

**MINUTES OF THE BOARD OF TRUSTEES
UNIVERSITY OF NORTH ALABAMA
FLORENCE, ALABAMA
11:00 a.m., Monday, December 19, 2016**

The Board of Trustees for the University of North Alabama met on Monday, December 19, 2016, in Banquet Hall A 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 28, 2016) was sent to Governor Robert Bentley in care of his Director of Constituent Affairs, requesting that the Governor call the December 19 quarterly meeting. 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 December 6, 2016.

On December 12, 2016, 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 Robert Bentley (the President of the Board), the meeting was called to order at 11:00 a.m. by Board President Pro Tempore Marty Abroms.

I. INVOCATION

The opening invocation was offered by Trustee Steve Pierce.

II. ROLL CALL

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

Trustee Marty Abroms	Trustee Todd Ouellette	Trustee Simpson Russell
Trustee Joel Anderson	Trustee Steve Pierce	Trustee Will Trapp
Trustee Libby Jordan		

(Trustee Rodney Howard was present for the 9:00 a.m. work session that adjourned at 10:20, but was unable to remain for the 11:00 meeting.)

Absent were Trustee Marcus Maples and ex officio members Governor Robert Bentley and State Superintendent of Education Michael Sentence.

Others present for all or part of the meeting:

- Ms. Amber Fite-Morgan, University Attorney and Chief Diversity Officer
- Mr. Mark Linder, Athletics Director
- Mr. Ron Patterson, Associate Vice President for Enrollment Management
- Dr. Debbie Shaw, Vice President for University Advancement
- Dr. John Thornell, Vice President for Academic Affairs and Provost
- Mr. Evan Thornton, Acting Chief Financial Officer
- Dr. Carmen Burkhalter, Dean of the College of Arts and Sciences
- Dr. Melvin Davis, Dean of Library and Educational Technology Services

- Dr. Donna Lefort, Dean of the College of Education and Human Sciences
- Dr. Vicki Pierce, Dean of the Anderson College of Nursing
- Dr. Joy Borah, Associate Vice President for Academic Affairs
- Dr. Vince Brewton, Director of the Honors Program
- Dr. David Brommer, President of Faculty Senate
- Mr. Michael Gautney, Assistant Vice President for Facilities Administration and Planning
- Ms. Sarah Green, President of Student Government Association and *ex officio* non-voting member of the Board
- Dr. Scott Infanger, Chair of the Shared Governance Executive Committee
- Dr. Kevin Jacques, President of Staff Senate
- Ms. Tammy Jacques, Assistant Vice President for Student Affairs and Title IX Coordinator
- Mr. Bret Jennings, Director of University Events
- Dr. Andrew Luna, Director of Institutional Research, Planning, and Assessment
- Dr. Chris Maynard, Associate Dean of the College of Arts and Sciences
- Ms. Audrey Mitchell, Director of Environmental Services and Housing Facilities Mgmt.
- Mr. Bryan Rachal, Director of University Communications and Marketing
- Mr., Jake Russell, University Events Conference Coordinator
- Mr. Jarrod Russell, Network Engineer
- Ms. Regina Sherrill, Senior Assistant to the President for Administration
- Dr. Chunsheng Zhang, Senior Vice Provost for International Affairs
- Members of the news media: Jennifer Edwards from the *TimesDaily*
Jasmine Fleming and Breanna Littrell from the *Flor-Ala*

III. APPROVAL OF AGENDA

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

IV. PRESENTATION FROM ENROLLMENT MANAGEMENT

This presentation was covered during the earlier morning work session.

V. APPROVAL OF MINUTES

A. September 16, 2016, Quarterly Board Meeting

Mr. Abrams submitted the minutes for approval. Upon motion by Ms. Jordan and second by Mr. Pierce, the minutes were approved unanimously as presented.

B. Resolution Approving Minutes of the December 6, 2016, Executive Committee Meeting of the Board of Trustees and Ratifying Committee Action Taken in that Meeting

Upon motion by Mr. Pierce and second by Mr. Anderson, the resolution was approved unanimously.

VI. REPORT OF THE PRESIDENT

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

- Notation that early indicators for fall 2017 enrollment are strong, as the number of new student applications are approximately 10% ahead of this time last year;
- Report that oversight committees for academic program and administrative office analyses have begun their work and that an update will be provided to Trustees at the next quarterly meeting in March;
- Commendation to the UNA football team for its fourth consecutive Gulf South Conference championship and for success that led to playing in this past weekend's Division II national championship game;
- Comments about the positive reception to the recent announcement to join the Atlantic Sun Conference and transition to Division I classification, and about the student body's strong support for this move.

At the conclusion of his report, Dr. Kitts recognized Dr. Brommer and Dr. Jacques, who presented to the Board on behalf of faculty and staff, respectively, resolutions of appreciation for the cost-of-living salary adjustments that employees received as of December 1. Mr. Abrams noted that Trustees realize these salary increases are long overdue and pledged that the Board will continue to strive to find resources to provide employee salary adjustments in a timely and appropriate manner.

Mr. Abrams also reiterated that the Board fully supports shared governance as a strong component of the academic program and administrative office analyses underway this year.

VII. REMARKS FROM CONSTITUENCY GROUP LEADERS

Mr. Abrams called on Dr. Brommer, Ms. Green, and Dr. Jacques for brief remarks on behalf of their respective groups.

As a side note and on behalf of the entire Board, Mr. Abrams commended the Athletics Department for its fall sports teams achieving another excellent season.

VIII. ACADEMIC AFFAIRS AND STUDENT LIFE COMMITTEE MATTER

2017-2018 University of North Alabama Undergraduate Catalog

This item was reviewed during the work session that preceded the Trustees meeting. There were no additional questions, and this item required no action by the Board.

IX. ADVANCEMENT AND UNIVERSITY RELATIONS COMMITTEE MATTER

Resolution Approving New Memorandum of Understanding between UNA and UNA Foundation

This item had been discussed during the work session that preceded the Board meeting, and Mr. Trapp provided additional summary comments. There being no additional questions, upon motion by Mr. Trapp and second by Mr. Pierce, the resolution was approved by unanimous vote. Mr. Pierce commended the hard work of the committee that spent many hours over the past several months to craft this new affiliation document between the two entities.

X. AUDIT, FINANCE, AND ADMINISTRATION COMMITTEE MATTERS

- A. Review Financial Information for Fiscal Year Ending September 30, 2016**
- B. Budgeting of Additional Funds Received During the 2015-2016 Fiscal Year**
- C. Review of Investments – UNA Foundation**
- D. Review of Investments – University Endowment**
- E. Status of New Nursing Building Construction Project**

All of these information items were reviewed during the December 12 Finance Committee meeting and during the work session that preceded today's Trustees meeting. There were no additional questions, and these items required no action by the Board. Mr. Thornton affirmed a deadline of June 30, 2017, for receipt of the FY 2015-2016 audit, but noted that accountants expect to have it completed by March.

XI. OTHER BUSINESS

A. Trustee Appointee to UNA Foundation Board of Directors

The new structure for the Foundation Board of Directors and Foundation Executive Committee includes one member of the UNA Board of Trustees. As Board President Pro Tempore, Mr. Abroms has appointed Mr. Trapp to this position. This item required no action by the Board.

B. Proposed Revisions to Board Committee Structure

Dr. Kitts gave an overview of proposed changes to the Board of Trustees bylaws that would revise the committee structure and enable these groups to function more efficiently. Suggested modifications were presented as an information item at this meeting, with a view toward seeking approval of these changes at the next quarterly Trustees meeting in March. This item required no action by the Board at this point, but Dr. Kitts and Mr. Abrams asked that Board members review the proposal and offer any feedback during the interval until the next Trustees meeting.

C. Status of UNA Board of Trustees Scholarship Endowment Fund

Dr. Shaw reviewed this matter and encouraged consideration of year-end gifts. This matter required no action by the Board.

D. 2017 Board of Trustees Meeting Dates

Mr. Abrams asked Trustees to consult their individual calendars and advise by the end of December if there are any conflicts with the proposed 2017 Board meeting dates.

XII. MOTION FOR EXECUTIVE SESSION

Mr. Abrams noted that the Board needed to enter into executive session to discuss good name and character issues related to an item from the Honorary Degrees and Building Names Committee; to discuss negotiations to buy, sell, or lease property; and to discuss pending legal matters. Ms. Fite-Morgan gave a legal opinion that an executive session is proper under the provisions of the Open Meetings Act. Upon motion by Mr. Anderson, second by Mr. Trapp, and a unanimous vote, the meeting recessed at 11:41 a.m. to enter into a brief executive session.

At approximately 11:43 a.m., the Board entered into executive session with legal counsel Amber Fite-Morgan present. Ms. Fite-Morgan is an attorney licensed to practice law in the State of Alabama and could certify 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 legal ramifications of threatened litigation, the general reputation and character of an individual, and negotiations related to the possible purchase of property. Therefore, the executive session was in compliance with the Open Meetings Act.

The Board reconvened in regular session at 12:23 p.m. immediately following the executive session, and Mr. Anderson exited the meeting. Honorary Degrees and Building Names Committee chair Jordan reported that a **Resolution Approving Honorary Doctoral Degree for Wendell Gunn** was presented in executive session and viewed favorably by the Board. Mr. Ouellette then moved approval of the resolution. Mr. Pierce seconded the motion, and the resolution was approved by unanimous vote. The Board had no other action items to present from its discussions in executive session.

XIII. MOTION TO ADJOURN

There being no other business to come before the Board, upon motion by Mr. Pierce, second by Mr. Russell, and a unanimous vote, the meeting adjourned at 12:25 p.m.

Approved March 14, 2017



President Pro Tempore



Secretary