MINUTES OF THE BOARD OF TRUSTEES  
UNIVERSITY OF NORTH ALABAMA  
FLORENCE, ALABAMA  
11:00 a.m., Monday, September 10, 2012

The Board of Trustees for the University of North Alabama met at 11:00 a.m. on Monday, September 10, 2012, 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, pursuant to the schedule of meeting dates for 2012 as agreed upon in the Board’s last quarterly meeting of 2011. A letter from three Trustees (dated August 20, 2012) was sent to Governor Robert Bentley in care of his Director of Constituent Affairs, requesting that the Governor call the September 10 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 August 31, 2012. On August 31, 2012, 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 11:33 a.m. by Board President Pro Tempore Rodney Howard (the preceding work session had not ended until 11:10, which delayed the start of the official Trustees meeting).

I. INVOCATION

The opening invocation was offered by Trustee Steve Pierce.

II. ROLL CALL

The roll was called by President William G. Calc, Jr., and the following members were present:

- Trustee Marty Abrams
- Trustee Joel Anderson
- Trustee Richard Cater
- Trustee Lisa Ceci
- Trustee John Cole
- Trustee Rodney Howard
- Trustee Libby Jordan
- Trustee Steve Pierce
- Trustee Harvey Robbins

Absent were ex officio members Governor Robert Bentley and State Superintendent of Education Dr. Thomas R. Bice.

Also seated at the Board table by invitation but in a non-voting capacity were:
- Mr. Jim Eubanks, Staff Senate President
- Dr. Marilyn Lee, Faculty Senate President
- Mr. Will Riley, Student Government Association President and ex officio member of the Board

Others present for all or part of the meeting:
- Dr. Judy Jackson, interim Vice President for University Advancement
- Mr. David Shields, Vice President for Student Affairs
- Dr. Steve Smith, Vice President for Business and Financial Affairs
- Dr. John Thornell, Vice President for Academic Affairs and Provost
• Dr. Thomas Calhoun, Associate Vice President for Academic Affairs  
• Dr. Birdie Bailey, Dean of the College of Nursing and Allied Health  
• Dr. Kerry Gatlin, Dean of the College of Business  
• Dr. Vagn Hansen, Dean of the College of Arts and Sciences  
• Dr. Donna Lefort, Dean of the College of Education  
• Ms. Cindy Corlson, Director of Procurement  
• Dr. Melvin Davis, Director of Library Services  
• Mr. Michael Gautney, Director of Facilities Administration and Planning  
• Mr. Bob Hill, Governmental Relations Consultant and Board of Trustees Legal Counsel  
• Mr. Bret Jennings, Director of University Events  
• Mr. Mark Linder, Athletics Director  
• Dr. Andrew Luna, Director of Institutional Research, Planning, and Assessment  
• Ms. Carol Lyles, Director of Alumni Relations  
• Mr. Bob Pastula, University Police Chief  
• Ms. Regina Sherrill, Assistant to the President for Administration  
• Ms. Melody Stewart, Athletics Annual Fund/Major Gifts Officer  
• Ms. Donna Tipps, Controller  
• Mr. Todd Vardaman, Assistant Athletics Director for Compliance  
• Ms. Shannon Wells, University Photographer  
• Mr. Josh Woods, Director of University Communications  
• Dr. Chunsheng Zhang, Vice Provost for International Affairs  
• Ms. Jennifer Edwards, TimesDaily reporter  
• Mr. Josh Skaggs, Flor-Ala reporter

III. APPROVAL OF AGENDA

Mr. Howard submitted the agenda for approval and noted the addition of a Resolution Declaring the Intent of the University of North Alabama to Participate in NCAA Division I Athletics under Section VIII, Other Business. Upon motion by Mr. Anderson and second by Ms. Ceci, the agenda was approved unanimously as so amended.

IV. APPROVAL OF MINUTES

A. June 11, 2012, Annual Board Meeting
B. Reconvened July 20, 2012, Board Meeting

Mr. Howard submitted both sets of minutes together for approval. Upon motion by Mr. Robbins and second by Mr. Cater, the minutes were approved unanimously as presented.
C. Resolution Approving Minutes of the August 10, 2012, Executive Committee Meeting of the Board of Trustees, and Ratifying Committee Action Taken in That Meeting

Mr. Howard submitted the resolution for approval. Upon motion by Mr. Cater and second by Mr. Abroms, the resolution was approved unanimously.

V. REPORT OF THE PRESIDENT AND REMARKS FROM CONSTITUENCY GROUPS

Dr. Cale began his remarks by discussing enrollment data that he distributed to the Trustees for review. The administration continues to discuss various strategies for increasing retention and enrollment. UNA compares favorably with other institutions in Alabama in the majority of data categories, but continues to seek ways to excel.

Dr. Cale then gave a brief summary report to the Board on the current state of the University during which he provided an update on construction projects and noted the findings of this year's economic impact study (UNA's impact on the region is around $280 million).

Mr. Howard then called on Mr. Eubanks, Dr. Lee, and Mr. Riley for brief remarks on behalf of their respective constituency groups.

VI. AUDIT, FINANCE, AND ADMINISTRATION COMMITTEE MATTERS

A. Resolution Approving the University of North Alabama Proposed FY 2012-2013 Budgets

The resolution was discussed at length during the earlier morning work session. After additional comments by Dr. Smith, upon motion by Mr. Abroms and second by Mr. Anderson, the resolution was approved unanimously.

B. Resolution Authorizing the President to Budget Additional Funds for FY 2012-2013

This resolution was discussed at length during the earlier morning work session, and Mr. Abroms noted that it was his intent to submit an amended resolution for approval at the official Board meeting. However, following discussions during the break between the two sessions, and based on the fact that current practice described in the resolution has been in place for a number of years, Mr. Abroms moved approval of the resolution as presented, but asked that the President and Business Affairs have more involvement from the Board in the budgeting of any additional unrestricted funds. Mr. Abroms will work with the administration on language appropriate to submit a modified resolution to the
Board at the next quarterly meeting in December. Mr. Pierce seconded the motion, and the resolution was approved unanimously.

C. **Review of Financial Statements for Quarter Ending June 30, 2012**

The Board reviewed financial information for the third quarter of fiscal year 2011-2012 during the earlier morning work session. There were no additional questions, and this item required no action by the Board.

D. **Review of Investments**

The Board reviewed performance of the portfolio managed by Wells Fargo during the earlier morning work session. There were no additional questions, and this item required no action by the Board.

E. **Resolution Confirming the University’s Adherence to a Series 2012A Bond Issue Financial Disclosure Covenant and Subsequent Reporting to the Board of Trustees**

The resolution had been reviewed during the earlier morning work session, and Dr. Smith made a few additional comments. Upon motion by Mr. Cater and second by Ms. Ceci, the resolution was approved unanimously.

F. **Information Item: Comparative Performance Data**

Per Dr. Cale, the U.S. Department of Education has not yet published updated information on performance indicators. Another copy of the data chart provided at the September 2011 meeting was distributed for information, and updated figures will be shared with the Trustees as soon as they are available. Dr. Cale also discussed various examples of ratio analysis being prepared by the Office of Institutional Research, Planning, and Assessment, and shared data on tuition comparisons with other Alabama institutions over the past several years. Mr. Abroms suggested that the University focus its study and improvement efforts on those top performance criteria that are used to determine the institution’s credit rating. This item required no action by the Board.

VII. **ACADEMIC AFFAIRS AND STUDENT LIFE COMMITTEE MATTERS**

A. **Information Item: Partnerships with Other Universities for Academic Program Delivery**

- Athens State University – Master of Business Administration
- Alabama A&M University – Master of Social Work
- University of Alabama – Ed.D. in Education Administration
B. Information Item: Accreditation Update
C. Information Item: Proposed Integrative Health Program
D. Information Item: Kilby School Update

Dr. Thornell reviewed all of these information items during the earlier morning work session, and made additional comments concerning Kilby School upon question from Mr. Robbins. These items required no action by the Board.

E. Information Item: 2012-2017 Strategic Plan
F. Information Item: Pending Proposal Requiring New Freshmen to Reside on Campus

Mr. Shields reviewed both of these information items during the earlier morning work session. There were no additional questions from the Board.

VIII. OTHER BUSINESS

A. Report from Athletics Committee

A draft Resolution Declaring the Intent of the University of North Alabama to Participate in NCAA Division I Athletics was discussed during the earlier morning work session, and a revised resolution was distributed that included an amendment suggested at that time. Mr. Howard and Dr. Cale made additional comments on the rationale for this new resolution that modifies certain parameters set forth by the Board in June 2011.

Mr. Howard moved approval of the resolution, and Mr. Pierce seconded. The floor was then open for discussion. Ms. Jordan made comments in support of the resolution because its language gives greater protection to the academic programs of the University; places the primary responsibility for athletic fundraising on the Athletics Department; frees the Advancement team to concentrate its fundraising efforts on the new science building and other academic needs; and mandates that any shortfalls in the athletics budget or revenue will not be subsidized by a reallocation of academic funds.

Mr. Abroms asked that the Athletics Department be diligent in collecting actual dollars that have been pledged so that funds are available to pay the application fee if the University receives an invitation to join a D-I conference. Ms. Jordan asked that Mr. Linder provide quarterly updates on the receipt of actual funds from pledged amounts.
Based on amendments in the 4th bullet point of the resolution as agreed upon during the work session, that paragraph would now read:

_That the University secure financial pledges of at least $3 million committed over a period of five years beginning in June, 2012, and that this fundraising be accomplished in ways that do not limit or interfere with other fundraising priorities or activities of the University;_

There being no further discussion, the resolution as so amended was approved by unanimous vote.

B. **Upcoming Campus Events**

Dr. Calc mentioned that these dates are for the Board’s information and planning purposes if they wish to attend upcoming events of note.

IX. **MOTION FOR EXECUTIVE SESSION**

There were no items of discussion requiring an executive session at this meeting.

X. **MOTION TO ADJOURN**

There being no other business to come before the Board, the meeting adjourned at 12:25 p.m.

Approved December 17, 2012

[Signature]
President Pro Tempore

[Signature]
Secretary