



Middle Tennessee State University Executive and Governance Committee

9:00 a.m. CDT
Tuesday
September 12, 2017

Room 224
Student Union Building
1768 MTSU Boulevard
Murfreesboro, Tennessee 37132



**Middle Tennessee State University
Executive and Governance Committee**

Tuesday, September 12, 2017 – 9:00 a.m. (CDT)

ORDER OF BUSINESS

- I. Call to Order
- II. Roll Call
- III. Remarks by Board Chairperson / President
- IV. Board of Trustees Policies (Action)
 - Professional Development.....Tab 1
 - Selection, Evaluation and Retention of the President.....Tab 2
- V. President’s Salary Package (Action).....Tab 3
- VI. Directors and Officers Insurance (Discussion)Tab 4
- VII. Institutional Mission Statement (Action)Tab 5
- VIII. Delegation of Limited Authority to Board Secretary to Make Technical Changes in Policies and Rules (Action).....Tab 6
- IX. Other Business
- X. Adjournment



**Middle Tennessee State University
Executive and Governance Committee**

Tuesday, September 12, 2017 – 9:00 a.m. (CDT)

Tab 1

**Board of Trustees Policy
Professional Development**



**Middle Tennessee State University
Board of Trustees**

MEETING: Executive and Governance Committee

SUBJECT: [Board of Trustees Policy](#)
[Professional Development](#)

DATE: September 12, 2017

PRESENTER: Heidi Zimmerman

ACTION REQUIRED: Voice Vote

STAFF RECOMMENDATION: Approval

BACKGROUND INFORMATION:

Tennessee Code Annotated §§49-8-201(f)(7)(A) and (B)(iii)(C) specify that board of trustees members participate in orientation programs, continuing education and professional development. The Board of Trustees must adopt a policy that facilitates these programs. The proposed policy is intended to comply with this mandate.

**Middle Tennessee State University
Board of Trustees Policy
Professional Development**

Section 1. The Tennessee Higher Education Commission shall coordinate and administer an orientation training program, as well as an ongoing continuing education program, for governing board members. This training shall include a perspective on higher education that incorporates national experts in higher education governance. This training shall address the roles and responsibilities of governing boards; the legal and ethical responsibilities of trustees; the board's role in upholding academic standards, intellectual diversity, and academic freedom; budget development; presidential searches and evaluation; the role of higher education in K-12 collaboration; and setting strategic goals. All newly appointed members shall attend orientation seminars within their first year of service.

Section 2. The Middle Tennessee State University Board of Trustees (Board) will additionally provide ongoing professional development for its members as it deems necessary and appropriate.



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Tab 2

Board of Trustees Policy

Selection, Evaluation and Retention of the President



**Middle Tennessee State University
Board of Trustees**

MEETING: Executive and Governance Committee

SUBJECT: Board of Trustees Policy
Selection, Evaluation and Retention
of the President

DATE: September 12, 2017

PRESENTER: Heidi Zimmerman

ACTION REQUIRED: Voice Vote

STAFF RECOMMENDATION: Approval

BACKGROUND INFORMATION:

Tennessee Code Annotated §49-8-203(a)(1)(A) and Section 2.1.2 of the Middle Tennessee State University Board of Trustees Bylaws authorize the Board of Trustees to select, employ and assess the performance of the chief executive officer of the institution, the president.

The policy provides that, as these duties are solely the responsibility of the Board, the Board shall establish the processes to be followed for each of these circumstances.

**Middle Tennessee State University
Board of Trustees Policy
Selection, Evaluation and Retention of the President**

Section 1. Purpose

The Middle Tennessee State University Board of Trustees (Board) has the authority to select, appoint, retain and assess the performance of the chief executive of the University (president). This policy shall set the general parameters for these processes.

Section 2. Selection of a President

The Board shall establish a selection process and the qualification criteria as it deems appropriate. The selection process should include a mechanism for consultation and input from the campus and the community, and should reflect the University's commitment to diversity.

Prior to beginning a search for candidates for the office, the Board shall establish the qualification criteria for the position and shall announce the process it will follow for selecting a president.

The selection of the president shall be the sole responsibility of the Board.

In the event of a vacancy in the office of the president, the Executive and Governance Committee shall nominate an interim president to be approved by the Board.

Section 3. Appointment and Retention of the President

The Board may set the terms and conditions of the president's appointment to include:

1. A contract;
2. Compensation;
3. Conditions related to retention; and,
4. Conditions related to removal from office.

The decision to retain or terminate the appointment of the president shall be the sole responsibility of the Board.

Section 4. Annual Evaluation of the President

The president shall be annually evaluated by the Board based on an evaluation process coordinated by the Board Executive and Governance Committee (Committee). The evaluation period will be July 1 through June 30.

The purposes of the annual evaluation are: (1) to assist the Board in determining whether the president's performance is effective; (2) to enable the president to enhance his/her performance and leadership; (3) to promote good communication and strong working relations between the president, the Board and the campus community; (4) to enable the president and the Board to set mutually agreeable

goals; and, (5) to inform Board decisions on compensation and other terms of employment for the president.

The president shall prepare a written self-assessment statement (statement) in a format and according to a timetable mutually agreed upon by the president and the Committee. The statement shall include the following:

1. Progress toward meeting goals previously agreed upon by the president and the Board with accompanying data and metrics;
2. Assessment of the overall academic quality of the university, including institutional achievements and accomplishments;
3. Assessment of the financial status of the university;
4. Identification of significant institutional challenges faced over the prior year that impacted progress toward goals with an assessment of continuing or future challenges facing the university;
5. Goals proposed by the president for the upcoming year.

After receipt of the statement, the Chair of the Committee will share the statement with the Board and solicit their written comments. Once this feedback is collected, the Chair will meet with the president to discuss the self-assessment statement and the proposed goals, expectations and associated metrics for the upcoming year, along with the information gathered from the Board. The Chair will prepare an evaluation report to include a written assessment of the president's performance and an aggregate summary of the views of the Board. The evaluation report may include a recommendation concerning the president's compensation or other terms of employment. A copy of the evaluation report shall be provided to the president.

All job performance evaluations, as that term is defined in T.C.A. §10-7-504(a)(26), shall be confidential and not open for public inspection.

Section 5. Periodic Comprehensive Review

The president shall also be subject to a comprehensive evaluation every five years. When a comprehensive review is performed, it is to be incorporated into the annual review process, with such adjustments to the schedule as may be necessary.

This review may be performed with the assistance of one or more independent consultants to be chosen by the Executive and Governance Committee (Committee). The specific details for a comprehensive review will be determined by the Committee in consultation with the consultant and the president. However, the review will include input from the university administration, faculty, staff and students, as well as, alumni leadership and the community.



**Middle Tennessee State University
Executive and Governance Committee**

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Tab 3

President's Salary Package



**Middle Tennessee State University
Board of Trustees**

MEETING: Executive and Governance Committee
SUBJECT: [President's Salary Package](#)
DATE: September 12, 2017
PRESENTER: Christine Karbowskiak
ACTION REQUIRED: Voice Vote
STAFF RECOMMENDATION: Approval

BACKGROUND INFORMATION:

An evaluation of the president's salary has revealed his compensation to be significantly lower when compared to presidents at peer institutions. University staff have made comparisons of the president's salary to the following groups as shown in the attached materials: (1) other Tennessee public institutions of higher education, (2) peer institutions as used in the current faculty and executive compensation plans, and (3) aspirational peers where institutions have a Carnegie classification of very high research or enrollments greater than 40% of MTSU's enrollment.

With the President reporting to and being an employee of the Board of Trustees, it is the responsibility of the Board to set the President's salary. If you will recall, the Board approved a 3% across-the-board pay increase for all other University employees at the June 2017 meeting. The President did not receive this increase as his salary is set separately by the Board.

The President currently receives University-provided housing and automobile, which is consistent with practices of other higher education institutions nationally. Other benefits found common for university presidents include retention bonuses and incentive pay based on a predefined set of criteria. TBR provided university presidents with incentive pay previously but not retention bonuses. The other Locally Governed Institutions (LGI) are in the process of evaluating presidential salary

packages as well, therefore, comparisons among the institutions cannot be made at this time.

The Executive and Governance Committee is being asked to provide a recommendation for the President's 2017-18 fiscal year salary. The Committee will also discuss having a contract for the President and any additional benefits to be provided to the President, such as a retention bonus, incentive pay, or other benefits, with a recommendation to be brought back to the Committee at a later meeting.

Base Salaries for University Presidents

Institution	2016-17	2016-17 E&G Budget	Fall 2016 Enrollment
UT - Knoxville	585,000	694,102,100	28,104
UOM	382,997 ⁽¹⁾	396,414,400	21,453
MTSU	347,816	305,523,800	22,159
ETSU	316,196	211,113,800	14,128
TSU	316,196	131,571,400	8,768
UT - Chattanooga	308,730	167,291,900	11,497
UT - Martin	300,000	102,280,300	6,682
TTU	287,451	150,325,700	10,535
APSU	261,319	122,873,300	10,460
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Across the Board (ATB) Increase - 3%	358,250		
CUPA Data Based on 50 Peers in Current Faculty and Executive Comp Plan	408,141 ⁽²⁾		
2015-16 CUPA Data Based on Aspirational Peers - Carnegie Classification of Very High Research or Enrollments > 40%	501,274 ⁽³⁾		

(1)

UOM's Board of Trustees approved a \$50,000 annual supplement for the President in June 2017, making the new salary \$432,997.

(2)

Data obtained from salary information published by the College and University Professional Association (CUPA) for Human Resources.

(3)

Data obtained from the Chronicle of Higher Education Executive Compensation Report published December 2016 as reported by each individual institution.



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Tab 4

Directors and Officers Insurance



**Middle Tennessee State University
Board of Trustees**

MEETING: Executive and Governance Committee
SUBJECT: [Directors and Officers Insurance](#)
DATE: September 12, 2017
PRESENTER: Heidi Zimmerman
ACTION REQUIRED: Discussion
STAFF RECOMMENDATION: No Action Needed

BACKGROUND INFORMATION:

Staff was requested to review the issue of obtaining Directors and Officer insurance coverage for the Board of Trustees and to then provide the Board with a recommendation.

Considered state officers or employees for tort liability purposes, Board trustees are absolutely immune from liability for acts or omissions occurring within the scope of their official duties. Actions deemed to be taken within the scope of official duties include, but are not limited to, actions taken pursuant to the statutes, policies, or procedures of the State of Tennessee, or when the officer or employee had reason to believe that he/she acted pursuant to such.

It is staff's recommendation that directors and officers insurance coverage not be purchased.



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Tab 5

Institutional Mission Statement



**Middle Tennessee State University
Board of Trustees**

MEETING: Executive and Governance Committee

SUBJECT: [Institutional Mission Statement](#)

DATE: September 12, 2017

PRESENTER: Dr. Mark Byrnes

ACTION REQUIRED: Voice Vote

STAFF RECOMMENDATION: Approval

BACKGROUND INFORMATION:

Middle Tennessee State University is a public, state-supported, comprehensive university in the State University and Community College System of Tennessee, which is coordinated by the Tennessee Higher Education Commission (THEC).

The University's mission is revisited, revised, and approved in accordance with the THEC strategic planning cycle.

The cycle drives the institution's strategic planning processes, the achievement of its longer term goals and its internal institutional effectiveness processes which are directly linked to the University's mission.

MTSU currently has a clearly defined mission statement approved by the Tennessee Board of Regents March 25, 2011, that is aligned with the THEC Master Plan for Postsecondary Education, 2015-2025 and the THEC Strategic Planning cycle.

As a state university now subject to the authority of the Middle Tennessee State University Board of Trustees (Board), MTSU is required to have a mission statement approved by the Board.

MTSU's current mission statement is submitted for its review and approval. Future MTSU reviews of the mission will continue to be conducted in alignment with the THEC planning cycle and the requirements of the FOCUS Act.

Middle Tennessee State University

Mission

Middle Tennessee State University is a comprehensive university that embraces its role as the destination of choice for Tennessee undergraduates while expanding its reach nationally and internationally through signature programs and select masters and doctoral programs. The University generates, preserves, and disseminates knowledge and innovation and uses scholarship to enhance teaching and public service. The University is committed to preparing students to thrive in their chosen professions and a changing global society.

A major public institution of higher learning, MTSU is a member of the State University and Community College System of Tennessee.

Approved September 12, 2017, by the Middle Tennessee State University Board of Trustees.

Purpose

To fulfill its mission, Middle Tennessee State University:

- Fosters a student-centered environment conducive to lifelong learning, personal development, and success;
- Offers a broad array of high quality, affordable academic programs grounded in a common core of arts and sciences;
- Enhances access and academic opportunity for a diverse student population, including distance learning and other special services and programs for first generation, non-traditional, high-achieving, and transfer students;
- Challenges students through diverse teaching methods and media including educational technology, experiential learning, undergraduate and graduate research, and co-curricular and extra-curricular activities;
- Recruits exceptional faculty and develops resources to support excellence in instruction, research, creative activity, and public and professional service;
- Develops and sustains academic partnerships, entrepreneurial activities, outreach and public service that support instruction and research and that meet the needs of communities throughout the region; and
- Serves as an emerging center for international study, understanding, and exchange.

Vision

Middle Tennessee State University will be a vibrant hub for educating accomplished students who are civically engaged and globally responsible citizens; a seedbed for research and entrepreneurship; and an engine of cultural and economic development.

Statement of Values

Middle Tennessee State University is committed to developing and nurturing a community devoted to learning, growth and service. Each person who joins or affiliates with the community does so freely and accepts and practices the following core values and expectations:

Honesty and Integrity. The notions of personal and academic honesty and integrity are central to the existence of the MTSU community. All members of the community will strive to achieve and maintain the highest standards of academic achievement in the classroom and personal and social responsibility on- and off-campus.

Respect for Diversity. The MTSU community is composed of individuals, representing different races, ethnicities, sexual orientations, cultures, and ways of thinking. We respect individual differences and unique perspectives and acknowledge our commonalities.

Engagement in the Community. All members of the community are encouraged to participate in educationally purposeful activities that support and enhance the MTSU experience. Active involvement and personal investment in the classroom and throughout the community are hallmarks of an engaged citizen.



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Tab 6

**Delegation of Limited Authority to Board Secretary to
Make Technical Changes in Policies and Rules**



**Middle Tennessee State University
Board of Trustees**

MEETING: Executive and Governance Committee

SUBJECT: [Delegation of Limited Authority to Board Secretary to Make Technical Changes in Policies and Rules](#)

DATE: September 12, 2017

PRESENTER: Heidi Zimmerman

ACTION REQUIRED: Voice Vote

STAFF RECOMMENDATION: Approval

BACKGROUND INFORMATION:

Policies and rules often need technical revisions, such as correcting typographical errors, changing position titles, updating references or links, etc. By delegating authority to the Board Secretary to make these changes, the Board will not be required to review and approve them prior to the revisions being made.