

**MINUTES OF THE BOARD OF TRUSTEES
UNIVERSITY OF NORTH ALABAMA
FLORENCE, ALABAMA
1:30 p.m., Wednesday, September 19, 2018**

The Board of Trustees for the University of North Alabama met on Wednesday, September 19, 2018, 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 August 29, 2018) 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 September 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 September 5, 2018.

On September 12, 2018, 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 1:33 p.m. by Board President Pro Tempore Simpson Russell.

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 Abroms	Trustee Libby Jordan	Trustee Simpson Russell
Trustee Joel Anderson	Trustee Marcus Maples	Trustee Will Trapp
Trustee Rodney Howard	Trustee Steve Pierce	

A quorum was in attendance. Absent were ex officio member Governor Kay Ivey and Trustees Todd Ouellette and Anne Whitaker.

Others present for all or part of the meeting:

- Ms. Dena Kitts, First Lady of the University
- Dr. Ross Alexander, Vice President for Academic Affairs and Provost
- Ms. Amber Fite-Morgan, University Attorney
- Dr. Kimberly Greenway, Acting Chief Student Affairs Officer
- Mr. Mark Linder, Athletics Director
- Mr. Ron Patterson, Chief Enrollment Officer and Assistant to the President for Diversity
- Dr. Debbie Shaw, Vice President for University Advancement
- Mr. Evan Thornton, Vice President for Business and Financial Affairs
- Dr. Joy Borah, Senior Associate Vice President for Academic Affairs
- Dr. Vince Brewton, Dean of the Honors College
- Dr. Carmen Burkhalter, Dean of the College of Arts and Sciences

- Dr. Greg Carnes, Dean of the College of Business
- Dr. Katie Kinney, Interim Dean of the College of Education and Human Sciences
- Dr. Vicki Pierce, Dean of the Anderson College of Nursing and Health Professions
- Mr. Bishop Alexander, President of Staff Senate
- Ms. Cindy Conlon, Associate Vice President for Business and Financial Affairs
- Mr. Chase Holcombe, President of Student Government Association and *ex officio* non-voting member of the Board
- Dr. Scott Infanger, President of Faculty Senate
- Dr. Kevin Jacques, Director of University Center and Event Operations
- Ms. Lynne Martin, Director of Student Counseling Services
- Dr. Amber Paulk, 2018-2019 Chair of Shared Governance Executive Committee
- Mr. James Pennington, Legal Counsel with Ogletree Deakins firm in Birmingham
- Mr. Bryan Rachal, Director of University Communications and Marketing
- Mr. Jake Russell, University Events Conference Coordinator
- Ms. Regina Sherrill, Senior Assistant to the President for Administration
- Ms. Shannon Wells, University Photographer
- Dr. Chunsheng Zhang, Senior Vice Provost for International Affairs

III. APPROVAL OF AGENDA

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

IV. APPROVAL OF CONSENT AGENDA ITEMS

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

- A. Minutes of June 13, 2018, Quarterly Board Meeting
- B. Minutes of July 18, 2018, Board Executive Committee Meeting
- C. Resolution Approving Amendments to the Bylaws of the Board of Trustees for the University of North Alabama Concerning the Role of the Governor on the Institution's Governing Board
- D. Resolution Authorizing the President to Budget Additional Funds for FY 2018-2019

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

V. REPORT OF THE PRESIDENT

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

- An update on fall enrollment figures –
 - 7,532 headcount as of today (up 1% in headcount and 1.3% in credit hour production over last year)
 - Continued rise in enrollment expected as head toward October 31 fall census date
 - Expect final fall headcount at $\geq 7,600$ after registration for next set of eight-week courses
- A review of early success in athletic contests as UNA is now a Division I institution
- Diversity efforts – including the President’s Diversity Faculty Fellowship program
- Academic markers of excellence (high level of student pass rates on NCLEX and CPA exams, workforce development programs, etc.)

Mr. Anderson commended the President on an excellent report.

VI. ACADEMIC AFFAIRS AND ENROLLMENT MANAGEMENT COMMITTEE MATTER

Committee chair Trapp reported on this committee’s meeting on September 12. The following item on today’s agenda stemmed from those committee discussions:

Updates to University of North Alabama Undergraduate and Graduate Catalogs for 2018-2019

Dr. Alexander gave brief overview comments. This information item required no action by the Board.

VII. ADVANCEMENT AND UNIVERSITY RELATIONS COMMITTEE MATTERS

Committee chair Abroms reported on this committee’s meeting on September 12. The following items on today’s agenda stemmed from those committee discussions:

A. Update on UNA Foundation and University Endowments

As the Board’s representative on the Foundation Board of Directors, Mr. Trapp commented on the market performance of the investment portfolio with Gerber Taylor. The trend of positive returns continues, and the value of the Foundation endowment is up \$1.3 million for the year-to-date. The total institutional endowment currently stands at approximately \$37 million (\$28.8 million in the Foundation, and over \$7.9 million in the University). This information item required no action by the Board.

B. UNA Board of Trustees Endowed Scholarship Fund

Mr. Abroms encouraged all Trustees to participate in making donations to this endowment fund, and Dr. Shaw shared information on this year's scholarship recipient.

Mr. Abroms also asked Dr. Shaw to report on the **status of the next comprehensive campaign**. A readiness study is underway, and information will be collected over the next several months. Once that process is complete, the Foundation Board of Directors will set the amount of the final campaign goal. However, of significant note is the fact that \$8.2 million has already been raised in this new campaign that began on May 1.

VIII. CAMPUS LIFE AND ATHLETICS COMMITTEE MATTER

Committee chair Pierce reported on various topics covered during this committee's meeting on September 13. The following item on today's agenda stemmed from the committee's discussions:

2018 Campus Climate Diversity Study

Mr. Patterson gave a summary presentation of the findings from the recent diversity study. While no peer comparisons on the survey data are readily available, the University feels comfortable with results based on research methodology engaged. Mr. Maples asked that there be further study of the data to determine demographics of survey participants. Mr. Anderson asked that the University's master facilities inventory include a notation as to whether each building is compliant the Americans with Disabilities Act.

IX. FINANCE, FACILITIES, AND PERSONNEL COMMITTEE MATTERS

Committee vice chair Pierce called on Mr. Thornton to report on the various topics covered during this committee's meeting on September 12 and that are on today's meeting agenda:

A. Review of Financial Information for Quarter Ending June 30, 2018

Per Mr. Thornton, the University ended the last quarter in a very stable financial condition that is comparable to its position at the same time of the previous fiscal year. As we now approach the end of September, the overall financial position for the end of FY 2017-2018 looks very good. Quarterly 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. Resolution Approving University of North Alabama Proposed FY 2018-2019 Budgets

Mr. Thornton gave a brief overview of the proposed budgets for FY 2018-2019. This recommendation includes a 2.5% cost-of-living salary adjustment for eligible employees to be effective December 1, and while balanced, the E&G budget still reflects 13 unfilled personnel positions. With the recommendation of the Finance, Facilities, and Personnel Committee, Mr. Pierce moved approval of the resolution, and Ms. Jordan seconded the motion. There being no further discussion, the resolution was approved by unanimous vote.

C. Resolution Approving an Increase in the Graduation Application Fee

Mr. Thornton provided overview comments on the rationale for increasing this fee. 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. Information Items / Facilities Updates

From Mr. Thornton:

- (1) **Deferred Maintenance Budget for FY 2018-2019** – While there are many more needs than funds available to cover, the list presented shows the most critical items to be addressed within the coming fiscal year budget.
- (2) **Campus-Wide ESCO Project** – The Alabama Department of Economic and Community Affairs (ADECA) is reviewing the proposed contract while the University continues discussions with financial advisors. The Executive Committee of the Board may be convened before the next quarterly Trustees meeting in December to approve the final contract and funding mechanism for this project to move forward.
- (3) **Campus Master Plan Update** – Development of a revised campus master plan is in the beginning stages, with “town hall” meetings to be held in October as a means to gather input from campus constituencies. The projected timeline includes plans to present the final document to the Board of Trustees next summer for formal approval.
- (4) **Harrison Hall Construction** – Work is underway on the construction site, and plans are on track for an estimated completion date of December 2019. Financing options remain under review.
- (5) **Residential Life Experience Plan** – Consultants will return to campus next week for a final visit. The University awaits recommendations to incorporate into the master plan update and to give direction for future growth.

- (6) **Governmental Relations** – UNA officials are scheduling several meetings with state legislators this semester, and Mr. Thornton and Dr. Alexander will meet with Governor Ivey next week. Project 208 efforts continue in earnest.

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

X. OTHER BUSINESS

A. Trustee Appointee to UNA Foundation Board of Directors

Mr. Russell reported that Mr. Trapp has been appointed to serve another term (October 2018 to September 2019) as the Board of Trustees member on the UNA Foundation Board.

B. Report from Ad Hoc Presidential Evaluation Committee

Committee chair Abroms noted that the Ad Hoc Presidential Evaluation Committee met twice in recent weeks to discuss the President's performance over the 2017-2018 academic year. It was the general consensus that he met the goals and objectives outlined last fall. Mr. Abroms distributed and reviewed the summary report that is based on individual trustee evaluations gathered by the Committee and that reflects favorably on the President's performance. He also shared some of the general comments submitted.

C. Approval of Presidential Employment Contract

Per Mr. Abroms, the Ad Hoc Presidential Evaluation Committee recommended the following action items:

1. **Extension of Contract Period:** That the President's three-year employment contract be extended by an additional year – i.e., through September 30, 2021.
2. **Compensation for 2018-2019:**
 - a. **Base Salary:** That the President receive effective December 1, 2018, the same 2.5% cost-of-living salary adjustment as is included in the coming fiscal year budget for faculty and staff, thereby bringing his base compensation to \$302,375; and
 - b. **Retention Award:** In accordance with Section 4.3 of the Presidential Employment Agreement and as per the separate document titled "Retention Award Agreement" bearing date of March 20, 2018, that Dr. Kitts receive an annual retention award in the amount of \$30,000 for calendar year ending December 31, 2019, based on performance and as an inducement to remain in his position at the University.

Upon motion by Mr. Anderson and second by Mr. Pierce, the contract extension, the base salary increase, and the retention award for 2019 were approved by unanimous vote.

Goals/Objectives for 2018-2019: Mr. Abrams shared a draft set of goals for this academic year as proposed by the Presidential Evaluation Committee. He asked that Board members submit any additional input and noted that the Committee will meet again soon to finalize the list to be incorporated into the presidential employment contract. The Committee will present to the Board for ratification at its December meeting a final list of goals/objectives for academic year 2018-2019.

XI. MOTION FOR EXECUTIVE SESSION

Mr. Russell noted that an executive session was needed to discuss good name and character issues related to items from the Advancement and University Relations Committee and to discuss pending legal matters. As an attorney licensed to practice law in the State of Alabama, Ms. Fite-Morgan affirmed 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. Anderson, and a unanimous vote, the meeting recessed at 2:48 p.m. for a short break and to enter into executive session.

At approximately 2:53, the Board entered into executive session with Ms. Fite-Morgan and Mr. Pennington present as legal counsel, with Mr. Thornton present for the discussion of a legal matter, and with Dr. Shaw present to provide comments as to items recommended by the Advancement and University Relations Committee. Dr. Shaw exited the executive session at approximately 3:00 p.m.

The Board reconvened in regular session at 3:41 p.m. immediately following the executive session. Mr. Russell reported that the Board now had four action items to address that were presented in executive session and viewed favorably by the Board:

- A. Resolution Authorizing Honorary Naming of the "Drummond Family Gallery" within the Connie D. McKinney Center**
- B. Resolution Authorizing Honorary Naming of Two Faculty Offices within the Connie D. McKinney Center for Dr. Carolyn Dearien Lovett**
- C. Resolution Authorizing Naming of Head Golf Coach Office in Memory of James Steven Nesbitt**
- D. Resolution Authorizing Honorary Naming of the "Harry L. Smith Student Commons Area" within Collier Library**

Upon motion by Mr. Abrams and second by Mr. Pierce, the resolutions were approved, separately and severally, by unanimous vote.

The Board had no other action items to present from its discussions in executive session.

MOTION TO ADJOURN

There being no other business to come before the Board, upon motion by Mr. Howard, second by Mr. Pierce, and a unanimous vote, the meeting adjourned at 3:42 p.m.

Approved December 12, 2018



President Pro Tempore



Secretary