



Executive Committee Meeting		
9.17.2020	1:30 p.m.	Browning Conference Room Clarksville, TN 37040
Meeting Type	Executive Committee Meeting	
Note Taker	Joanne Shepard	
Attendees		Present (Y/N)
	Mr. Mike O'Malley	Y (Electronic)
	Mr. Billy Atkins	Y
	Ms. Katherine Cannata	Y (Electronic)
	Ms. Dannelle Whiteside, Interim President	Y (Electronic)
	Ms. Corey Harkey, Interim General Counsel	Y (Electronic)
	Dr. McCartney Johnson, Interim Secretary to the Board	Y
Call to Order		
Discussion		
Trustee O'Malley called the meeting to order at 2:47 pm.		
Roll Call/Declaration of a Quorum		
Discussion		
<p>Trustee Atkins was physically present. Trustee O'Malley and Trustee Cannata participated by teleconference. As she called the roll, Dr. Johnson asked those participating by teleconference if they could hear clearly and if there were other people with them at their locations. All Trustees stated that they could hear clearly. Trustee Atkins was in the room with Dr. Johnson. Trustee Cannata and Trustee O'Malley stated they were alone.</p> <p>Trustee O'Malley stated there was a quorum.</p>		

Action Item A - Consideration of Policy 1:001 Conflict of Interest

Discussion

Trustee O'Malley recognized Dr. Johnson who discussed the proposed revision to Policy 1:001 Conflict of Interest. Dr. Johnson stated that the date of the annual disclosure is being revised based on preliminary recommendations for the Sunset Auditors.

Conclusions

Trustee O'Malley moved to approve the proposed revision to Policy 1:001 Conflict of Interest. The motion was seconded by Trustee Cannata. A roll call vote was taken and carried unanimously with 3 trustees voting yes.

Billy Atkins:	Yes
Katherine Cannata:	Yes
Michael O'Malley:	Yes

Yes: 3, No: 0

Action Item B - Consideration of Policy 1:002 Code of Ethics for Members of the APSU Board of Trustees

Discussion

Trustee O'Malley recognized Dr. Johnson who explained the proposed revision to Policy 1:002 Code of Ethics for Members of the APSU Board of Trustees. Dr. Johnson stated that the date of the annual disclosure based on preliminary recommendations for the Sunset Auditors.

Conclusions

Trustee O'Malley moved to approve the proposed revision to Policy 1:002 Code of Ethics for Members of the APSU Board of Trustees. The motion was seconded by Trustee Atkins. A roll call vote was taken and carried unanimously with 3 trustees voting yes.

Billy Atkins:	Yes
Katherine Cannata:	Yes
Michael O'Malley:	Yes

Yes: 3, No: 0

Action Item C - Consideration of the Revised Board of Trustees Bylaws

Discussion

Trustee O'Malley recognized Dr. Johnson who explained the proposed revisions to the committee structure and meeting frequency in the Board of Trustees Bylaws. Dr. Johnson stated that the revisions are to align the Board of Trustees Bylaws with the Executive Committee Charter based on preliminary recommendations for the Sunset Auditors.

Conclusions

Trustee O'Malley moved to approve the revisions to the Board of Trustees Bylaws. The motion was seconded by Trustee Atkins. A roll call vote was taken and carried unanimously with 3 trustees voting yes.

Billy Atkins:	Yes
Katherine Cannata:	Yes
Michael O'Malley:	Yes

Yes: 3, No: 0

Action Item D - Consideration of the Board Evaluation Process

Discussion

Trustee O'Malley recognized Dr. Johnson who explained that every two years the Southern Association of Colleges and Schools Commission on Colleges requires the Board of Trustees to evaluate itself. She presented the 2018 evaluation instrument for the Committee to consider using for the 2020 Board evaluation.

A general discussion followed regarding when the evaluation would be administered and shared with the Board of Trustees.

Conclusions

Trustee O'Malley moved to approve the instrument to be used for the 2020 Board evaluation. The motion was seconded by Trustee Atkins. A roll call vote was taken and carried unanimously with 3 trustees voting yes.

Billy Atkins:	Yes
Katherine Cannata:	Yes
Michael O'Malley:	Yes

Yes: 3, No: 0

Adjourn

Discussion

Trustee O'Malley stated that the full Board of Trustees meeting will be September 18 at 9 am. Trustee O'Malley moved to adjourn the meeting. The motion was seconded by Trustee Cannata. A voice vote was taken and carried unanimously with 3 trustees voting yes. The meeting adjourned at 2:53 pm.