

**MINUTES OF THE BOARD OF TRUSTEES
UNIVERSITY OF NORTH ALABAMA
FLORENCE, ALABAMA
1:30 p.m., Wednesday, June 19, 2019**

The Board of Trustees for the University of North Alabama met on Wednesday, June 19, 2019, 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 May 28, 2019) was sent via email to Governor Kay Ivey in care of her Director of Constituent Affairs, requesting that the Governor call the quarterly meeting for June 19. 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 May 30, 2019. On June 12, 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.

Board President Pro Tempore Simpson Russell called the meeting to order at 1:28 p.m.

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 in attendance:

| | | |
|-----------------------|------------------------|-------------------------|
| Trustee Marty Abroms | Trustee Marcus Maples | Trustee Simpson Russell |
| Trustee Joel Anderson | Trustee Todd Ouellette | Trustee Will Trapp |
| Trustee Libby Jordan | Trustee Steve Pierce | Trustee Anne Whitaker |

Therefore, a quorum was present. Absent were ex officio member Governor Kay Ivey and Trustee Gary Smith.

Others present for all or part of the meeting:

- Dr. Ross Alexander, Vice President for Academic Affairs and Provost
- Ms. Amber Fite-Morgan, General Counsel
- Dr. Kimberly Greenway, Vice President for Student Affairs
- Mr. Kevin Haslam, Vice President for University Advancement
- Mr. Mark Linder, Athletics Director
- Mr. Evan Thornton, Vice President for Business and Financial Affairs
- Mr. Bishop Alexander, President of Staff Senate
- Dr. Sara Lynn Baird, Associate Dean of the College of Arts and Sciences
- Dr. Jana Beaver, Associate Dean of the College of Business
- Dr. Joy Borah, Senior Associate Vice President for Academic Affairs
- Dr. Carmen Burkhalter, Dean of the College of Arts and Sciences
- Ms. Michelle Eubanks, Interim Associate Director of Univ. Communications and Marketing

- Dr. Wendell Gunn, Alumnus
- Ms. Laura Hamner, Coordinator of Annual Giving
- Dr. Kevin Jacques, Director of University Center and Event Operations
- Ms. Leah Johnson, University Videographer/Photographer
- Dr. Katie Kinney, Dean of the College of Education and Human Sciences
- Ms. Erin Letson, College Development Gift Officer
- Mr. Sam Mashburn, President of Student Government Association
- Mr. Mitchel Moon, Associate Director for Digital Communications
- Dr. Kristy Oden, Dept. Chair, Nursing and Health Professions – Graduate Program
- Dr. Lee Renfroe, President of Faculty Senate
- Mr. Jake Russell, Conference Coordinator
- Ms. Regina Sherrill, Senior Assistant to the President for Administration
- Ms. Amanda Sherrod, Director of Donor Relations and Prospect Management
- Ms. Barbie Terry, Interim Assistant Vice President for University Advancement
- Ms. Lisa Rickman, *TimesDaily* reporter
- Mr. Matt McKean, *TimesDaily* photographer

III. APPROVAL OF AGENDA

There were no objections to the meeting agenda as presented.

IV. APPROVAL OF CONSENT AGENDA ITEMS

Mr. Russell submitted the following items for consideration for collective approval:

- A. Minutes of March 22, 2019, Quarterly Board Meeting
- B. Minutes of May 22, 2019, Board Executive Committee Meeting
- C. Resolution of Commendation to Rodney L. Howard, Member, Board of Trustees for the University of North Alabama, 2008-2019
- D. Resolution of Commendation to Justin M. “Bishop” Alexander, 2018-2019 Staff Senate President, University of North Alabama
- E. Resolution of Commendation to Chase Holcombe, 2018-2019 Student Government Association President, University of North Alabama
- F. Resolution of Commendation to Scott Infanger, 2018-2019 Faculty Senate President, University of North Alabama
- G. Resolution of Commendation to Dr. Deborah Shaw, Interim Vice President for University Advancement for the University of North Alabama

Upon motion by Mr. Abrams and second by Ms. Jordan, the consent agenda items listed above were approved separately and severally by unanimous vote.

V. REPORT OF THE PRESIDENT AND Q&A ON EXECUTIVE COUNCIL DIVISIONAL ANNUAL REPORTS

Dr. Kitts gave a brief summary on the state of the University from a prepared text. Remarks included an overview of enrollment projections for fall, recent success in student recognition with the Fulbright Program, diversity initiatives, accomplishments with regard to the institutional strategic plan, and the budget outlook for FY 2019-2020. He particularly noted that the plan to restructure tuition and fees (as presented later in today's meeting agenda) makes UNA a leader in the State by giving a more honest and transparent presentation of the true cost of attendance. This repackaging of tuition and fees leads to a modest overall tuition increase for next year for a full-time student. However, UNA will remain 9th among Alabama's 14 four-year institutions in terms of cost of attendance, despite ranking 14th of 14 in terms of per-student funding from the State. This funding ranking remains unchanged even with a 9.4% state appropriation increase for next year that adds \$2.8 million to the institutional operating budget.

There were no questions raised with regard to the annual divisional reports.

VI. ACADEMIC AFFAIRS AND ENROLLMENT MANAGEMENT COMMITTEE MATTERS

Committee chair Trapp asked Dr. Alexander to review items on today's agenda that stemmed from this committee's meeting on June 13.

A. Resolution Approving Micro-credentials in the Areas of Healthcare Simulation, Instructional Technology and Design, Professional Accounting, and Spanish for the Standardized Clinical Encounter

Dr. Alexander provided summary comments and noted that, upon final approval from the Alabama Commission on Higher Education, these micro-credential programs will be implemented in January 2020. With the recommendation of the Academic Affairs and Enrollment Management Committee and upon motion by Mr. Trapp and second by Mr. Pierce, the resolution was approved by unanimous vote.

B. Action Items from Year 1 of 2019-2024 Strategic Plan

Dr. Alexander gave an overview of accomplishments with regard to the strategic plan. Academic departments are developing their own strategic plans that align with the themes in the broader institutional document. The Academic Affairs and Enrollment Management Committee has suggested that this type of update be provided twice each year, so this topic will be revisited again at the December Board meeting. Ms. Whitaker asked that future reports also identify any "gaps" or areas in need of further attention. This matter required no action by the Board.

C. Program Analysis Update on Academic Program Trends

Dr. Alexander reviewed this information item as a follow-up to the 2017 program review. Continual updates to this analysis drive decision making as to allocation and reallocation of resources. The current report is a fall 2017 to fall 2018 review, and some academic programs saw upward shifts during this past spring semester. Mr. Trapp asked that future reports also include information as to national trends in various programs. This matter required no action by the Board.

VII. ADVANCEMENT AND UNIVERSITY RELATIONS COMMITTEE MATTER

Committee chair Abroms brought forward one information item from this committee's meeting on June 13. He called on Mr. Trapp as the Board's representative on the UNA Foundation Board of Directors to review the **Update on UNA Foundation and University Endowments**. The Foundation Board is pleased with SEI's management of assets and with its format of periodic investment reports.

VIII. CAMPUS LIFE AND ATHLETICS COMMITTEE MATTERS

Committee chair Pierce reported on topics covered during this committee's June 12 meeting. He asked Mr. Mashburn to comment on the work of the Town/Gown Committee and particularly, as to those activities of cooperation that directly involve the student body.

Mr. Linder was asked to share a handout on NCAA Division I recruiting rules, and he directed the Board to general restrictions described therein that prohibit any activities that can be perceived as recruiting "contacts" with potential student-athletes. Mr. Linder also was asked to comment on UNA's success with the Academic Progress Rate (APR) in the Athletics Department. The NCAA requires an APR of 930 at Division I. UNA's score last fall was 977, indicating that our student-athletes are doing well in the classroom.

Two items on today's agenda stemmed from discussions in the Campus Life and Athletics Committee meeting:

A. Update on University Stadium Workgroup

Mr. Linder reported that the Workgroup is finishing the final draft of its report that should be presented to the President by early July. He reminded the Board that the Workgroup was formed earlier this spring in response to a student-led initiative.

B. Resolution of Appreciation to Walter B. Ingle, Jr. for His Long-Time Support of the UNA Athletics Program

Mr. Pierce submitted for consideration this resolution that stemmed from a UNA Sportsman's Club recommendation and that was endorsed by the Campus Life and Athletics Committee. Upon motion by Mr. Anderson and second by Mr. Abroms, the resolution was approved by unanimous vote.

IX. FINANCE, FACILITIES, AND PERSONNEL COMMITTEE MATTERS

Committee chair Ouellette reported on the various topics covered during this committee's meeting on June 13 and that are on today's meeting agenda:

A. Review of Financial Information for Quarter Ending March 31, 2019

Quarterly financial reports were thoroughly reviewed in the committee setting. However, Mr. Thornton noted the \$1.4 million transfer to institutional reserves this fiscal year, up from \$500,000 added to the reserve balance in FY 2017-2018. There were no questions from Trustees, and this item required no action by the Board.

B. Resolution Approving Proposed University Tuition and Fees for the 2019-2020 Academic Year

Mr. Ouellette gave an overview of this resolution and emphasized similar points made earlier in the President's report about how this fee restructuring gives more transparency and a true reflection of cost of attendance. He noted that UNA is very comparable to its sister institutions in terms of tuition and fees in spite of receiving much less state funding on a per-student basis. There being no questions, with the recommendation of the Finance, Facilities, and Personnel Committee and upon motion by Mr. Ouellette and second by Mr. Pierce, the resolution was approved by unanimous vote.

C. Resolution Approving Purchase of Real Property at 541 W. College Street

Following summary comments by Mr. Ouellette, including a notation that acquisition of this property fits well with the campus master plan, with the recommendation of the Finance, Facilities, and Personnel Committee and upon motion by Mr. Pierce and second by Mr. Trapp, the resolution was approved by unanimous vote.

D. Resolution Approving Changes to the Tuition Remission Policy

Mr. Ouellette reviewed this resolution and the major changes associated with this employee benefit. With the recommendation of the Finance, Facilities, and Personnel Committee and upon motion by Ms. Whitaker and second by Ms. Jordan, the resolution was approved by unanimous vote.

E. Resolution Adopting the 2019 Campus Master Plan Update for the University of North Alabama

Mr. Ouellette noted that the Board has had opportunities for input during the development of the master plan update, most recently during a presentation and discussion setting after last week's Finance, Facilities, and Personnel Committee meeting. The campus master plan is designed as a "living document" that may need to change over time as circumstances warrant. With no additional questions and with the Committee's recommendation, upon motion by Mr. Ouellette and second by Mr. Trapp, the resolution was approved by unanimous vote.

F. Resolution Authorizing Solicitation of Bids and Expenditure of Funds for Chiller System for Rice & Rivers Halls

Following summary comments by Mr. Ouellette, with the recommendation of the Finance, Facilities, and Personnel Committee and upon motion by Mr. Ouellette and second by Mr. Anderson, the resolution was approved by unanimous vote.

G. Resolution Authorizing Solicitation of Bids and Expenditure of Funds for Exterior Repairs to Student Housing Buildings

Following summary comments by Mr. Ouellette, with the recommendation of the Finance, Facilities, and Personnel Committee and upon motion by Mr. Ouellette and second by Ms. Whitaker, the resolution was approved by unanimous vote.

H. Information Items

- (1) **Public Posting of Financial Disclosure Information** – This information item is provided in the meeting materials as a part of each June agenda. It required no action by the Board.
- (2) **Risk Assessment/Internal Control Policy Annual Report** – This information item is provided in connection with each June meeting and reveals no new issues of concern. The senior administration continues to monitor and address any areas of potential institutional risk.
- (3) **Master Facilities Inventory** - Trustees were provided with the link to view online a general inventory report and an interactive model of campus that can give details on any specific building.

None of these information items required any action by the Board.

X. OTHER BUSINESS

A. Resolution Approving Amendments to the Bylaws of the Board of Trustees for the University of North Alabama to Correspond to Statutory Revisions Set Forth in Act 2019-24 of the Alabama Legislature

Mr. Russell explained that this resolution that is designed to update Board bylaws in light of a 12th trustee seat being authorized by passage of House Bill 64 during this spring's legislative session. The bill was retitled Act 2019-24 upon the Governor's signature, and its provision for addition of a new Board member takes effect July 1, 2019. Upon motion by Ms. Whitaker and second by Mr. Abrams, the resolution was approved by unanimous vote.

B. Trustees Annual Reaffirmation of Acknowledgement of Fiduciary Duties

Following comments by Mr. Russell, Board members collectively reaffirmed and acknowledged their fiduciary role with the University by submitting signed individual reaffirmation statements at the conclusion of the meeting. These signed statements will be held on file in the President's Office as documentation in support of compliance with SACS accreditation standards.

XI. MOTION FOR EXECUTIVE SESSION

Mr. Russell noted that an executive session was needed to discuss pending legal matters and that no additional action items were expected to come forward at the conclusion thereof. As an attorney licensed to practice law in the State of Alabama, Ms. Fite-Morgan could affirm that the Board's discussion of these matters in executive session is authorized under Section 3 of the Code of Alabama that allows for executive session to discuss legal ramifications of potential litigation and the general reputation and character of an individual. Therefore, an executive session would be in compliance with the Open Meetings Act. Upon motion by Mr. Trapp, second by Mr. Pierce, and a unanimous vote, the meeting recessed at 2:32 p.m. for a short break and to enter into executive session.

At approximately 2:35, the Board entered into executive session. Ms. Fite-Morgan as legal counsel and Dr. Alexander as Provost remained in the room with Dr. Kitts and the Board for the discussion of legal matters during this closed session.

The Board reconvened in regular session at 2:47 p.m. immediately following the executive session. No new action items stemmed from discussion in closed session.

MOTION TO ADJOURN

There being no other business to come before the Board, upon motion by Mr. Ouellette, second by Mr. Abrams, and a unanimous vote, the meeting adjourned at 2:48 p.m.

Approved September 20, 2019



President Pro Tempore



Secretary