRANTED** in accordance with Tenn. Code Ann. §§ 35-15-413 and 35-13-114 with respect to the Farm. Specifically, any restrictions placed on the sale of the Farm by the Letter Agreement are hereby **REMOVED**, but only to the extent necessary to permit the sale of 0.517 acres of Farm property to Putnam County to be used as the location for a fire department that will service the area surrounding the Farm property.

B. In order to fulfill as nearly as possible the Donors’ charitable intent and purposes as set forth in the Letter Agreement, the proceeds from the sale of the Farm property shall be

deposited in the W. Clyde and Marie Hyder Endowment, to be used for scholarships as set forth in the Letter Agreement.

C. This is a final order that resolves any and all claims related to this matter; therefore, this matter shall be closed following entry of this Order.

D. All court costs are hereby are taxed to the University.

**IT IS SO ORDERED.**

**ENTERED** this the \_\_\_\_\_ day of \_\_\_\_\_, 2020.

---

**HON. RANDY KENNEDY, JUDGE**

**APPROVED FOR ENTRY:**

---

**Paul A. Gontarek (#020101)**  
**Kelly L. Caissie (#025302)**  
Howard Mobley Hayes & Gontarek, PLLC  
2319 Crestmoor Road  
Nashville, Tennessee 37215  
(615) 627-4444  
*Attorneys for the State of Tennessee ex rel.*  
*Tennessee Technological University*

**HERBERT H. SLATERY, III**  
**Attorney General and Reporter**

---

**Janet M. Kleinfelter (#013889)**  
Deputy Attorney General  
Public Interest Division  
Office of Attorney General  
P.O. Box 20207  
Nashville, Tennessee 37202  
(615) 741-7403

**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the foregoing was served via U.S. Mail, postage pre-paid, to the following:

Janet M. Kleinfelter  
Deputy Attorney General  
Public Interest Division  
Office of the Attorney General  
P.O. Box 20207  
Nashville, TN 37202

On this the \_\_\_ day of \_\_\_\_\_, 2020.

---

Paul A. Gontarek



**STATE OF TENNESSEE**  
**Department of General Services**  
**State of Tennessee Real Estate Asset Management**  
**WRS Tennessee Tower, 24<sup>th</sup> Floor**  
**312 Rosa L. Parks Ave.,**  
**Nashville, TN 37243**  
**Telephone: (615) 741-2315**

STREAM USE ONLY	
Date Received:	
Received by:	
Transaction #:	

Real Estate Transaction Request Form RPM-1D (2/2019)

## Disposal

Section I - Agency Information			
Agency			
Contact			
Phone			
E-mail Address		Date Request Needed*	

\*Not less than 180 days from date of received

Section II - Property Information			
Property Address		<b>Description of Building(s), if applicable</b>	
City / County		Type of Building(s)	
Assessor Map and Parcel		Number of Buildings	
Owner's Deed Book & Page		Description of Bldgs. - Attach list if more than two buildings	<b>Size</b>
Size of Land (Acres)			<b>Year Built</b>

Section III - Action Requested		
<b>- Disposal</b> Fee Simple Leasehold Easement / ROW Gift	<b>- Special Service</b> Appraisal Survey Title Service Other - Specify:	
Inter-Agency Agreement Transfer of Jurisdiction Boundary Lines		
<b>Comment for Lead Sheet - Please explain, in detail, the reason for the action:</b>		

Section IV - Funding			
Who is paying the Real Estate Management ("REM") fee and other costs?		- Buyer	- Other
If Agency is paying REM fee, please complete the following information:			
A	Allotment Code:	<b>Estimated Sales Price</b>	
B	Fund:		
C	Cost Center:		
Where are the funds going if not to the General Fund (include statute):			

<b>Section V - Third Party Information</b>			
<b>Buyer / Tenant</b>			
Name		Phone Number	
Mailing Address		E-Mail Address	
City / State / Zip			

<b>Section VI - Required Information</b>			
A	Original cost to the State:		
	Date State Obtained:		
	Grantor unto State:		
B	Please state the department's current use for the property.		
C	Have any other parties expressed any need or interest in this property? If yes, please explain	<input type="checkbox"/> YES <input type="checkbox"/> NO	
D	Will this disposal hinder the department's future use of remaining property?	<input type="checkbox"/> YES <input type="checkbox"/> NO	
E	Would this disposal adversely affect the remaining property values in the future?	<input type="checkbox"/> YES <input type="checkbox"/> NO	
F	Are there any special requirements or issues that need to be addressed with STREAM?	<input type="checkbox"/> YES <input type="checkbox"/> NO	
G	Will there need to be a review by the Tennessee Historical Commission?	<input type="checkbox"/> YES <input type="checkbox"/> NO	

<b>Back-up Documents</b>	
<input type="checkbox"/>	Photo of Building, if applicable
<input type="checkbox"/>	Map - Showing other State properties in relation to subject
<input type="checkbox"/>	Aerial Photo
<input type="checkbox"/>	Site Plan, if applicable
<input type="checkbox"/>	Master Plan, if applicable

<b>Must be signed and dated by the requesting Agency Fiscal Officer</b>	
Signed:	
Printed:	Date:

<b>Must be signed and dated by the requesting Agency Head</b>	
Signed:	
Printed:	Date:



## Agenda Item Summary

**Date:** May 21, 2020

**Agenda Item:** Gift-In-Place: Athletic Pavilion

Review

Action

No action required

---

**PRESENTER:** Dr. Claire Stinson, Vice President for Planning and Finance

**PURPOSE & KEY POINTS:**

Private Donors will fund the construction of an Athletic Pavilion on the north side of the tennis courts, along the south edge of the large parking lot between Tucker Stadium and Hooper Eblen Center. The pavilion will be a 44' x 60' steel column and roof structure on an existing concrete pad. A storage room for tables and chairs will be across one end. Athletics currently erects a large tent over this concrete pad for tailgating and other athletic related events.

**Gift in Place Justification Form**  
(Item 5.03 - SBC By-laws, Policy & Procedure)

**Project / Location:** \_\_\_\_\_

**SBC Number:** \_\_\_\_\_

**State Agency:** \_\_\_\_\_

Due to the ability of private Donors to utilize volunteer labor, accept materials at reduced or no cost, as well as eliminate some of the administrative costs normally associated with State projects, Donors are able to provide improvements more economically and, in some instances, more quickly than if provided by the State’s delivery system. This ability by the Donor allows the State to receive benefits that would otherwise not be available or would have to be funded from State funding sources to meet the State’s need.

**Procedure**

Pursuant to the SBC’s authority to approve and supervise all projects involving public or private funds in which the State has an interest granted in TCA 4-15-102(a)(1), the following criteria shall apply:

- 1. The SBC must be presented documentation from the Donee (State governing entity) that the proposed gift will be a needed asset to the State. The State agency will present the funding strategy including source of funds for operations and maintenance of the completed project.

\_\_\_\_\_

- 2. The SBC must be presented with documentation from the requesting agency or department that the project cannot be accomplished by competitive processes and the reasons therefor.

\_\_\_\_\_

- 3. All plans and specifications must be approved by the SBC in accordance with Item 3 of the State Building Commission Policy & Procedures, relating to project reviews. **YES**

- 4. Donor must assure compliance with all applicable federal, state, and local laws and requirements. **YES**

- 5. The following protections to the State must be provided by the Donor unless waived by the SBC:

- a) Sufficient protection that the project will be completed and that the State will not be subject to liens or claims by material suppliers or workmen. For projects valued at \$100,000 or more this protection must be provided in the form of a contract bond executed on the SBC standard contract bond form in an amount of no less than 100% of the estimated value of the project (25% if less than \$100,000). **YES**

- b) Sufficient property insurance if project involves existing State improvements. This should take the form of commercial general liability with minimum coverage of \$1 million for each occurrence and \$3 million aggregate. **YES**

- c) Indemnification of the State by the Donor or third party, as determined by the SBC, against damage claims incurred incident to the delivery of the project. For projects in excess of \$100,000 value, this must take the form of liability insurance and workmen’s compensation at a level no less than the amount and limits required on general SBC projects. **YES**

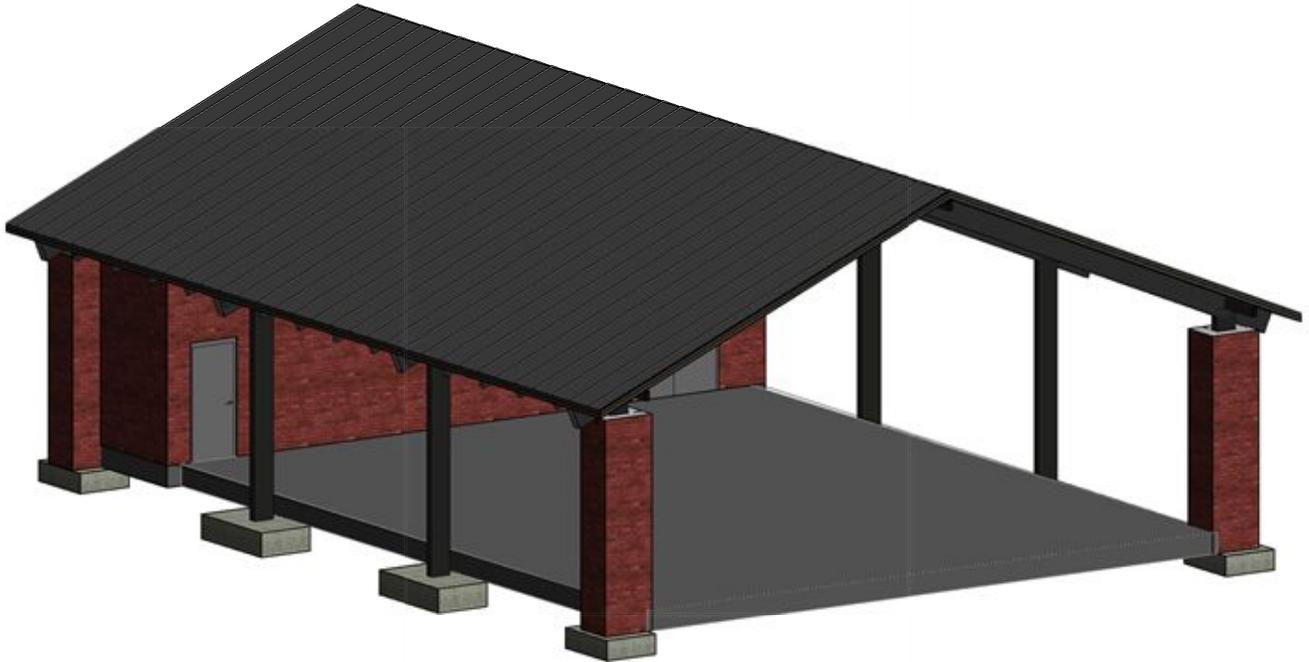
- d) Sufficient protection against losses due to fire, theft, acts of God, nature, etc. For projects in excess of \$100,000, this must take the form of Builders Risk Insurance in amounts no less than that required on general SBC projects. **YES**

**Submitted by:**

**Print Name:** \_\_\_\_\_

**Title:** \_\_\_\_\_

**Signature:** \_\_\_\_\_ **Date:** \_\_\_\_\_



3D View

1

DATE: 4-27-20



Tennessee Technological University  
Athletic Pavilion

ATTACHMENT  
**EX1**

REFERENCE DRAWING

■



## Agenda Item Summary

**Date:** May 21, 2020

**Agenda Item:** Ratification of Appointment of Board Secretary

Review

Action

No action required

---

**PRESENTER:** President Oldham

**PURPOSE & KEY POINTS:** The current Board Secretary has announced that she is retiring on June 30, 2020. Pursuant to Bylaw I.5.F, the President is requesting the Board to ratify the appointment of Lee Wray, Chief of Staff, as Board Secretary, effective July 1, 2020.

A Cookeville native, Lee Wray has a Doctor of Jurisprudence degree from the University of Tennessee College of Law. While in law school, he clerked for the Knoxville firm of Morton, Lewis, King, and Krieg. Following graduation, he entered private practice in Cookeville in the areas of real estate and banking law.

While practicing he began his career in fundraising, which led to a fundraising position at Tennessee Tech. He has worked at Tech a total of 16 years over two tenures. His university service and experience include marketing, fund raising, athletics, and alumni relations. He most recently began serving as the University's Chief of Staff in 2017. An additional 13 years of his career were served in the media, working in management and on-air for Clear Channel/Zimmer Radio and WCTE Upper Cumberland PBS. While at WCTE, he oversaw the production of an eight-part documentary series about the region's K-12 and higher education systems.

Lee has served as board chair for Wesley Foundation and CityScape; served on the boards of the Cookeville-Putnam County Clean Commission, Cookeville Leisure Services, and Cookeville-Putnam County Visitors Bureau; taught Sunday School; served as a Chamber Ambassador; and currently serves as a member of the TSSAA Blue Cross Bowl Steering Committee.

In addition to his law degree, Lee earned a bachelor's degree in English/Journalism and a master's degree in Educational Psychology & Counselor Education – emphasis in College Student Personnel Services – from Tennessee Tech.