

**Board of Trustees
Special Meeting
August 21, 2019
Derryberry Hall, Room 210**

MINUTES

AGENDA ITEM I—CALL TO ORDER AND ROLL CALL

The Tennessee Tech Board of Trustees met on August 21, 2019, in Derryberry Hall, Room 210. Chair Trudy Harper called the meeting to order at 2:00 p.m.

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

- Tom Jones
- Sally Pardue
- Johnny Stites

Rhedona Rose, Teresa Vanhooser, Barry Wilmore, and Chair Harper participated by phone. A quorum was not physically present at the meeting.

Tennessee Tech faculty, staff, and members of the public were also in attendance.

AGENDA ITEM II—DETERMINATION OF NECESSITY

Ms. Carpenter stated that a quorum of members was available, but a quorum was not physically present. She stated that in order to proceed with the action item, the Board must make a determination of necessity to proceed without a quorum being physically present.

Chair Harper stated that the meeting was a necessity because all the committee members' and the Board chair's terms expired on June 30, 2019. The Board was unable to nominate and approve a Vice Chair, an Executive Committee member, the Audit Committee members and chair, and committee chairs at the June meeting because three members' terms were expiring on June 30, one position was vacant, and it was unclear who would be appointed to fill those positions. She stated that the Governor re-appointed the three incumbent Board members in July, so the Board now had eight voting members with no terms expiring in the near future. She stated the committee and Chair appointments could not wait until a quorum could be physically present because the committees and Chairs needed to prepare in advance for the regular Board and committee meetings in September.

Mr. Jones moved that the Board of Trustees find that a necessity existed to hold the meeting without a quorum being physically present. Ms. Rose seconded the motion. After an opportunity for further discussion and there being none, the motion carried unanimously.

AGENDA ITEM III—APPOINTMENT OF VICE CHAIR

Mr. Jones nominated Ms. Vanhooser to serve as Vice Chair of the Board. Mr. Stites seconded the motion. After an opportunity for further discussion and there being none, the motion carried unanimously with Ms. Vanhooser abstaining from the vote.

AGENDA ITEM IV—APPOINTMENT OF EXECUTIVE COMMITTEE MEMBER

Chair Harper stated that the Chair and Vice Chair were standing members of the Executive Committee and the Chair of the Board also served as Chair of the Executive Committee. Chair Harper stated that the Board was required to appoint an at large Executive Committee member.

Ms. Rose nominated Mr. Jones as the at large Executive Committee member. Ms. Vanhooser seconded the motion. After an opportunity for further discussion and there being none, the motion carried unanimously with Mr. Jones abstaining from the vote.

AGENDA ITEM V—APPOINTMENT OF AUDIT COMMITTEE MEMBERS AND CHAIR

Ms. Vanhooser nominated Mr. Stites, Mr. Saggurti, and Dr. Pardue to serve as members of the Audit Committee and Mr. Stites to serve as Chair of the Committee. Mr. Jones seconded

the motion. After an opportunity for further discussion and there being none, the motion carried unanimously.

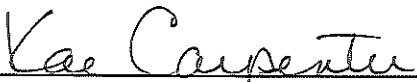
AGENDA ITEM VI—ANNOUNCEMENT OF ACADEMIC & STUDENT AFFAIRS COMMITTEE MEMBERS AND CHAIR

Chair Harper appointed Ms. Rose, Capt. Wilmore, and Mr. Hilliard to the Academic & Student Affairs Committee and appointed herself to the Committee until the vacant Board position could be filled. Chair Harper also appointed Ms. Rose as Chair of the Committee.

AGENDA ITEM X—ADJOURNMENT

With there being no other business, the meeting adjourned at 2:12 p.m.

Approved,


Kae Carpenter, Secretary