

**MINUTES OF THE BOARD OF TRUSTEES
UNIVERSITY OF NORTH ALABAMA
FLORENCE, ALABAMA
10:30 a.m., Tuesday, December 12, 2017**

The Board of Trustees for the University of North Alabama met on Tuesday, December 12, 2017, in Banquet Hall C of the Guillot University Center in accordance with Section 6 of Act No. 773 of the 1967 Regular Session of the Legislature of Alabama. A letter from three Trustees (dated November 17, 2017) was sent to Governor Kay Ivey in care of her Director of Constituent Affairs, requesting that the Governor call the quarterly meeting on December 12. Proposed letters calling the Board to the meeting also were sent for the Governor's signature as per standard practice, and the same were mailed to the Trustees from the Governor's office in advance of the meeting under the date of November 28, 2017.

On December 5, 2017, Board members were advised via email that the agenda, proposed resolutions, and supporting documents for items of discussion were available for individual electronic access in the Canvas software system.

In the absence of Governor Kay Ivey (the President of the Board), the meeting was called to order at 10:30 a.m. by Board President Pro Tempore Marty Abrams.

I. INVOCATION

Athletics Director Mark Linder offered the opening invocation.

II. ROLL CALL

President Kenneth D. Kitts called the roll, and the following members were present:

Trustee Marty Abrams	Trustee Marcus Maples	Trustee Simpson Russell
Trustee Rodney Howard	Trustee Todd Ouellette	Trustee Will Trapp
Trustee Libby Jordan	Trustee Steve Pierce	

Absent were Trustee Joel Anderson and ex officio members Governor Kay Ivey and Interim State Superintendent of Education Ed Richardson.

Others present for all or part of the meeting:

- Dr. Ross Alexander, Vice President for Academic Affairs and Provost
- Ms. Amber Fite-Morgan, University Attorney and Chief Diversity Officer
- Mr. Mark Linder, Athletics Director
- Mr. Ron Patterson, Chief Enrollment Officer
- Dr. Debbie Shaw, Vice President for University Advancement
- Mr. David Shields, Vice President for Student Affairs
- Mr. Evan Thornton, Vice President for Business and Financial Affairs
- Dr. Joy Borah, Senior Associate Vice President for Academic Affairs
- Dr. Carmen Burkhalter, Dean of the College of Arts and Sciences
- Dr. Donna Lefort, Dean of the College of Education and Human Sciences
- Dr. Vicki Pierce, Dean of the Anderson College of Nursing

- Mr. Bishop Alexander, Vice President of Staff Senate
- Dr. Terrance Brown, Chair of the Department of Music
- Mr. Hugo Dante, President of Student Government Association and *ex officio* non-voting member of the Board
- Mr. Michael Gautney, Assistant Vice President for Facilities Administration and Planning
- Dr. Leah Graham, SACSCOC Liaison and Associate Professor of Political Science
- Dr. Dan Hallock, President of Faculty Senate
- Mr. Bryan Rachal, Director of University Communications and Marketing
- Dr. Lee Renfro, Chair of the Shared Governance Executive Committee
- Mr., Jake Russell, University Events Conference Coordinator
- Ms. Regina Sherrill, Senior Assistant to the President for Administration
- Ms. Darlene Townsend, Interim Director of Collier Library
- Ms. Shannon Wells, University Photographer
- Dr. Chunsheng Zhang, Senior Vice Provost for International Affairs
- Ms. Jennifer Edwards, *TimesDaily* reporter

III. APPROVAL OF AGENDA

Mr. Abrams submitted the meeting agenda for approval. Upon motion by Mr. Trapp and second by Mr. Pierce, the agenda was approved unanimously as presented.

IV. SACS UPDATE/PRESENTATION

Following introductory comments by Dr. Alexander on the importance of accreditation efforts, Dr. Graham gave an overview presentation that highlighted the following:

- Continued work to finalize UNA's mid-accreditation-cycle Fifth Year Report that is due to SACS in March 2018;
- Function and purpose of accreditation; and
- SACS policies of interest as relate to institutional governing boards.

Dr. Graham then answered various questions from the floor.

V. APPROVAL OF MINUTES OF SEPTEMBER 21, 2017, QUARTERLY BOARD MEETING

Mr. Abrams submitted the minutes for approval. Upon motion by Mr. Pierce and second by Mr. Russell, the minutes were approved by unanimous vote as presented.

VI. REPORT OF THE PRESIDENT

Dr. Kitts gave a brief summary on the state of the University. His remarks included the following notes:

- 534 students are scheduled to graduate this Saturday at the mid-year commencement;
- Early indicators for spring 2018 enrollment look promising;
- UNA is above the peer average in retention and graduation rates;
- The engineering technology program is expanding to include chemical engineering technology thanks to significant funding from the Shoals Economic Development Authority;
- The spring semester will have a great deal of focus and work with legislators on the push for UNA to see equity in state funding when compared to other Alabama institutions.

VII. REMARKS FROM CONSTITUENCY GROUP LEADERS

Mr. Abrams called on Mr. Alexander, Mr. Dante, and Dr. Hallock for brief remarks on behalf of their respective groups. Ms. Jordan asked that the Board be apprised of any problem issues on campus that may be reported when the Faculty Attitude Survey is administered this spring.

VIII. ACADEMIC AFFAIRS AND ENROLLMENT MANAGEMENT COMMITTEE MATTERS

Committee chair Jordan reported on the various topics covered during this committee's meeting on December 6. The following are items on today's agenda that stemmed from those committee discussions:

A. Resolution Approving Revised Honorary Degrees Policy for the University of North Alabama

Ms. Jordan and Dr. Alexander commented on how this revised policy provides more clarity and strengthens the criteria when a nominee is considered for an honorary degree. With the recommendation of the Academic Affairs and Enrollment Management Committee, and upon motion by Ms. Jordan and second by Mr. Maples, the resolution was approved by unanimous vote.

B. Resolution Approving the Transition of the Current Honors Program to an Honors College at the University of North Alabama

Ms. Jordan and Dr. Alexander commented on the advantages of moving to an Honors College. This transition involves only minimal cost. With the recommendation of the Academic Affairs and Enrollment Management Committee, and upon motion by Mr. Ouellette and second by Mr. Trapp, the resolution was approved by unanimous vote.

C. Resolution Approving a School of the Arts in the College of Arts and Sciences at the University of North Alabama

Ms. Jordan and Dr. Alexander commented on how a designated School of the Arts helps to provide a unified vision and strategy for arts-based programs and enhances recruiting for students interested in these areas. With the recommendation of the Academic Affairs and Enrollment Management Committee, and upon motion by Ms. Jordan and second by Mr. Ouellette, the resolution was approved by unanimous vote.

D. 2017-2018 University of North Alabama Undergraduate Catalog Changes

Dr. Alexander noted the list of significant changes to this academic year's undergraduate catalog. There were no questions, and this information item required no action by the Board.

E. Update on Academic and Administrative Program Analyses

Dr. Alexander gave an overview of certain restructuring and other steps taken to enhance efficiency and reduce costs. Continued review will be a formal ongoing process as part of general internal operations. This information item required no action by the Board.

IX. ADVANCEMENT AND UNIVERSITY RELATIONS COMMITTEE MATTERS

Committee chair Trapp reported on the various topics covered during this committee's meeting on December 6. The following are items on today's agenda that stemmed from those committee discussions:

A. Update on UNA Foundation and University Endowments

Committee chair Trapp reported that the investment portfolio with Gerber Taylor is performing well and continuing with a positive trend of returns. This information item required no action by the Board.

B. UNA Campaign Update

Dr. Shaw gave an overview presentation on the University's giving campaign that has now raised more than \$33.9 million toward its \$35 million goal. The total university endowment now stands at \$34.4 million. This information item required no action by the Board.

C. Resolution of Appreciation to the City of Florence for the Installation of New University-Themed Street Signs

Following comments by Mr. Trapp, with the recommendation of the Advancement and University Relations Committee, and upon motion by Mr. Trapp and second by Mr. Pierce, the resolution was approved by unanimous vote.

D. Resolution of Request for Equitable State Funding for the University of North Alabama

Mr. Trapp reviewed a set of charts that speaks to the decades-long and continuing annual disparity in state funding for UNA versus other Alabama institutions on a per-student basis. Several Board members and President Kitts commented on this matter. Points made during the discussion:

- Funding inequity is a serious issue that requires Board involvement with more voices advocating for UNA with Montgomery lawmakers.
- UNA must be clear on its message to alumni and legislators statewide.
- UNA's position as to state appropriations when compared to its peers should be of serious concern to the entire Shoals community, given the University's economic impact on the region.
- Greater transparency is needed as to how funding decisions are made for individual institutions. The current allocation process in Montgomery is flawed.
- The lack of equity funding causes UNA to be forced to continue to raise tuition each year. Therefore, a strong student voice in demanding fairness is important as well.

With the recommendation of the Advancement and University Relations Committee, and upon motion by Mr. Trapp and second by Mr. Russell, the resolution was approved by unanimous vote.

X. CAMPUS LIFE AND ATHLETICS COMMITTEE MATTERS

Committee chair Pierce reported on the various informational topics covered during this committee's meeting on December 5. The following are items on today's agenda that stemmed from those committee discussions:

A. Resolution Approving Contractual Agreement with Adidas for Athletic Apparel and Shoes

Mr. Linder reviewed general terms of the agreement. With a financial outlay of \$125,000 per year for five years, this contract exceeds the \$250,000 threshold for requiring Board approval. With the recommendation of the Campus Life and Athletics Committee, and upon motion by Mr. Pierce and second by Ms. Jordan, the resolution was approved by unanimous vote.

B. Sports Programs upon Transition to Division I

Mr. Linder discussed the rationale for beach volleyball and women's golf to replace women's indoor and outdoor track in UNA's array of sports programs effective fall 2018. He noted several accomplishments since last December's announcement of UNA's plans to move to Division I, and he highlighted a few scheduling arrangements being discussed with FCS and FBS institutions. This information item required no action by the Board.

(Mr. Howard exited the meeting at this point at 12:35 p.m.)

XI. FINANCE, FACILITIES, AND PERSONNEL COMMITTEE MATTERS

Committee chair Russell reported on the various topics covered during this committee's meeting on December 6. The following are items on today's agenda that stemmed from those committee discussions:

A. Review of Financial Information for Fiscal Year Ending September 30, 2017

Per Mr. Thornton, the University ended the last fiscal year in solid financial shape. The financial statements were reviewed in more detail in last week's committee meeting, and there were no additional questions from Trustees. This item required no action by the Board.

B. Budgeting of Additional Funds Received during the 2016-2017 Fiscal Year

Mr. Thornton briefly reviewed this information item that required no action by the Board. There were no questions concerning the report.

C. Resolution Approving Agreement between the University of North Alabama and Collegis Education for the College of Arts and Sciences, College of Education and Human Sciences, and Anderson College of Nursing

Mr. Russell made introductory comments about the importance of expanding online programs, especially for non-traditional students. Dr. Alexander noted great success for the College of Business partnership with Collegis, as UNA now has the largest online MBA program in Alabama. This proposal would expand the Collegis relationship to provide similar support for UNA's 13 other online degree programs across the other three colleges. Mr. Thornton discussed the main contractual terms – i.e., financial commitment, provision for an opt-out clause, etc. Board members asked that administrators carefully track enrollment in online programs to ensure that UNA sees an appropriate "return on investment" that can be directly tied to Collegis efforts.

With the recommendation of the Finance, Facilities, and Personnel Committee, and upon motion by Mr. Russell and second by Mr. Ouellette, the resolution was approved by unanimous vote.

D. Resolution Authorizing Expenditure of Funds for Athletics Media Production and for Renovations to Flowers Hall

Following overview comments by Mr. Thornton, with the recommendation of the Finance, Facilities, and Personnel Committee, and upon motion by Mr. Russell and second by Mr. Trapp, the resolution was approved by unanimous vote.

E. Information Items:

- (1) **Space for Counseling Services** - Demand for services has grown significantly in recent years, and the Counseling Center has outgrown its current location. The University is evaluating options and looking to find suitable space for this student support area.
- (2) **Status of New Harrison Hall Construction Project for Anderson College of Nursing** - The Alabama Building Commission has now given preliminary approval for revised building plans. New bids will be received in the spring, with a timeline for construction to begin before the end of this fiscal year.
- (3) **Update to Campus Master Plan** - The University soon will issue a Request for Proposals (RFP) for a firm to assist with an update to the campus master plan. A campus committee will be formed to work on this project.

These information items required no action by the Board at this time.

XII. OTHER BUSINESS

A. Resolution Adopting a Code of Ethics for the University of North Alabama Board of Trustees

Mr. Abrams gave summary comments on the importance of having this document in place as a part of best practices among other institutions and for better alignment with SACS standards. Upon motion by Ms. Jordan and second by Mr. Maples, the resolution was approved by unanimous vote.

B. Status of UNA Board of Trustees Scholarship Endowment Fund

Mr. Abrams encouraged members of the Board to financially support this Trustees Scholarship Fund on an annual basis.

C. 2018 Board of Trustees Meeting Dates

Suggested dates for regular quarterly meetings – March 20, June 13, September 19, and December 12 – and two dates for advance committee meetings were identified by the President's Office and provided for calendar/planning purposes. Trustees were asked to advise of any serious scheduling conflicts that would warrant changes to the proposed dates.

XIII. MOTION FOR EXECUTIVE SESSION

Mr. Abrams noted that an executive session was needed to discuss two good name and character issues and to review pending legal matters. As an attorney licensed to practice law in the State of Alabama, Ms. Fite-Morgan was present and could affirm that the Board's discussion of these matters in executive session was authorized under Section 3 of the Code of Alabama that allows for executive session to discuss good name and character issues and the legal ramifications of potential litigation. Therefore, an executive session was in compliance with the Open Meetings Act. Upon motion by Mr. Maples, second by Mr. Russell, and a unanimous vote, the meeting recessed at 1:07 p.m. for a short break and then to enter into executive session.

At approximately 1:08 p.m., the Board entered into executive session with Ms. Fite-Morgan present as legal counsel. Also present were:

- Dr. Debbie Shaw to discuss proposing honorary naming of campus buildings for two individuals; and
- Mr. Evan Thornton to answer questions as to financial implications of pending legal matters.

The Board reconvened in regular session at 2:10 p.m. immediately following the executive session. Mr. Abrams called on Mr. Trapp to present two action items from the Advancement and University Relations Committee that stemmed from executive session discussions:

A. Resolution Authorizing Renaming of "The Commons" on the University of North Alabama Campus as the "Wendell W. Gunn University Commons"

Following comments by Mr. Trapp, upon motion by Mr. Maples and second by Mr. Pierce, the resolution was approved by unanimous vote.

B. Resolution Authorizing Naming of the Science and Technology Building on the University of North Alabama Campus as the "Mitchell Burford Science and Technology Building"

Following comments by Mr. Trapp, upon motion by Mr. Trapp and second by Mr. Russell, the resolution was approved by unanimous vote.

XIV. MOTION TO ADJOURN

There being no other business to come before the Board, upon motion by Mr. Ouellette, second by Mr. Maples, and a unanimous vote, the meeting adjourned at 2:13 p.m.

Approved March 20, 2018



President Pro Tempore



Secretary