



B O A R D O F T R U S T E E S



EXECUTIVE COMMITTEE

Austin Peay State University

317 College Street

Clarksville, TN 37040

September 16, 2022

At the conclusion of the Student Affairs Committee meeting

Call to Order

Roll Call/Declaration of a Quorum

Approval of Minutes

Action Items

A.Consideration of the Institutional Mission Profile Statement

B.Consideration of Revisions to Policy 1:024 Board of Trustees Delegation of Authority

C.Consideration of the President's Performance Evaluation and Incentive Plan for Fiscal Year 2022-2023

D.Nomination of Board Officer(s)

Adjourn



Executive Committee Meeting		
6/10/2022	8:35 a.m.	317 College Street, Clarksville, TN 37040
Meeting Type	Executive Committee	
Notetaker	Lenora Parks	
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 (via Zoom)
Call to Order		
Discussion		
Trustee Atkins called the meeting to order at 8:35 a.m.		
Roll Call/Declaration of a Quorum		
Discussion		
Dr. Carol Clark, secretary to the board, called the roll.		
Trustee Atkins stated there was a quorum.		
Approval of Minutes		
Discussion		

Trustee Atkins stated that the minutes for the March 18, 2022, Executive Committee meeting were circulated in advance and asked if there were any corrections or additions to the minutes. There were none.

Conclusions

Trustee Mealer moved to approve the minutes as written. Trustee Jenkins seconded the motion.

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

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

Discussion

Trustee Atkins introduced Ms. Dannelle Whiteside, vice president for the Division of Legal Affairs & Organizational Strategy, to present the proposed revisions to Policy 1:001 Conflict of Interest. Whiteside stated that the requested revision consists of the addition of Item F to Section VI of the policy so that it will read "F. Potential conflicts of interest shall be disclosed in a timely manner, and whenever possible, prior to engaging in a potential conflict of interest."

Conclusions

Trustee Atkins moved that the committee approve the revisions to Policy 1:001 Conflict of Interest. Trustee Mealer seconded the motion.

Hearing no discussion, a voice vote was taken and the motion carried unanimously with three trustees voting yes.

Action Item B - Consideration of Policy 1:024 Board of Trustees Delegation of Authority

Discussion

Trustee Atkins introduced Mr. Mitch Robinson, vice president for the Division of Finance and Administration to provide information on the proposed revisions.

Robinson said that in the section of the policy titled "Delegation to the President," it is requested that the president's authorization spending level be increased from \$499,999.99 to \$999,999.99 for purchasing land, condemning land, erecting buildings and equipping buildings for the University.

Conclusions

Trustee Atkins moved that the committee approve the revisions to Policy 1:024. Trustee Jenkins seconded the motion.

Trustee Mealer asked a question about the original limit.

Hearing no additional discussion, a voice vote was taken and the motion carried unanimously with three trustees voting yes.

Action Item C - Consideration of Amendment to Traffic and Parking Regulations Permanent Rule

Discussion

Trustee Atkins introduced Whiteside to provide information on the rule.

Whiteside explained that state entities are required to promulgate rules and regulations when the subject of those rules and regulations affects the rights of third parties, including traffic and parking. Since the original Traffic and Parking Regulations were promulgated, APSU has moved away from hanging tags to an electronic license plate permitting system. Therefore, amendments to the Traffic and Parking Regulations are required to clarify the current requirements.

Conclusions

Trustee Atkins moved that the committee approve the Traffic and Parking Regulations Permanent Rule, including authorizing the president and his designees to make any technical or minor corrections to this rule, including changes required by the Attorney General's Office or the Government Operations Committee after review.

Trustee Mealer seconded the motion.

Hearing no discussion, a roll call vote was taken and the motion carried unanimously with three trustees voting yes.

Billy Atkins	Y
Don Jenkins	Y
Robin Mealer	Y

Action Item D - Consideration of the Use of Unmanned Aircraft Systems Permanent Rule

Discussion

Trustee Atkins introduced Whiteside to provide information on the rule.

Whiteside said state entities are required to promulgate rules and regulations when the subject of those rules and regulations affects the rights of third parties, including the use of drones on campus. This rule parallels the APSU policy previously put in place but revises it into a rule.

Conclusions							
<p>Trustee Atkins moved that the committee approve the Use of Unmanned Aircraft Systems Permanent Rule, including authorizing the president and his designees to make any technical or minor corrections to the rule, including changes required by the Attorney General's Office or the Government Operations Committee after review.</p> <p>Trustee Mealer seconded the motion.</p> <p>Hearing no discussion, a roll call vote was taken and the motion carried unanimously with three trustees voting yes.</p> <table border="1" data-bbox="207 632 464 793"> <tr> <td>Billy Atkins</td> <td>Y</td> </tr> <tr> <td>Don Jenkins</td> <td>Y</td> </tr> <tr> <td>Robin Mealer</td> <td>Y</td> </tr> </table>		Billy Atkins	Y	Don Jenkins	Y	Robin Mealer	Y
Billy Atkins	Y						
Don Jenkins	Y						
Robin Mealer	Y						
<p>Action Item E - Consideration of the President's Performance Evaluation and Incentive for Fiscal Year 2021-2022</p>							
Discussion							
<p>Trustee Atkins announced that President Licari asked to step out of the meeting before the board discussed this item. Trustee Atkins recognized Trustee Don Jenkins, who chaired the President's Evaluation Process, to report on the President's Performance Evaluation and Incentive for Fiscal Year 2021-2022.</p>							
Conclusions							
<p>Jenkins reported that as part of the president's performance evaluation, he reviewed input from campus and community members and heard many positive things about President Licari. He cited Licari's success in navigating the university through COVID; increases in enrollment numbers, retention and graduation rates; Licari's active participation in the community and with local, state and federal lawmakers; new academic programs; athletic championships; and a record-breaking year in both fundraising and external grants and contracts.</p> <p>Jenkins moved that the board award a 4% incentive, in the amount of \$13,800, to Licari for fiscal year 2021-2022.</p> <p>Trustee Mealer seconded the motion.</p> <p>Hearing no discussion, a voice vote was taken and the motion carried unanimously with three trustees voting yes.</p>							
<p>Action Item F - Consideration of the President's Base Compensation for Fiscal Year 2022-2023</p>							

Discussion	
Trustee Atkins recognized Trustee Jenkins, who reviewed a slide listing the compensation of all LGI presidents.	
Conclusions	
Trustee Jenkins moved to keep President Licari's salary in line with the median of the other LGI presidents by increasing his base salary to \$375,000 for fiscal year 2022-2023.	
Trustee Mealer seconded the motion.	
Hearing no discussion, a voice vote was taken and the motion carried unanimously with three trustees voting yes.	
Action Item G - Consideration of the President's Performance Evaluation and Incentive Plan for Fiscal Year 2022-2023	
Discussion	
Trustee Atkins recognized Trustee Jenkins for more information about this agenda item.	
Conclusions	
Trustee Jenkins moved that the Consideration of the President's Performance Evaluation and Incentive Plan for Fiscal Year 2022-2023 be deferred until the September meeting to allow time to develop a plan based on the University's new strategic plan.	
Trustee Mealer seconded the motion.	
Hearing no discussion, a voice vote was taken and the motion carried unanimously with three trustees voting yes.	
Adjourn	
Discussion	
Trustee Atkins moved to adjourn the Executive Committee meeting. Trustee Mealer seconded the motion.	
A voice vote was taken and carried unanimously with three trustees voting yes. The meeting adjourned at 8:50 a.m.	

Austin Peay State University *Institutional Mission Profile*



Austin Peay State University is a [community-minded](#) comprehensive public institution in Clarksville, northwest of Nashville, [committed to meeting the needs of Tennessee and the southeastern United States](#). Faculty and staff provide excellent educational and co-curricular experiences at Austin Peay through the quality of the academic programs, the innovative and caring approach of academic support services, and the distinction of faculty – both in teaching and in scholarship and research. With a Carnegie Classification of a Master’s Large institution, Austin Peay emphasizes [student-centered teaching in order to ensure relevant learning experiences across varying](#) disciplines, including [behavioral and health sciences](#) and STEM fields, business, education, and the arts. Austin Peay also offers two doctoral programs, the Ed.D. in Educational Leadership, and the Psy.D. in Counseling Psychology. The University predominantly serves students throughout Tennessee and the southeastern region and provides additional programming and services focusing on adult, first generation, low socio-economic, military, minority, and high-performing students. APSU is committed to supporting military-affiliated students and offers programs and student support services at its own educational facility on Fort Campbell [and the Newton Military Family Resource Center](#). Austin Peay is the state’s largest provider of higher education to military-affiliated students, ~~with 2,461 military-related students enrolled in Fall 2020. In 2015, the Tennessee Higher Education Commission (THEC) honored the University’s support of this population by naming Austin Peay~~ [serving as](#) a Veterans Education Transition Support (VETS) Campus. Furthermore, APSU is one of only two institutions in Tennessee that hosts the VetSuccess on Campus (VSOC) program in collaboration with the US Department of Veterans Affairs. The university also houses the Center of Excellence for the Creative Arts and the Center of Excellence for Field Biology, [as well as the state’s first teacher residency program, which is also the first registered teacher apprenticeship program in the country.](#)

Board of Trustees Delegation of Authority

Issued: ~~June 10, 2022~~ September 16, 2022

POLICIES

Responsible Official: Vice President for Legal Affairs &
Organizational Strategy

Responsible Office: Legal Affairs

Policy Statement

The Austin Peay State University Board of Trustees (“Board”) is vested with the power and authority to govern Austin Peay State University (University). The Board reserves to itself certain powers and authority, and may delegate authority as provided for in state law, the Board Bylaws and as set forth in Board or University policy.

Purpose

The purpose of this policy is to enumerate such powers and duties that it holds and to enumerate those powers and duties that the Board chooses to delegate to the President.

Procedures

Powers and Duties of the Board

The Board reserves to itself all authority necessary to carry out its legal and fiduciary duties and responsibilities, to include the authority to set the overall direction of the Institution. The Board shall exercise its authority consistent with state law, and Board and University policies.

No authority that the Board reserves to itself shall be exercised by any other person or body unless expressly authorized by Board policy or directive. The Board shall retain authority over matters unless otherwise specified as a delegation to the President. The Board’s powers and duties are expressly stated in its Bylaws to include the following:

- A. Determine the mission of the University and ensure that the mission is kept current and aligned with the goals of Tennessee’s master plan for public higher education;

- B. Select and employ the chief executive officer of the University and to confirm the appointment of administrative personnel, faculty, and other employees of the University and their salaries and terms of office;
- C. Prescribe curricula and requirements for diplomas and degrees in cooperation with the TN Board of Regents, University of Tennessee Board of Trustees, and other state university boards in the interest of maintaining alignment across state higher education;
- D. Approve the operating budget and set the fiscal policies for the University and its programs;
- E. Establish policies and regulations regarding the campus life of the University, including, but not limited to, the conduct of students, student housing, parking, and safety;
- F. Grant tenure to eligible members of the faculty upon the recommendation of the President;
- G. Assume general responsibility for the operation of the University, delegating to the President such powers and duties as are necessary and appropriate for the efficient administration of the University and its programs;
- H. Receive donations of money, securities, and property from any source on behalf of the University, which gifts shall be used in accordance with the conditions set by the donor;
- I. Purchase land, condemn land, erect buildings, and equip buildings for the University, subject to the requirements of the State Building Commission and the terms and conditions of legislative appropriations, costing more than \$500,000;
- J. Provide insight and guidance to the University's strategic direction and charge the President with leading the strategic planning process;
- K. Ensure the University's fiscal integrity; oversee the University's financial resources and other assets; review and approve annual University budgets; and preserve and protect the University's assets for posterity;

- L. Ensure and protect, within the context of faculty shared governance, the educational quality of the University and its academic programs; and preserve and protect the University's autonomy, academic freedom, and the public purposes of higher education;
- M. Refrain from directing the day-to-day management and administration of the University, which is the responsibility of the President of the University; and from directing or interfering with any employee, officer, or agent under the direct or indirect supervision of the President;
- N. Act as a body with no individual member speaking for the Board unless specifically authorized to do so by the Board; and
- O. Exercise such other powers, not otherwise prescribed by law, that are necessary to carry out its statutory duties.

Delegation to the President

The President shall be the chief executive officer of the University. Subject to the ultimate authority of the Board, the President is delegated the authority necessary and appropriate for the efficient administration of the University and its programs, including the establishment of policies and procedures for the educational programs and operations of the University, except where the Board has reserved specific authority pursuant to the Bylaws and this policy as enumerated above. The discretionary powers of the President shall be sufficiently broad to enable him/her to discharge these responsibilities.

Unless otherwise restricted by specific Board policies or directives, the President may delegate general executive management and administrative authority to other executive officers and employees as necessary and prudent, including authority to execute contracts and other legal documents. The President may condition, limit, or revoke any presidential authority so delegated. All delegations and revocations shall be in writing, name the position to whom such authority is delegated, describe the scope and limitations of such authority, and prescribe the extent to which such authority may be further sub-delegated. Notwithstanding any delegation, the President remains responsible for the proper functioning of the University.

The President shall carry out all rules, orders, directives, and policies established by the Board, and shall approve and

implement all other policies and standards for the management of the University.

The organizational structure of the University will be established by the President except as otherwise specifically determined by the Board.

The President shall notify the Board of any matter that significantly involves the authority and role of the Board, including its fiduciary, oversight and public accountability responsibilities.

The President is authorized to negotiate and execute contracts on behalf of the University, including the aggregation of all contract extensions and renewals. The President shall create opportunities for competitive bids through public advertisement only for contracts which will total \$50,000 or more. The authorities of this paragraph may be delegated further by President.

The President is authorized to name identifiable sub-units or components of campus facilities.

The President may hire all employees of the University and, within budgetary limitations, fix their salaries, and approve promotions, transfers, leaves of absence, and removal of personnel pursuant to the requirements of APSU policies and subject to such prior approval or confirmation as the Board may require. The President is authorized to further delegate appointing authority to the Vice Presidents or other designees.

The President shall have the authority to negotiate banking and credit card services to periodically open and close bank accounts and to purchase and sell investments. The President may delegate this authority to other administrative officers.

The President is authorized to act for the Board regarding all matters concerning grants and contracts for research, development, service and training.

The President is authorized to act for the Board in the management of the student body and other matters incident thereto, except for the establishment of rules and policies regarding student conduct.

The President is authorized to establish a reserve officers training corps unit, to execute and deliver bond, with or without surety, in

such manner and on such terms and conditions as may be required by the United States, for the care and safekeeping of the transportation, animals, arms, ammunition, supplies, tentage, and equipment that may be necessary or desirable for the operation, conduct and training of any reserve officers training corps unites of the armed forces of the United States authorized by law at any time.

The President is authorized to act for the Board regarding the execution and administration of instruments and the general business and financial affairs of the University that occur in the usual course of business except as otherwise provided in the Board Bylaws.

The President is authorized to purchase land, condemn land, erect buildings, and equip buildings for the University, subject to the requirements of the State Building Commission and the terms and conditions of legislative appropriations, costing less than \$999,999.99. The President is also authorized to approve the acquisition or disposal of real property for the University, subject to other approvals that may be required.

The President is authorized to act for the Board regarding all legal action necessary to protect the interests of the University.

In the event of an emergency or in the event immediate action is in the best interests of the University, the President, after consultation with the Board Chair, is authorized to act, pursuant to authority otherwise available but for this Delegation of Authority.

Revision Dates

[APSU 1:024 – Rev.: September 16, 2022](#)

APSU 1:024 – Rev.: June 10, 2022

APSU 1:024 – Rev.: June 8, 2018

APSU Policy 1:024 – Issued: March 30, 2017

Subject Areas:

Academic	Finance	General	Human Resources	Information Technology	Student Affairs
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Approved

President: signature on file

**Austin Peay State
University**

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