

**MINUTES OF THE BOARD OF TRUSTEES
UNIVERSITY OF NORTH ALABAMA
FLORENCE, ALABAMA
9:00 a.m., Friday, June 11, 2021**

The Board of Trustees for the University of North Alabama met on Friday, June 11, 2021, in the Performance Center of the Guillot University Center in accordance with Section 6 of Act No. 773 of the 1967 Regular Session of the Alabama Legislature. A letter from three Trustees (dated May 21, 2021) 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 11. 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 May 21, 2021. On June 3, 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 9:03 a.m.

I. INVOCATION

Mr. Evan Thornton 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 Jim Page	Trustee Nancy Sanford
Trustee Joel Anderson II	Trustee Steve Pierce	Trustee Gary Smith
Trustee Wendell Gunn	Trustee Simpson Russell	Trustee Anne Whitaker
Trustee Marcus Maples		

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, Provost and Executive Vice President for Academic Affairs
- Mr. Jason Cochran, Exec. Director of Governmental Relations and Economic Development
- Ms. Amber Fite-Morgan, General Counsel
- Dr. Kimberly Greenway, Vice President for Student Affairs
- Mr. Kevin Haslam, Vice President for University Advancement; Interim Athletics Director
- Mr. Ron Patterson, Vice President for Diversity, Equity, and Inclusion
- Mr. Evan Thornton, Vice President for Business and Financial Affairs
- Ms. Bliss Adkison, President of Staff Senate
- Dr. Sara Lynn Baird, Dean of the College of Arts and Sciences
- Dr. Joy Borah, Senior Vice Provost for Academic Affairs
- Dr. Vince Brewton, Dean of the Cole Honors College
- Dr. Greg Carnes, Dean of the College of Business

- Ms. Michelle Eubanks, Director of University Communications and Marketing
- Ms. Marjorie Green, Assistant to the General Counsel
- Dr. Matt Green, Associate Dean of the College of Education and Human Sciences
- Ms. Leah Johnson, University Videographer/Photographer
- Mr. John McGee, Director of Educational Technology Services
- Dr. Amber Paulk, Vice Provost for Academic Affairs, Dean of Graduate & Online Education, and Board of Trustees Parliamentarian
- Mr. James Pennington, legal counsel from the Birmingham law firm of Ogletree Deakins
- Dr. Vicki Pierce, Dean of the Anderson College of Nursing and Health Professions
- Mr. Kris Robertson, Lead Network/Instructional Technology Specialist
- Mr. Jake Russell, Instructional Designer for Education Technology Services
- Dr. Matthew Schoenbachler, Chair of the History Department
- Ms. Regina Sherrill, Senior Assistant to the President for Administration
- Mr. Jake Statom, President of Student Government Association
- Ms. Barbie Terry, Assistant Vice President for University Advancement
- Dr. Laura Williams, 2020-2021 President of Faculty Senate
- Dr. Chunsheng Zhang, Senior Vice Provost for International Affairs

Also present were *TimesDaily* staff photographer Dan Busey, reporter Bernie Delinski, and sports writer David Glovach.

III. APPROVAL OF AGENDA

Mr. Russell submitted the agenda for consideration. Upon motion by Mr. Pierce and second by Ms. Sanford, 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 March 5, 2021, Quarterly Board Meeting
- B. Resolution of Commendation to Bliss Adkison, 2020-2021 Staff Senate President, University of North Alabama
- C. Resolution of Commendation to Tate Gooch, 2020-2021 Student Government Association President, University of North Alabama
- D. Resolution of Commendation to Laura Williams, 2020-2021 Faculty Senate President, University of North Alabama

Upon motion by Mr. Page and second by Mr. Pierce, 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. Topics included:

- Commendation of former Athletics Director Mark Linder and status of search for his replacement;
- Outlook for fall enrollment;
- Measured success with regard to Project 208 efforts to date, and UNA's continued push for fair and equitable state funding.

VI. ACADEMIC AFFAIRS AND ENROLLMENT MANAGEMENT COMMITTEE MATTERS

In the absence of Committee chair Trapp, Mr. Russell asked Dr. Alexander to review items on today's agenda that stemmed from this committee's meeting on June 10.

A. Resolution Approving Renaming of the College of Business as the College of Business and Technology

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

B. Resolution Approving Renaming of the College of Arts and Sciences as the College of Arts, Sciences, and Engineering

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

C. Resolution Approving Micro-Credentials in Higher Education Administration with an Emphasis on Student Development – and – Higher Education Administration with an Emphasis on Organizational Support Structures

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

Mr. Russell asked Dr. Alexander to comment on the importance of micro-credential programs with regard to UNA enrollment efforts. Dr. Alexander noted that many are being developed in collaboration with corporate partners that are seek ways for employees to fill gaps in skill sets. These programs strengthen UNA's brand as Alabama's workforce development university. Details are being finalized for UNA soon to be able to offer federal financial aid to students enrolling in micro-credential programs.

D. Accomplishments with Regard to 2019-2024 Strategic Plan

This update is shared with the Board twice each year as an information item. There were no questions, and this matter required no action by the Board.

VII. ADVANCEMENT AND UNIVERSITY RELATIONS COMMITTEE MATTERS

Committee chair Whitaker highlighted topics covered in this committee's June 10 meeting, which included:

- Great progress to date on Advancement's fundraising goals for this year;
- Continued efforts to identify a larger number of unique donors;
- Status of the Legacy Initiative project;
- Plans for upcoming "Giving Days" and encouragement to all Trustees to participate.

One information item from the previous day's committee discussions – **Update on UNA Foundation and University Endowments** – was on the agenda for the full Board at today's meeting. There were no questions, and the endowment report had been reviewed in the committee setting the previous day.

VIII. CAMPUS LIFE, ATHLETICS, AND DIVERSITY COMMITTEE MATTERS

Committee chair Pierce reported on the array of topics covered during this committee's June 10 meeting. Of note:

- Mark Linder was publicly thanked for his 14 years of service as Athletics Director.
- UNA student athletes continue to excel in the classroom. A large majority of the 280 student athletes this spring earned a commendable 3.0 GPA or higher.
- The Sportsman's Club has been rebranded as the Lions Athletic Club.
- As required in Year 3 of transition to Division I, the University recently submitted its self-study to the NCAA. A peer review team will visit campus this fall.
- University Health Services and the COVID-19 Recovery Task Force have continued in their hard work this spring to mitigate the pandemic's impact on campus.
- Significant progress continues to be made on goals outlined in the Strategic Diversity and Inclusion Plan.

One action item from the previous day's committee discussions – **Resolution in Support of a Presidential Medal of Freedom Award for Attorney Fred D. Gray** – was on the agenda for the full Board at today's meeting. With the recommendation of the Campus Life, Athletics, and Diversity Committee, and upon motion by Mr. Pierce and second by Ms. Whitaker, the resolution was approved by unanimous vote. Mr. Maples made comments concerning Mr. Gray's enormous impact on the civil rights movement.

IX. FINANCE, FACILITIES, AND PERSONNEL COMMITTEE MATTERS

Committee chair Abrams reported on the various topics covered during this committee's meeting on June 10 and that are on today's meeting agenda:

A. Review of Financial Information for Quarter Ending March 31, 2021

The University is in a solid financial position in spite of inequitable state funding. Approximately \$1 million in cost savings is expected this year due to the Schneider energy project. Tuition and fees revenue at this point in the fiscal year are in line with expectations. There is a noted decrease in auxiliary revenue due to the pandemic, but much of that has been mitigated by federal economic stimulus funds received through the CARES Act and American Rescue Plan. The quarterly financial report was thoroughly reviewed in the committee setting. There were no questions, and this information item required no action by the Board.

B. Resolution Approving Proposed University Tuition and Fees for the 2021-2022 Academic Year

Mr. Abrams gave an overview of this resolution and emphasized that next year's tuition charges again are being held flat (i.e., second year in a row of no tuition increase). There being no questions, with the recommendation of the Finance, Facilities, and Personnel Committee and upon motion by Mr. Abrams and second by Ms. Whitaker, the resolution was approved by unanimous vote.

C. Resolution of the Board of Trustees for the University of North Alabama Authorizing the Issuance of General Fee Revenue Bonds

Mr. Abrams noted that this resolution allows the University proceed with plans for a \$25 million bond issue subject to final authorization from the Board within the next 60 days based on favorable market terms. It is anticipated that the Board's Executive Committee will need to convene prior to the next regular Trustees meeting in September to consider the matter. With the recommendation of the Finance, Facilities, and Personnel Committee, Mr. Abrams moved approval of the resolution, and the motion was seconded by Mr. Page. Ms. Sanford asked Mr. Thornton to specify the priority capital project needs to which the funds would be applied. Those projects as currently identified are:

- o Music Building renovations and expansion
- o Student Recreation Center renovations and expansion
- o Relocation of UNA baseball operations

There being no further discussion, the resolution was then approved by unanimous vote.

D. Resolution Approving Additional Funding to Proceed with Previously Approved Facilities Projects: LaGrange Hall Renovation and 541 W. College Street Renovation

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

E. Resolution Authorizing the University to Expend Funds Necessary for a Renovation of Lafayette Hall

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

F. Resolution Authorizing Expenditure of Funds for Replacement of Turf Surface on Outdoor Field

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

Mr. Russell noted that the University continues to enjoy excellent ratings from Moody's and Standard & Poor's, and he commended the administration, faculty, and staff for their assistance in reducing expenses in a year marked with financial uncertainty due to the pandemic.

G. Information Items

Mr. Abroms noted three additional items brought forward by the Committee:

- (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) **2019-2020 Audit** – The University achieved another clean opinion with no issues of concern in its most recent financial audit report.

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

X. OTHER BUSINESS

A. 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 SACSCOC accreditation standards.

B. Resolution Approving Amendment to the Bylaws of the Board of Trustees for the University of North Alabama: Article I, Section 4: Primary Function of the Board

In his overview of this resolution, Dr. Kitts noted that this bylaws change is in response to new SACSCOC accreditation standard 4.2.g that requires governing boards to have a self-evaluation process in place. SACSCOC standards as relate to governing board responsibilities had been discussed in more detail at the recent Board retreat in May. Upon motion by Mr. Page 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 legal issues and an honorary naming proposal. 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 matters and the general reputation and character of individuals. Therefore, an executive session would be in compliance with the Open Meetings Act. She read the following statement as per Alabama Code Section 36-25A-7:

"I declare that the exception in Alabama Code §36-25A-7 is applicable to a discussion of the legal ramifications and legal options with respect to a controversy that is not yet being litigated but is likely to be litigated if the Board acts to change the name of Bibb Graves Hall, namely the application of the Alabama Memorial Preservation Act, and the Attorney General's possible initiation of litigation to enforce the Act."

Upon motion by Dr. Gunn, second by Ms. Sanford, and a unanimous vote, the meeting recessed at 10:08 a.m. for a short break and to enter into executive session.

At approximately 10:15, the Board entered into executive session. Ms. Fite-Morgan, Mr. Pennington, Dr. Alexander, and Mr. Patterson remained in the room with Dr. Kitts and the Board for the duration of discussion in closed session. Ms. Terry was on hand for a few minutes to answer any questions as the Board first addressed the general reputation and character issues related to an honorary naming proposal, but she exited the room upon the conclusion of that brief discussion.

The Board reconvened in regular session at 11:20 a.m. Mr. Russell reported that the Board now had an action item to address that was presented in executive session and viewed favorably by the Board – i.e., **Resolution Approving Naming of the University of North Alabama’s Presidential Mentors Academy as the “What Will Your Influence Be Presidential Mentors Academy.”** Upon motion by Ms. Whitaker and second by Mr. Maples, 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, Mr. Russell adjourned the meeting at 11:22 a.m.

Approved September 10, 2021



President Pro Tempore



Secretary