



## Board of Trustees Meeting Executive Committee

August 1, 2017

### MINUTES

#### AGENDA ITEM I—CALL TO ORDER

The Tennessee Tech Board of Trustees Executive Committee met on August 1, 2017, in Derryberry Hall, Room 210. Chair Tom Jones called the meeting to order at 02:01 p.m.

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

- Johnny Stites
- Trudy Harper, who participated by telephone and confirmed she could simultaneously hear and speak to the committee members, she was the only person present in the location from which she was calling, and she received the committee materials in advance of the meeting.

A quorum was physically in attendance.

Other members of the Board (Barbara Fleming, Melissa Geist, and Nick Russell), staff, and members of the public were also in attendance.

#### AGENDA ITEM II—APPROVAL OF MINUTES

Mr. Stites moved to recommend approval of the minutes. Ms. Harper seconded the motion.

After an opportunity for further discussion and there being none, Ms. Carpenter took a roll call vote and the motion carried unanimously.

### AGENDA ITEM III—BOARD PROCEDURES FOR PRESIDENT’S PERFORMANCE REVIEW AND COMPREHENSIVE REVIEW

Chair Jones stated that after the Board meeting on June 15, 2017, he discussed the possibility of a presentation on this subject with the Association of Governing Boards (AGB). Chair Jones stated that due to time constraints, he asked Ms. Harper to work with AGB and devise a proposed evaluation process.

Ms. Harper stated she reviewed three books that AGB recommended: “The Complete Guide to Presidential Search for Universities and Colleges”, “Assessing Presidential Effectiveness: Guide for College and University Boards”, and “Presidential Compensation for Higher Education”. Ms. Harper stated she also reviewed AGB’s published papers and the materials in the committee book were based on this information.

Ms. Harper presented an overview of AGB’s position on assessing presidential effectiveness. She stated the evaluation of the president was a basic board responsibility and according to AGB, the board should evaluate the president’s performance based on clearly-defined, mutually agreed-upon performance goals. Ms. Harper stated that AGB did not recommend using rating scales or checklists to collect information because those were ineffective methods.

Ms. Harper stated AGB recommended the board perform a two-step evaluation process: an “annual assessment” and a “comprehensive assessment”. Ms. Harper stated the annual assessment should be the primary focus of the Board currently and recommended the comprehensive assessment be discussed in the future.

Ms. Harper stated that if done correctly, the assessment would allow the Board to deepen its understanding of the president and the organization, connect and integrate elements of the Board’s responsibilities, intensify the Board’s engagement with the institution, and broaden the Board’s influence in shared leadership.

Mr. Stites asked if Ms. Harper discussed the use of metrics in evaluating the president or anyone else at Tennessee Tech.

Ms. Harper answered she had not spoken with AGB personally; she stated she reviewed AGB material, which did not mention the use of metrics. She stated the closest thing to “metrics” was the topics on page 11 in the Diligent committee book.

Mr. Stites stated the Board’s evaluation process for the president needed to exemplify what should be done throughout Tennessee Tech.

Chair Jones stated he reviewed various data from the last ten years with President Oldham, including enrollment figures, salaries, ACT scores, etc. Chair Jones stated he believed the President intended to provide measurable data in his self-evaluation so the Board would know how he was performing.

Dr. Geist stated that she reviewed the topics for inclusion on the assessment and there were criteria that were measurable, such as budget and finance.

Ms. Harper stated that when drafting the procedures for evaluating the president, she reviewed the University of Tennessee's presidential evaluation policy and adapted it based on the AGB guidance on best practices. Ms. Harper stated that the evaluation should be as inclusive as possible without being overly burdensome and that it should provide the president with the same level of confidentiality that all the other Tennessee Tech employees have.

Chair Jones stated that the presidential evaluation would provide an opportunity for the Board, faculty, students, and anyone within the Tennessee Tech community to submit written confidential feedback regarding the president.

Chair Jones stated that because this was the Board's first year, the Board needed to adopt a process and procedure for evaluation but may wish to edit or expand that process in future years.

Ms. Harper stated that AGB recommended the board include core constituents in the presidential annual assessments and reach out to the public, legislature, and others in the comprehensive review.

Dr. Geist expressed that step two of the proposed process stated the president was to submit the self-assessment to the Executive Committee and step three specified the Executive Committee would send the assessment to the Board members. Dr. Geist asked if the version sent to the Board would be unedited and if so, why not have the president submit the self-assessment directly to the Board.

Ms. Harper answered that because the Executive Committee was responsible for the evaluation process, the Executive Committee might provide some feedback to the president before the assessment went to the Board. Ms. Harper indicated that she anticipated the assessment would most likely be unedited, though.

Ms. Harper moved to send the Board procedures for president's performance reviews and comprehensive reviews to the Board for approval and to place the item on the Board's regular agenda. Mr. Stites seconded the motion.

After an opportunity for further discussion and there being none, Ms. Carpenter took a roll call vote and the motion carried unanimously.

#### **AGENDA ITEM IV—REVISION OF BOARD POLICY 002 (SELECTION, EVALUATION, AND RETENTION OF PRESIDENT)**

Ms. Carpenter stated that Board Policy 002 would be revised to remove the statement that "the Board will evaluate the President on a form developed by the Office for Human Resources" and would instead reflect that that the president would be evaluated by procedures adopted by the Board.

Mr. Stites moved to send the revision of Board Policy 002 to the Board for approval and to place the item on the Board's regular agenda. Ms. Harper seconded the motion.

After an opportunity for further discussion and there being none, Ms. Carpenter took a roll call vote and the motion carried unanimously.

## AGENDA ITEM V—REVISION OF POLICY 005 (BOARD COMMITTEES)

Ms. Carpenter stated that there were several changes to Policy 005 including changes required by State Audit related to the appointment of the Audit Committee, a provision to delegate authority to the Executive Committee to approve the creation and removal of positions that report to the president and appointments to positions reporting directly to the president, and a provision to delegate authority to the Executive Committee to approve matters brought to it by the president, provided those matters were not reserved to the full Board.

Ms. Carpenter stated that the Executive Committee already had the power to act on behalf of the Board except in limited circumstances defined in policy. She stated that when policies were silent on the proper mechanism to bring a matter to the Board, the president would seek direction from the Executive Committee.

Chair Jones stated that the provision would give the Executive Committee authority to respond to problems the president believed should be addressed and provided a mechanism for the president to seek guidance.

Dr. Fleming stated her concerns about the Board's knowledge of what actions the Executive Committee took and requested to add a sentence stating that the Executive Committee would advise the full Board when the president has brought matters to the Executive Committee.

Ms. Harper stated that when the Executive Committee reviewed matters, Board members could participate as non-voting observers in the meeting and should trust the Executive Committee members to make the decisions.

Chair Jones stated that the Executive Committee was not the final decision maker on this agenda item and it would be presented to the full Board for approval.

President Oldham stated that it would be difficult to schedule a board meeting on urgent matters. Dr. Geist stated that the "high-dollar" and powerful positions that reported directly to the president needed full Board approval and proposed scheduling an electronic meeting so the full Board could vote on those matters.

President Oldham answered that he seldom needed to create, remove, or make an appointment to positions that reported directly to him. President Oldham stated that under the TBR Board, the Chancellor approved any such requests by the presidents.

President Oldham stated it would be difficult to keep a qualified candidate interested for the time it would take to convene a board meeting but that he would be willing to go the full Board if that was the will of the Board.

Shandy Husmann with Huron Consulting Group stated that, generally, the president of a university has authority for hiring the senior level team, the board has authority for hiring the president, and, on occasion, the executive committee has to approve some hiring actions. Mr. Husmann stated that if full board approval was required to hire an individual, that would impede the process, diminish the

president's power to create his/her team, and would potentially cause Tennessee Tech to lose candidates.

Ms. Carpenter stated that a sentence would be added to Policy 005 stating, "The Executive Committee shall report all of its actions to the full Board at the next regular meeting". Ms. Carpenter stated the sentence would cover all actions by the Executive Committee.

Mr. Stites moved to recommend the approval of the revisions to Policy 005, including the amendment related to the Executive Committee's reporting requirements and to place the item on the Board's regular agenda. Ms. Harper seconded the motion.

Chair Jones stated for most positions, the president needed to conduct a search process and faculty needed to be involved and to support the decision. Chair Jones stated the revisions to Policy 005 created a check and balance that allowed some positions to be filled on a time-sensitive basis, if necessary.

After an opportunity for further discussion, Ms. Carpenter took a roll call vote. The motion carried unanimously.

## AGENDA ITEM VI—DISCUSSION RELATED TO POSSIBILITY OF A PRESIDENT'S CONTRACT

Chair Jones stated that after discussing the matter with AGB, he believed there were several advantages to having a presidential contract. Chair Jones stated the main point of this motion was to ask the Board to charge the Executive Committee to draft such a contract for the Board's consideration.

Chair Jones stated contracts provide stability for the Board of Trustees, stability for Tennessee Tech, and stability for the president. Chair Jones stated that he did not envision a large contract full of goals and metrics.

Ms. Harper moved to ask the Board to approve the Executive Committee's request to present a proposed contract at the Board's December meeting and to place it on the Board's regular agenda. Mr. Stites seconded the motion.

After opportunity for further discussion, Ms. Carpenter took a roll call vote. The motion carried unanimously.

## AGENDA ITEM VII—DISCUSSION RELATED TO PRESIDENT'S GOALS AND EXPECTATIONS

President Oldham asked for feedback from the committee members on his working draft of his goals and expectations.

Ms. Harper recommended adding a goal to ensure that Tennessee Tech is a university from which employers want to recruit. President Oldham stated he would make changes to reflect that in his goals.

President Oldham stated he would organize the goals in a more focused manner and could combine some of them to make it easier for the Board to track his performance.

Chair Jones stated he hoped the revision would include a list of President Oldham's broader goals and the tactical action items needed to achieve those goals.

Mr. Stites stated there needed to be some sort of measurement to assess the competency of graduating students. President Oldham stated that many of Tennessee Tech's disciplines undergo external accreditation where students are measured on their competencies. President Oldham stated there are also some disciplines that do not have external accreditation. Chair Jones stated that a majority of campus departments had advisory boards that met regularly and discussed what employers were looking for in graduates from those departments.

Chair Jones stated he would like President Oldham's objectives to include "work closely with faculty leaders to identify, prioritize, and support faculty interests." Chair Jones stated he would like to see what those interests were, e.g., salary issues, etc.

President Oldham stated he would invite any Board members to contact him directly if there were any concerns about the proposed goals.

The Executive Committee asked President Oldham to present his revised goals to the Board meeting on August 17, 2017.

## **AGENDA ITEM VIII—PREVIEW OF STRATEGIC PLANNING PRESENTATIONS AND REORGANIZATION RECOMMENDATIONS**

President Oldham stated he had been working with Huron Consulting on the strategic planning process since the Board meeting in June. He stated the August 17 meeting would include a presentation by Huron Consulting on strategic planning.

President Oldham stated he had asked two members of the faculty, Dean Tom Payne in Business and Dean Lisa Zagumny in Education, to co-chair the campus strategic planning steering committee. President Oldham stated there would be approximately a dozen faculty and staff members to help drive the process.

President Oldham expressed that his primary focus would be differentiating Tennessee Tech for the next generation. President Oldham stated that because of the rapidly changing nature of the higher education environment, he intended to limit the strategic plan to a five-year timeframe and to build a plan that could be easily adapted as needs arose.

President Oldham stated that Mr. Husmann would contact each Board member for a brief phone call prior to the August board meeting to gather members' input on the strategic plan.

President Oldham stated that Huron Consulting had also been working with Tennessee Tech on organizational assessments for effectiveness.

Mr. Husmann stated the FOCUS Act granted the four-year colleges the opportunity to realize their own individual potential for the state. He added that along with the opportunity of independence, there were additional responsibilities, heightened responsibilities, and fundamental changes in the role of the president.

Mr. Husmann stated that Huron interviewed over thirty-five representatives on campus. He stated that the strategic planning was unclear to many of the interviewees and the sense of urgency and accountability was low. Mr. Husmann explained that this was not particularly uncommon among universities.

Mr. Husmann stated that Huron found a lot of passion, value, and enthusiasm for Tennessee Tech. Mr. Husmann added that Huron found that the president's office was very leanly staffed and there was not an executive-level person within the President's office to help the president organize, coordinate, facilitate, or execute actions on a daily or weekly basis. Mr. Husmann also stated that communication across Tennessee Tech was insufficient and not effective.

Mr. Husmann stated that Cabinet meetings were not as effective as they could be, individual departments on campus tended to operate in a silo manner, and the President had a comparable number of direct reports as compared to peer institutions of similar size.

Mr. Husmann explained that Huron's organizational recommendations consisted of the following:

- Create a Chief of Staff position in the President's office,
- Reclassify the position that is currently an Associate Vice President for Enrollment Management and Student Success to Vice President for Enrollment Management and Student Success, reporting directly to the President,
- Move Orientation and New Student Programs, International Student Services, and Career Services under Enrollment Management to create a more comprehensive collaborative organization,
- Revise aspects of the division of Planning and Finance to enhance effectiveness for better support of reporting and analysis required by the Board and for continued strategic improvement,
- Realign Communications and Marketing to become a direct report to the Office of the President and to help the President focus more on communications,
- Redefine the Assistant to the President for Strategic Projects position to focus on Government Relations,
- Conduct a review and reorganization of the Provost's office and realign as necessary,
- Designate a project manager who can serve as the lead in organizing and supporting the strategic planning effort and committee,
- Establish an approach for leadership development to mentor and develop future Tennessee Tech leaders,
- Improve the effectiveness of Cabinet meetings with the Chief of Staff primarily responsible for organizing agendas and facilitating the meetings,
- Improve the efficiencies and effectiveness of business processes,

- Develop more consistent and formal management reports for the Board and for others.

Mr. Husmann added that Huron had worked with Dr. Claire Stinson and it appeared the reorganization would be cost neutral.

Chair Jones asked President Oldham how he felt about Huron's recommendations. President Oldham responded that Huron's findings were beyond what he expected.

President Oldham stated he was initially concerned whether the enrollment management position needed to be at the vice president level. President Oldham explained that it was not uncommon for that position to report to the Provost's office, or to the Student Affairs' Office, or to be an independent unit. President Oldham stated that he believed Huron's suggestions were the right alignment for Tennessee Tech.

Chair Jones stated that the strategic plan had to be dynamic and adjustable. Dr. Fleming asked Mr. Husmann how to communicate a sense of urgency and how to involve the entire faculty, at least in the review of the strategic plan.

Mr. Husmann replied that sharing the context and information as fully as possible in a simplistic but sophisticated and data-driven approach with the community would be very important.

President Oldham added that he had met with the Faculty Senate and discussed at length the possibility of a Vice President for Enrollment Management position and it had voiced support for that position.

President Oldham also added the Chief of Staff position would provide additional strength in managing day-to-day matters and breaking down the silos on campus.

President Oldham stated that if the planning process was done right, it would give Tennessee Tech the tools needed to aspire to think big. He stated it was time for Tennessee Tech to chart its own direction. President Oldham added that Tennessee Tech had to be more forward-thinking, looking aggressively at where the world was going and making sure Tennessee Tech was relevant within the new world.

At the end of President Oldham's comments, Ms. Carpenter clarified for the record that no committee members received a copy of the Huron presentation prior to the meeting and that all board members would receive a copy of the presentation following the meeting.

There being no further business, the meeting adjourned at 04:39 p.m.

Respectfully Submitted,

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Kae Carpenter, Secretary



## Agenda Item Summary

**Date:** August 31, 2017

**Agenda Item:** Approval of Appointment of Lee Wray to Chief of Staff Position

Review

Action

No action required

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**PRESENTER(S):** Phil

**PURPOSE & KEY POINTS:**

The President is requesting the Executive Committee to approve the appointment of Lee Wray to the Chief of Staff position.



## Office of the President

TENNESSEE TECH

### MEMORANDUM

TO: Board of Trustees—Executive Committee

FROM: Philip B. Oldham, President 

DATE: August 23, 2017

SUBJECT: Request Approval to Appoint Mr. Lee Wray as Chief of Staff

I wish to formally request approval from the Board Executive Committee to appoint Mr. Lee Wray into the newly approved position of Chief of Staff in the President's Office. I believe Lee possesses all the preferred characteristics to assist me and represent the University community in an excellent way. Lee is an alumnus and has worked in various capacities at Tech over the years as well as other notable positions off-campus in the Cookeville community. He currently serves on the Communication and Marketing staff. His curriculum vitae will be included in your board material.