



<b>Executive Committee Meeting</b>		
3/18/2022	8:48 a.m.	317 College Street, Clarksville, TN 37040
Meeting Type	Executive Committee	
Notetaker	Sharon Silva	
Attendees	Committee Members	Present (Y/N)
	Mr. Billy Atkins, Chair	Y
	Mr. Don Jenkins	Y
	Brig. Gen. Robin Mealer	Y
	University Personnel	
	Dr. Michael Licari, President	Y
	Dr. Carol Clark, Secretary to the Board	Y
	Ms. Dannelle Whiteside, Vice President for Legal Affairs & Organizational Strategy	Y
<b>Call to Order</b>		
Discussion		
Trustee Atkins called the meeting to order at 8:48 a.m.		
<b>Roll Call/Declaration of a Quorum</b>		
Discussion		
Dr. Carol Clark, secretary to the board, called the roll.		
Trustee Atkins stated there was a quorum.		
<b>Approval of Minutes</b>		
Discussion		

Trustee Atkins stated that the minutes for the December 3, 2021, Executive Committee meeting were circulated in advance and asked if there were any corrections or additions to the minutes. There were none.	
Conclusions	
Trustee Jenkins moved to approve the minutes as written. Trustee Mealer seconded the motion.  A voice vote was taken and carried unanimously with three trustees voting yes.	
<b>Action Item A - Consideration of Revisions to the Board of Trustees Bylaws</b>	
Discussion	
Trustee Atkins introduced Dr. Clark to present the proposed revisions to the Board of Trustees Bylaws. Clark stated that the proposed revisions to the Board of Trustees Bylaws provide clarity to the election of the officers of the board and the appointment of committee chairs and members, and makes one minor wording change. The proposed revisions are:  Article III, Section 1, Item B - replaces the word "teachers" with "faculty," a term more appropriate for a university setting.  Article V, Section 1 - clarifies that "the officers of the Board will be elected from the members appointed by the Governor" instead of from "voting Board members." This revision better aligns with SACSCOC Standard 4.1 (c) which requires that the presiding officer of the board is free of any employment interest in the institution.  Article V, Section 4 - aligns the terms of service for the board officers with the fiscal year of the University and establishes a process that will allow the newly elected chair to make committee appointments at the summer board meeting, to be effective July 1 of that year.  Article IX - Adds wording to make this section consistent with Article V, Section 2, of the bylaws and formalizes the terms of committee appointments.	
Conclusions	
Trustee Atkins moved that the committee approve the revisions to the Board of Trustees Bylaws as written. Trustee Jenkins seconded the motion.  A voice vote was taken and carried unanimously with three trustees voting yes.	
<b>Action Item B - Consideration of Revisions to the Executive Committee Charter</b>	
Discussion	

Trustee Atkins introduced Dr. Clark to present the proposed revisions to the Executive Committee Charter. Clark stated that the proposed revisions to the Executive Committee Charter remove a conflict between the Executive Committee Charter and the Bylaws of the Board of Trustees. The proposed revisions are:

The removal of "and committee" from item (i) in the list of matters reserved for full Board approval. This revision will remove a conflict with the Bylaws of the Board of Trustees, which state that "Members of the committees and committee chairs shall be appointed by the Board Chair."

Minor wording changes in the section "Composition of the Committee" to correct sentence structure and to confirm the role of the university president on the committee.

Conclusions	
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Trustee Atkins moved to approve the Revisions to the Executive Committee Charter. Trustee Mealer seconded the motion.

A voice vote was taken, and the motion carried unanimously with three trustees voting yes.

<b>Adjourn</b>	
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Discussion	
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Trustee Atkins moved to adjourn the Executive Committee meeting. Trustee Jenkins seconded the motion.

A voice vote was taken and carried unanimously with three trustees voting yes. The meeting adjourned at 8:53 a.m.