

**MINUTES OF THE BOARD OF TRUSTEES  
UNIVERSITY OF NORTH ALABAMA  
FLORENCE, ALABAMA  
1:30 p.m., Friday, September 20, 2019**

The Board of Trustees for the University of North Alabama met on Friday, September 20, 2019, in Classroom 111 of Collier Library 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 30, 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 September 20. 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 from the Governor's office to Trustees in advance of the meeting under the date of August 30, 2019. On September 11, 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 1:32 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 Abrams	Trustee Marcus Maples <i>(via phone)</i>	Trustee Simpson Russell
Trustee Joel Anderson	Trustee Todd Ouellette	Trustee Gary Smith
Trustee Wendell Gunn	Trustee Steve Pierce	Trustee Anne Whitaker <i>(via phone)</i>
Trustee Libby Jordan		

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

**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. Ron Patterson, Chief Enrollment Officer and Assistant to the President for Diversity
- Mr. Evan Thornton, Vice President for Business and Financial Affairs
- Dr. Sara Lynn Baird, Interim Dean of the College of Arts and Sciences
- Dr. Joy Borah, Senior Associate Vice President for Academic Affairs
- Dr. Vince Brewton, Dean of the Honors College
- Dr. Greg Carnes, Dean of the College of Business

- Ms. Cindy Conlon, Associate Vice President of Business and Financial Affairs
- Ms. Michelle Eubanks, Interim Associate Director of Univ. Communications and Marketing
- Mr. Michael Gautney, Assistant Vice President for Facilities Administration and Planning
- Dr. Matt Green, Associate Dean of the College of Education and Human Sciences
- Dr. Felecia Harris, 2019-2020 Chair of Shared Governance Executive Committee
- Ms. Leah Johnson, University Videographer/Photographer
- Dr. Lisa Keys-Mathews, Executive Director of Strategic Initiatives and Academic Support
- Dr. Eric Kirkman, Director of Kilby Laboratory School
- Mr. Sam Mashburn, President of Student Government Association
- Mr. John McGee, Director of Education Technology Services
- Dr. Vicki Pierce, Dean of the Anderson College of Nursing and Health Professions
- Mr. Jake Russell, Conference Coordinator
- Ms. Regina Sherrill, Senior Assistant to the President for Administration
- Ms. Amy Thompson, President of Staff Senate
- Ms. Kendyl Hollingsworth, *TimesDaily* reporter
- Mr. Matt McKean, *TimesDaily* photographer

### **III. APPROVAL OF AGENDA**

Mr. Russell submitted the agenda for consideration. Upon motion by Mr. Abroms and second by Mr. Pierce, the agenda was approved as presented by unanimous vote.

### **IV. APPROVAL OF CONSENT AGENDA ITEMS**

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

- A. Minutes of June 19, 2019, Quarterly Board Meeting
- B. Resolution Authorizing the President to Budget Additional Funds for FY 2019-2020

Upon motion by Mr. Anderson and second by Mr. Smith, 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 from a prepared text. Remarks included an overview of current enrollment data for fall; UNA recognition for academic excellence by *U.S. News & World Report*; Kilby School's award as an Alabama Bicentennial School of Excellence; and an update on Project 208 and the possibility of state bond funding for education next year.

## **VI. ACADEMIC AFFAIRS AND ENROLLMENT MANAGEMENT COMMITTEE MATTERS**

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

### **A. Resolution Approving a Master of Science in Applied Manufacturing Engineering Degree Program**

Following summary comments by Dr. Alexander, with the recommendation of the Academic Affairs and Enrollment Management Committee and upon motion by Ms. Jordan and second by Mr. Abrams, the resolution was approved by unanimous vote.

### **B. Resolution Approving the Addition of a Bio-Engineering Technology Option to the Bachelor of Science in Engineering Technology Degree**

Following summary comments by Dr. Alexander, with the recommendation of the Academic Affairs and Enrollment Management Committee and upon motion by Ms. Jordan and second by Dr. Gunn, the resolution was approved by unanimous vote.

### **C. Updates to University of North Alabama 2019-2020 Undergraduate and Graduate Catalogs**

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

### **D. Accreditation Update**

Dr. Alexander gave brief overview comments as to UNA's institutional and discipline-specific accreditations. This information item required no action by the Board.

## **VII. ADVANCEMENT AND UNIVERSITY RELATIONS COMMITTEE MATTER**

Committee vice chair Jordan reported on discussion topics covered in this committee's meeting on September 13. The information item on today's agenda that stemmed from that meeting – **Update on UNA Foundation and University Endowments** – was shared with the Board. There were no questions concerning the periodic investment report.

## **VIII. CAMPUS LIFE AND ATHLETICS COMMITTEE MATTERS**

Committee chair Pierce reported on topics covered during this committee's September 12 meeting. There were no action or information items on today's agenda that stemmed from those committee discussions.

## **IX. FINANCE, FACILITIES, AND PERSONNEL COMMITTEE MATTERS**

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

### **A. Review of Financial Information for Quarter Ending June 30, 2019**

Quarterly financial reports were thoroughly reviewed in the committee setting. Revenue and expenditures are very comparable and consistent with the same period last year. Fiscal year 2018-2019 should end with positive net income on September 30.

### **B. Resolution Approving University of North Alabama FY 2019-2020 Budgets**

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. Smith, the resolution was approved by unanimous vote.

### **C. Resolution Authorizing Solicitation of Bids and Expenditure of Funds for Renovations to Norton Auditorium**

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. Abrams, the resolution was approved by unanimous vote.

### **D. Resolution of the Board of Trustees of the University of North Alabama Authorizing the Issuance of General Fee Revenue Bonds to Advance Refund the University's Series 2010B Build America Bonds**

Following summary comments by Mr. Ouellette, Mr. Thornton noted that subsequent to last week's committee meeting, bond counsel provided an amended version of the resolution with minor clarifying modifications. With the recommendation of the Finance, Facilities, and Personnel Committee and upon motion by Mr. Ouellette and second by Dr. Gunn, the amended resolution as presented was approved by unanimous vote.

### **E. Resolution Approving Additional Funding to Proceed with Previously Approved Facilities Projects: Art Building Darkroom Renovations – and – Rice and Rivers Halls Chiller Replacement**

Mr. Ouellette gave an overview of this resolution, noting that it includes permission to proceed with future projects if bids received represent only a maximum variance of 10% from a previously approved project expenditure authorization from the Board. Mr. Gautney answered questions concerning the timeframe for chiller replacement. There being no further discussion, with the recommendation of the Finance, Facilities, and Personnel Committee, upon motion by Mr. Ouellette and second by Mr. Pierce, the resolution was approved by unanimous vote.

**F. Information Items**

- (1) **Deferred Maintenance Budget for FY 2019-2020** – Mr. Thornton shared the list of prioritized deferred maintenance projects to be addressed within the coming year as part of the 2019-2020 budget. Many more items beyond this list are in need of attention, and an internal database identifies approximately \$22 million in projects that must be addressed at some point. The University hopes to receive approximately \$750,000 in grant funding from the Alabama Commission on Higher Education this year that can be applied to additional facilities needs.
- (2) **Harrison Hall Construction Update** – Mr. Thornton reviewed the construction timeline over the coming months that leads to an anticipated opening date of March 2020.

Neither of these information items required any action by the Board at today's meeting.

**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 2019 to September 2020) as the Board of Trustees representative on the UNA Foundation Board.

**B. Resolution Approving Amendment to the Bylaws of the Board of Trustees for the University of North Alabama: Article IV - Committees**

Mr. Russell reviewed this resolution that would align Board committee assignments to coincide with the election of a new president pro tempore in even-numbered years. Therefore, Board committee memberships would change from one-year to two-year terms. Upon motion by Mr. Pierce and second by Mr. Anderson, the resolution was approved by unanimous vote.

**C. Report from Ad Hoc Presidential Evaluation Committee – and – Resolution Approving Revised Terms to Presidential Employment Agreement**

Committee chair Abroms reported on the outcome of Dr. Kitts' annual evaluation that resulted in a high satisfaction rating. Mr. Abroms reviewed the recommendations of the committee as to contract extension, salary, goals/objectives for the coming year, and retention award as more fully described in the resolution. Several trustees made comments expressing appreciation for a job well done. Dr. Kitts thanked the Board for their confidence and commended his senior administrators on a supportive team effort. With the recommendation of the Presidential Evaluation Committee and upon motion by Mr. Abroms and second by Mr. Smith, the resolution was approved by unanimous vote.

## XI. MOTION FOR EXECUTIVE SESSION

Mr. Russell noted that an executive session was needed to discuss two honorary degree nominations and pending legal matters. 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 was 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. Anderson, second by Mr. Smith, and a unanimous vote, the meeting recessed at 2:30 p.m. for a short break and to enter into executive session.

At approximately 2:40, the Board entered into executive session. Ms. Fite-Morgan, Dr. Alexander, Dr. Greenway, Mr. Haslam, and Mr. Patterson 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 3:18 p.m. immediately following the executive session. Mr. Russell reported that the Board now had one action item to address that was presented in executive session and viewed favorably by the Board:

### **Resolution Approving Honorary Doctoral Degrees for Weldon Cole and Harry Smith**

Upon motion by Mr. Abrams and second by Mr. Pierce, the resolution was approved 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, the meeting adjourned at 3:19 p.m.

Approved December 6, 2019.

  
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President Pro Tempore

  
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Secretary