

MINUTES OF THE BOARD OF TRUSTEES
UNIVERSITY OF NORTH ALABAMA
FLORENCE, ALABAMA
11:30 a.m., Monday, December 15, 2014

The Board of Trustees for the University of North Alabama met on Monday, December 15, 2014, in the Loft 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 21, 2014) was sent to Governor Robert Bentley in care of his Director of Constituent Affairs, requesting that the Governor call the December 15 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 November 24, 2014.

On December 8, 2014, Board members were sent a notebook containing the agenda, proposed resolutions, and supporting documents for all items of discussion.

In the absence of Governor Robert Bentley (the President of the Board), the meeting was called to order at 11:30 a.m. by Board President Pro Tempore Marty Abroms. *(The 9:00 work session preceding the formal Board meeting concluded later than expected.)*

I. INVOCATION

The opening invocation was offered by Trustee Steve Pierce.

II. ROLL CALL

The roll was called by President John G. Thornell, and the following members were present:

Trustee Marty Abroms	Trustee Libby Jordan	Trustee Simpson Russell
Trustee Lisa Ceci	Trustee Marcus Maples	Trustee Will Trapp
Trustee Rodney Howard	Trustee Steve Pierce	

Absent were Trustee Joel Anderson, ex officio members Governor Robert Bentley and State Superintendent of Education Dr. Tommy Bice.

Others present for all or part of the meeting:

- Dr. Thomas Calhoun, Vice President for Enrollment Management and Interim Vice President for Academic Affairs and Provost
- Mr. Clinton Carter, Vice President for Business and Financial Affairs
- Dr. Dan Hendricks, Vice President for University Advancement
- Mr. David Shields, Vice President for Student Affairs
- Dr. Birdie Bailey, Dean of the College of Nursing
- Dr. Carmen Burkhalter, Dean of the College of Arts and Sciences
- Dr. Greg Carnes, Dean of the College of Business
- Dr. Melvin Davis, Dean of Library and Educational Technology Services
- Dr. Donna Lefort, Dean of the College of Education and Human Sciences

- Ms. Brenda Baker, Assistant to the President for Scheduling and Events
- Dr. Vince Brewton, Interim Assistant Vice President for Enrollment Management
- Ms. Kari-Kay Cassady, Human Resources Coordinator
- Ms. Cindy Conlon, Assistant Vice President for Business Services
- Mr. Michael Gautney, Assistant Vice President for Facilities Administration and Planning
- Ms. KeKoria Greer, President of Student Government Association and *ex officio* non-voting member of the Board
- Mr. Bob Hill, Board of Trustees legal counsel
- Dr. Scott Infanger, President of Faculty Senate
- Dr. Judy Jackson, Associate Vice President for Advancement Services
- Dr. Kevin Jacques, Director of Residence Life
- Mr. Mark Linder, Athletics Director
- Dr. Andrew Luna, Director of Institutional Research, Planning, and Assessment
- Ms. Carol Lyles, Director of Alumni Relations
- Ms. Kim Mauldin, Director of Admissions
- Dr. Chris Maynard, Associate Dean of College of Arts and Sciences
- Mr. Josh Penny, Athletic Trainer
- Dr. Greg Pitts, Chair of the Communications Department
- Mr. Bryan Rachal, Director of University Communications and Marketing
- Ms. Regina Sherrill, Assistant to the President for Administration
- Ms. Melissa Thornton, Assessment Coordinator for Institutional Research, Planning, and Assessment
- Ms. Donna Tipps, Controller
- Ms. Darlene Townsend, Chair of the Shared Governance Executive Committee
- Dr. Molly Vaughn, Associate Director of Institutional Research, Planning, and Assessment and Vice President of Staff Senate
- Ms. Shannon Wells, University Photographer
- Ms. Catherine White, Assistant Vice President for Human Resources
- Dr. Chunsheng Zhang, Senior Vice Provost for International Affairs
- Members of the news media: Jennifer Edwards from the *TimesDaily*
 Ashley Remkus from the *Flor-Ala*
 Carter Watkins from WHNT-TV 19

III. APPROVAL OF AGENDA

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

IV. APPROVAL OF MINUTES

- A. September 8, 2014, Quarterly Board Meeting**
- B. November 3, 2014, Special Board Meeting**
- C. November 5, 2014, Reconvened Board Meeting**

Mr. Abrams submitted the minutes for approval. Upon motion by Ms. Jordan and second by Ms. Ceci, the minutes were approved unanimously, separately and severally.

V. REPORT OF THE PRESIDENT AND REMARKS FROM CONSTITUENCY GROUPS

Dr. Thornell gave a brief verbal summary to the Board on the current state of the University. Mr. Abrams then called on Ms. Greer, Dr. Infanger, and Dr. Vaughn (in the absence of Staff Senate President Jimmy Waddell) for brief remarks on behalf of their respective constituency groups.

VI. AUDIT, FINANCE, AND ADMINISTRATION COMMITTEE MATTERS

- A. Review Financial Information for Fiscal Year Ending September 30, 2014; Report on Completion of Fiscal Year 2012-2013 Audit**
- B. Process Whereby Additional Funds Received During the 2013-2014 Fiscal Year Were Budgeted**
- C. 2015-2016 UNA Executive Budget Office (EBO) Request**
- D. Review of Investments – University**
- E. Review of Investments – UNA Foundation**
- F. Changes to Funds Investment Policy**
 - 1. Policy for UNA Foundation**

All of these items were thoroughly discussed during the work session that preceded the Board meeting. There were no additional questions, and these items required no action by the Board.

2. Resolution Approving a Revised Funds Investment Policy for the University Endowment

Following introductory comments by Mr. Carter, Finance Committee Chair Russell noted that the resolution is recommended for approval. Upon motion by Mr. Russell and second by Mr. Pierce, the resolution was approved unanimously.

G. Resolution Approving a University of North Alabama Special Voluntary Retirement Incentive Program

With correction of a typographical error in the last paragraph of the resolution (the word “approved” should read “approve”), Mr. Russell advised that the Finance Committee recommends the resolution for adoption and made a motion for approval. Ms. Ceci seconded the motion. Mr. Abroms commended the University administration for working to reduce personnel costs long-term without adversely affecting the academic quality of the institution. There being no questions or further comments, the resolution was approved by unanimous vote.

H. Resolution Authorizing Signatories on University Financial Accounts

Mr. Carter briefly reviewed the provisions of the resolution. Upon motion by Mr. Russell and second by Ms. Jordan, the resolution was approved unanimously.

VII. ACADEMIC AFFAIRS AND STUDENT LIFE COMMITTEE MATTERS

A. Resolution Approving the 2015-2016 University of North Alabama Undergraduate Catalog

Academic Affairs and Student Life Committee Chair Jordan reported that this item was discussed during the work session that preceded the Board meeting. With no additional questions, upon motion by Ms. Jordan and second by Mr. Trapp, the resolution was approved unanimously.

B. University of North Alabama’s Mission and Vision Statement

C. Comparative Performance Data and Peer Institutions for UNA

D. Survey of Students Admitted but Not Enrolled

E. Five-Year Strategic Enrollment Management Plan

F. UNA First 30

G. Change in Cluster Hall Contracts

All of these remaining information items in Section VII of the agenda were thoroughly discussed during the work session that preceded the Board meeting (including the Board’s periodic review of the Mission and Vision Statement with no recommended changes at this time). There were no additional questions, and these items required no action by the Board.

VIII. HONORARY DEGREES AND BUILDING NAMES COMMITTEE MATTER

Resolution Authorizing Naming of the University of North Alabama Athletic Training Room as the “Johnny O. Long Athletic Training Facility”

Honorary Degrees and Building Names Committee Chair Jordan reported that this item was considered by the Committee at its meeting in November, was discussed during the work session that preceded the Board meeting, and is now recommended to the full Board for adoption. Mr. Pierce moved approval, and the motion was seconded by Mr. Howard. Mr. Abrams and Mr. Pierce commented on Mr. Long’s decades of service to the University and noted that he is deserving of this honor. There being no questions or further comments, the motion was approved by unanimous vote.

IX. OTHER BUSINESS

A. Resolution in Support of Revisions to Section 16-51-4 of the Code of Alabama, 1975, Concerning Meetings of the UNA Board of Trustees

Dr. Thornell reviewed the proposed revisions to the state statute that would allow for emergency meetings, for the Board President Pro Tempore to call special meetings, and for Trustees to be able to vote and have their remote presence counted toward a quorum if participating in a meeting from a remote location through the use of modern technology (i.e., telephone conference call, video conference, etc.). He noted that these language revisions are being implemented at most other institutions as well. Mr. Pierce expressed that videoconference is preferable so that any Trustee not physically present in the meeting room can be both heard and seen (and conversely, can both hear and see the others in the meeting room). The President’s Office will explore the technology means necessary to allow for videoconference in the event that a Board member cannot physically be present at a meeting. Upon motion by Ms. Ceci and second by Mr. Maples, the resolution was approved unanimously. It was noted that this resolution is simply a show of endorsement of state statute changes (as action by the State Legislature is required to amend the Code of Alabama), and this resolution will be provided to the local legislative delegation with a request that a bill be introduced in the upcoming session that will propose these statutory revisions.

B. Resolution in Support of Amendment of Code of Alabama, 1975, Section 16-51-3

C. Resolution Proposing New Trustee Service Term End Dates in Support of Reduced Length of Service Term on UNA Board of Trustees

Mr. Abrams provided explanatory comments on these resolutions. It was recognized that the proposed amendments to the resolution at IX-B are merely editorial in nature to modernize the state statute language with regard to current Alabama congressional districts. With regard to the resolution at IX-C, Mr. Howard suggested that all proposed

new service term end dates fall on the same day of each given year. Mr. Russell moved approval of the resolutions subject to the amendment that all dates in the column “Proposed New Service Term End Dates to be Assigned by Governor” be September 30 of the year stated for each Trustee. The motion was seconded by Mr. Trapp. In further discussion, it was recommended that all dates in the column “New 6-Year Service Term End Date for Reappointment or Replacement Trustee Thereafter” be September 30 rather than December 31 of the year stated for each Trustee. Mr. Russell revised his previous motion to include adoption of the resolutions subject to both of these amendments. Mr. Trapp seconded, and the motion was approved unanimously. Ms. Jordan noted a clarification needed in the statutory language of *Code of Alabama* Section 16-51-3 that should be revised to read, “The board of trustees shall consist of a minimum of six members who are residents of the fourth and fifth congressional districts....” Upon motion by Ms. Jordan and second by Ms. Ceci, it was unanimously agreed that this wording be proposed as a further revision to Section 16-51-3 in the University’s request for legislative action to effect all of these proposed amendments in Section 16-51 as set forth in the three resolutions above.

D. Resolution Approving Presidential Employment Contract for Dr. Kenneth Kitts to Serve as the 20th President of the University of North Alabama

Mr. Abrams highlighted some of the general elements of the proposed employment contract in contrast to provisions in the contract for former President Bill Cale. The proposed Kitts contract was endorsed by Finance Committee at its December 10 meeting and is now recommended for approval by the full Board. A minor editorial amendment was proposed at the end of the first sentence in Section 2.4 to insert the word “the” so that the end of the sentence reads, “...*the best interest of the Board or the University.*” Upon motion by Mr. Russell and second by Mr. Trapp, the resolution was approved unanimously with Section 2.4 of the employment contract so amended.

E. Update on UNA Athletics

Mr. Linder reported that UNA fall sport athletic teams accumulated a win-loss record of 22-2 in a total of 24 home contests this fall. He also commended two student-athletes who received significant honors this fall – Lee Mayhall, who was named a football Academic All-American with a 4.00 GPA, and Chloe Richards, who was named the National Division II Soccer Player of the Year.

F. Selection of March, September, and December, 2015, Meeting Dates

The Board agreed that the President’s Office should determine proposed meeting dates and send that information to the Trustees.

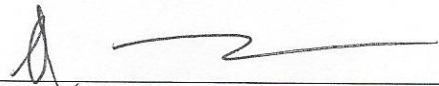
X. MOTION FOR EXECUTIVE SESSION

There were no items to discuss in executive session.

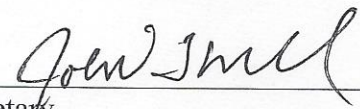
XI. MOTION TO ADJOURN

There being no other business to come before the Board, upon motion by Mr. Trapp, second by Mr. Abrams, and a unanimous vote, the meeting adjourned at 12:40 p.m.

Approved March 17, 2015



President Pro Tempore



Secretary