



## **Executive Committee**

**December 1, 2022**

**Roaden University Center, Room 282**

**8:00 a.m.**

### **AGENDA**

- I.** Call to Order
- II.** Approval of Minutes
- III.** Approval of Karen Lykins for Vice President for Enrollment & Communication  
Position
- IV.** Other Business
- V.** Adjournment



**EXECUTIVE COMMITTEE**  
**October 6, 2022**  
**Roaden University Center, Room 282**  
**MINUTES**

Meeting streamed live via link found on this web page:  
<https://www.tntech.edu/board/board-and-board-committee-meetings.php>

**AGENDA ITEM 1 – CALL TO ORDER**

The Tennessee Tech Board of Trustees Executive Committee met on October 6, 2022, in Roaden University Center Room 282. Chair Trudy Harper called the meeting to order at 8:09 a.m.

Chair Harper asked Mr. Lee Wray, Secretary, to call the roll. The following members were present:

- Tom Jones
- Teresa Vanhooser
- Trudy Harper

A quorum was physically present. Other board members also in attendance were Dan Allcott, Rhedona Rose, Johnny Stites, and Barry Wilmore. Trustees Savannah Griffin, Fred Lowery, Thomas Lynn participated electronically. Tennessee Tech faculty, staff and members of the public were also in attendance.

**AGENDA ITEM 2 – APPROVAL OF MINUTES**

Chair Harper asked for approval of the minutes of the June 23, 2022, Executive Committee meeting. Chair Harper asked if there were questions or comments regarding the minutes. There being none, Mr. Jones moved to recommend approval of the June 23, 2022, Executive Committee minutes. Vice-Chair Vanhooser seconded the motion. With there being no discussion, Mr. Wray called a voice vote. The motion carried unanimously.

**AGENDA ITEM 3 – PRESIDENT’S PERFORMANCE EVALUATION**

Vice-chair Vanhooser reported that the President’s annual performance evaluation was officially completed and was sent to the Board and to the President on September 26, 2022, on schedule. Chair Harper confirmed with the President that he concurred with the evaluation.

**AGENDA ITEM 4 – PRESIDENT’S COMPENSATION**

Vice-chair Vanhooser reported that the review was outstanding. The feedback received was very positive and indicated that all of the goals in his leadership efforts were significant during this performance period.

Vice-chair Vanhooser made a motion that the President receive a six percent salary increase retroactive to July 1 based on his performance evaluation. Mr. Jones seconded the motion. With there being no additional discussion, Mr. Wray called a voice vote. The motion carried unanimously.

**AGENDA ITEM 5 – OTHER BUSINESS**

There was no other business.

**AGENDA ITEM 6 - ADJOURNMENT**

There being no further business, the Executive Committee adjourned at 8:14 a.m.

Approved,

---

Lee Wray, Secretary



## Agenda Item Summary

**Date:** December 1, 2022

**Agenda Item:** Approval of Karen Lykins to the Vice President for Enrollment & Communication' Position

Review

Action

No action required

---

**PRESENTER(S):** President Phil Oldham

**PURPOSE & KEY POINTS:**

I am requesting to merge the Division of Communication & Marketing with the Division of Enrollment Management & Career Placement into a new division, Enrollment & Communication.

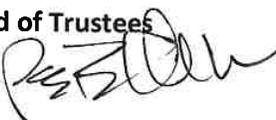
I am also requesting to eliminate the Cabinet level position, Chief Communication Officer, to change the current VP for Enrollment Management & Career Placement to VP for Enrollment & Communication, and to place Karen Lykins into that position.



## Office of the President

TENNESSEE TECH

### MEMORANDUM

**To:** Executive Committee – Board of Trustees  
**From:** Dr. Philip Oldham, President   
**Date:** November 28, 2022  
**Subject:** Appointment of a Direct Presidential Report

I am requesting to merge the Division of Communication & Marketing with the Division of Enrollment Management & Career Placement into a new division, Enrollment & Communication.

I am also requesting to eliminate the Cabinet level position, Chief Communication Officer, to change the current VP for Enrollment Management & Career Placement to VP for Enrollment & Communication, and to place Karen Lykins into that position.

Also, as part of this re-structuring, the Office of the Registrar will move to the Division of Academic Affairs and report directly to the Provost.

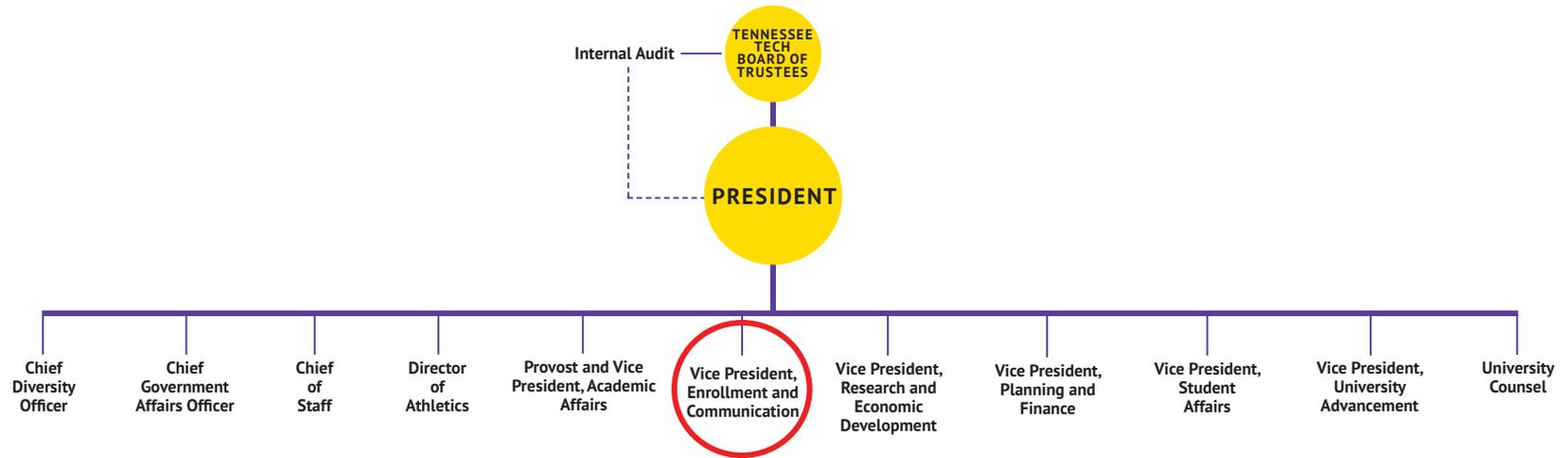
Ms. Lykins currently leads the successful admission and enrollment offices as interim vice president. She oversaw an overhaul of recruitment marketing and communications that contributed to a 24 percent increase in freshman enrollment for Fall 2022. She led successful promotion and leveraging of Presidential Scholars program to create a competitive advantage and directed creative marketing strategies to build enrollment in targeted areas. She brings an established 25-year career in university communications, including 12 years leading crisis communication, strategic communication, branding and marketing

I am recommending that the Executive Committee approve Ms. Lykins appointment at an annual salary of \$200,000. Ms. Lykins currently makes \$150,003 as the Chief Communication Officer.

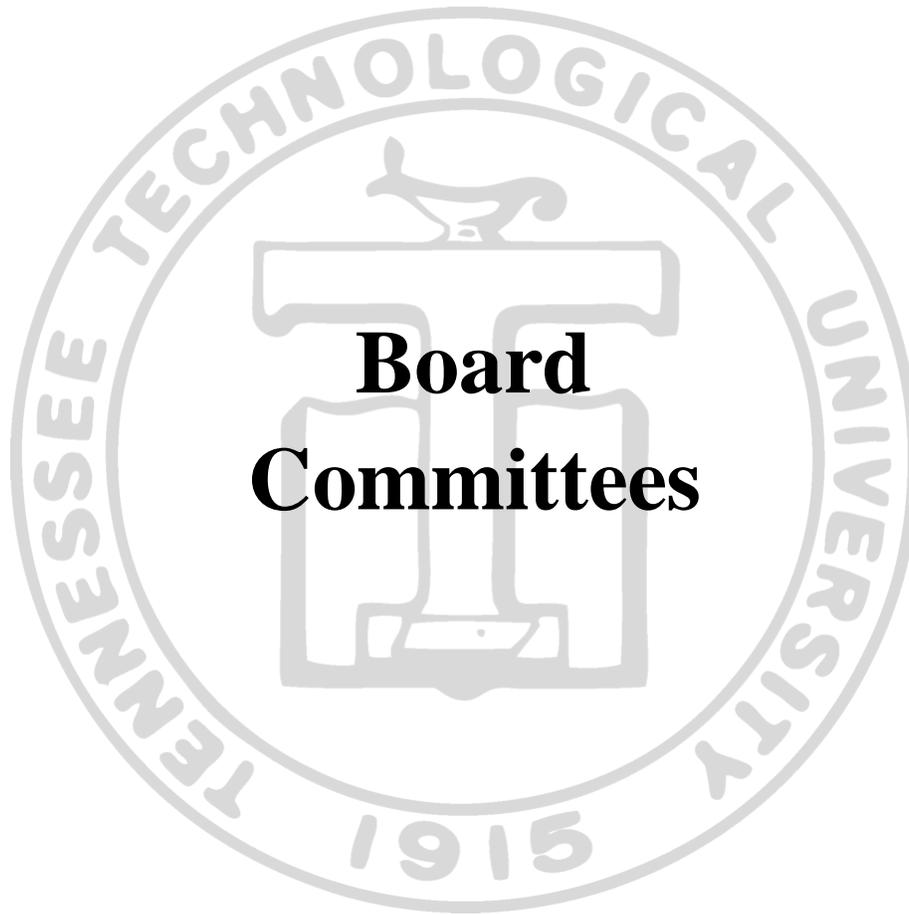
If approved, all actions will take effect January 1, 2023.



Tennessee  
TECH



**Tennessee Technological University  
Policy No. 005**



Effective Date: March 23, 2017

**Policy No:** 005

**Policy Name:** Board Committees

**Revised:** June 15, 2017; August 17, 2017; September 18, 2018

## **I. Purpose**

This policy establishes the committees of the Tennessee Tech Board and describes their structure and responsibilities.

## **II. Review**

This policy will be reviewed every four years or whenever circumstances require review, whichever is earlier, by the Board or a committee designated by the Chair. In the case of the latter, recommendations for revision will be presented to the Board at a regular or special meeting.

## **III. Committees**

### **A. Standing committees**

1. The standing committees of the Board shall be
  - a. Academic/Student Affairs/Research/Advancement/Athletics
  - b. Audit/Compliance/Finance/Compensation/Facilities
  - c. Executive
2. The authority of the standing committees shall be subject to action by the entire Board, except as otherwise provided by law. The committees' actions must be authorized and approved by the Board before becoming effective unless the Board delegates to the committee the authority to act on its own behalf.

### **B. Structure of the committees**

1. Each standing committee shall have at least three voting members who shall each serve a two-year term and may be reappointed to consecutive terms.
2. Each standing committee shall have a chair who shall serve a two-year term and may be reappointed to consecutive terms.
3. The Board Chair shall appoint members and chairs of the standing committees, unless otherwise excepted by this policy.

4. The Board Chair shall serve as an ex officio member of all standing committees, entitled to vote.
5. Each committee shall have a Tennessee Tech administrator to assist with its work.

**C. Special committees**

The Board Chair or Vice Chair may appoint special committees for specific assignments. Membership may be as determined appropriate. The chair of a special committee shall be designated by the Board Chair at the time the special committee is appointed. Matters assigned to a special committee shall be subject to action and approval by a designated standing committee or the Board before becoming effective.

**IV. Matters Related to Committee Meetings**

- A. The Executive Committee shall meet as often as necessary to carry out its responsibilities. All other standing committees shall meet at the call of the Board Chair or committee chair.
- B. Meetings may be called by the Board Chair, the President, or the committee chair.

**C. Notice of meeting and agenda**

1. When feasible, committee members shall receive at least five days' notice of meetings to include the purpose of the meeting. The notice may be delivered by any reasonable means.
2. When feasible, a copy of the agenda and related materials shall accompany notice of the meeting.
3. Matters not appearing on the agenda of a standing or special committee meeting may be considered only upon an affirmative vote of the entire committee.
4. Standing committee chairs may designate items to be included on a consent agenda for the committee; provided that the following items may not be placed on a committee consent agenda:
  - a. Amendment of the bylaws;
  - b. The annual operating budget, including student tuition and fee proposals for which Board approval is required;
  - c. Funding requests for capital outlay and capital maintenance projects;

- d. Revenue or institutionally funded capital projects; and
  - e. Any other item on which a roll call vote will be required in the full Board meeting.
- D. A majority of the voting members of each standing or special committee shall constitute a quorum for the transaction of business. In the absence of a quorum, those attending may adjourn the meeting until a quorum is present.
- E. Minutes shall be made of all standing and special committee meetings and provided to the Board Chair, the President, and the Secretary to the Board. The minutes shall be maintained as the official record of such meetings.
- F. All meetings of standing and special committees shall be open to the public except as authorized by a statutorily or judicially recognized exception to the Tennessee Open Meetings Act, T.C.A. § 8-44-101 et seq.

## V. Committee Duties

### A. Academic/Student Affairs/Enrollment Management and Career Placement/Research/Advancement/Athletics Committee (“Academic & Student Affairs Committee”)

The committee shall oversee the quality of academic programs and services and student life consistent with Tennessee Tech’s mission. The committee shall make recommendations to the Board relating to:

1. Approval of proposals for new academic programs and the significant revision of existing programs;
2. Ensuring and protecting, within the context of faculty-shared governance, Tennessee Tech’s educational quality and its academic programs;
3. Approval of admission, progression, retention, and graduation standards;
4. Institutional accreditations, program accreditations, and program reviews;
5. Promoting the welfare of students attending Tennessee Tech, including matters related to enrollment management and career placement;
6. Review and approve policies related to academic and student affairs consistent with TTU Board Policy 003 (Board Delegation of Authority);
7. Oversight of programs seeking to extend Tennessee Tech’s scientific, technological, commercialization, and educational expertise to communities,

counties, agencies, and organizations in the state, nationally, and globally;

8. Review the operation of the Tennessee Tech's intercollegiate athletics programs and assist the Board in carrying out its responsibility of those programs;
9. Exercise oversight of Tennessee Tech programs related to private gifts, alumni support, public relations, and communications and marketing;
10. Review and approval of policies related to research, advancement, and athletics matters consistent with TTU Board Policy 003 (Board Delegation of Authority); and
11. Other areas as directed by the Board.

**B. Audit/Compliance/Finance/Compensation/Facilities Committee (“Audit & Business Committee”)**

1. The Committee and its chair shall be nominated and approved by the Board.
2. The committee shall have the authority to direct Tennessee Tech's management to initiate and address specific audit and compliance issues within the mandate of the committee. It may conduct, authorize, or facilitate any audit or investigation appropriate to fulfill its oversight responsibilities.
3. The committee shall adopt and maintain a charter consistent with state law and any Tennessee Comptroller of the Treasury's requirements. The committee shall submit the charter and any subsequent revisions to the Board for approval.
4. The committee is responsible for and shall make recommendations to the Board related to:
  - a. Audit engagements with the Tennessee Comptroller's Office including the integrity of financial statements and compliance with legal and regulatory requirements;
  - b. Audit engagements with external auditors;
  - c. Internal audit activities;
  - d. Internal audit administration;
  - e. Internal controls and compliance with laws, regulations, and other requirements;

- f. Risk and control assessments;
- g. Fraud, waste, and abuse prevention, detection, and reporting;
- h. Review and approval of policies related to audit and compliance matters, consistent with TTU Board Policy 003 (Board Delegation of Authority);
- i. Monitoring Tennessee Tech's financial performance and reporting to the Board;
- j. Reviewing and recommending annual and long-range operating, capital, and maintenance budgets;
- k. Reviewing and recommending rates for student tuition and fees;
- l. Overseeing financial reporting and related disclosures;
- m. Recommending adoption or modification of capital improvement plans and the facilities master plan, advocating for new structures, and rehabilitating or removing older structures;
- n. Recommending appropriate action with regard to the acquisition and disposition of real property;
- o. Acting on matters related to personnel, including faculty and staff compensation and tenure;
- p. Reviewing or acting on matters related to information technology planning and strategy, including significant technology investments;
- q. Reviewing and approving policies related to finance, compensation and facilities, consistent with TTU Board Policy 003 (Board Delegation of Authority);
- r. Reviewing and approving policies related to audit and compliance matters, consistent with TTU Board Policy 003 (Board Delegation of Authority); and
- s. Other areas as directed by the Board.

### **C. Executive Committee**

1. The Executive Committee shall be composed of the Chair and Vice Chair of the Board, and one at-large voting member elected by the Board. The Chair of the Board shall be the chair of this committee.

2. The Executive Committee may act for the Board between regular Board meetings on urgent matters except the following, which shall be reserved to the Board:
  - a. Presidential selection and termination;
  - b. Amendments to the Board bylaws;
  - c. Sale or disposition of real estate;
  - d. Tenure decisions;
  - e. Maintenance fees, tuition, and other student fees;
  - f. Capital budget request prepared for submission to the Tennessee Higher Education Commission for consideration for inclusion in the Governor's budget proposal;
  - g. Adoption of the annual budget; and
  - a. Conferral of degrees.
3. The Executive Committee shall ensure the integrity of the Board and is responsible for:
  - a. Establishing and maintaining standards of Board conduct by monitoring compliance with TTU Policy 001 (Board Code of Ethics and Conduct and Conflict of Interest);
  - b. Approval of the creation and removal of executive positions reporting directly to Tennessee Tech's president and appointments to all positions reporting directly to the president;
  - c. Approval of matters presented to the Executive Committee by Tennessee Tech's president, consistent with the limitations on the powers of the Executive Committee described in Section V.C.2 of this policy;
  - d. Making recommendations or taking action, as allowed, relating to the selection, retention, evaluation, termination, compensation, benefits, and performance management of Tennessee Tech's president.
  - e. Assessing the performance and effectiveness of the Board and Board members, including initiating board self-evaluations on a regular basis;

- f. Ensuring an effective orientation and ongoing professional development for Board members;
  - g. Periodically reviewing and ensuring compliance with the Board bylaws and other Board policies, recommending amendments when appropriate;
  - h. Reviewing the committee structure of the Board for continued effectiveness;
  - i. Overseeing the work of the other standing committees; and
  - j. Other areas as directed by the Board.
4. The Executive Committee shall report all of its actions to the full Board at the next regular meeting.

**VI. Interpretation**

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

**VII. Citation of Authority for Policy**

T.C.A. § 49-8-201(f)(8)(B)

**Approved by:**

Board of Trustees:	March 23, 2017
Revised by Board of Trustees:	June 15, 2017; August 17, 2017, September 18, 2018