

**MINUTES OF THE BOARD OF TRUSTEES
UNIVERSITY OF NORTH ALABAMA
FLORENCE, ALABAMA
9:00 a.m., Friday, December 4, 2020**

The Board of Trustees for the University of North Alabama met on Friday, December 4, 2020, in accordance with Section 6 of Act No. 773 of the 1967 Regular Session of the Legislature of Alabama (now more commonly identified as Section 16-51 of the *Code of Alabama*). The meeting was conducted by videoconference based on provisions in Section III of a March 18, 2020, proclamation by Governor Kay Ivey concerning the state public health emergency due to the COVID-19 pandemic. A letter from three Trustees (dated November 13, 2020) 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 December 4. 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 Trustees from the Governor's office in advance of the meeting under the date of November 16, 2020. On November 23, 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 9:02 a.m.

I. INVOCATION

Mr. Russell began the meeting by noting the loss of former Board member Joel Anderson (who passed away unexpectedly in October) and by recognizing his many contributions as a University trustee. Mr. Russell called for a moment of silence in memory of Mr. Anderson, and asked Trustee Will Trapp to then follow with the opening invocation.

II. ROLL CALL

President Kenneth D. Kitts called the roll, and the following members were in attendance:

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|-----------------------|-------------------------|-----------------------|
| Trustee Marty Abrams | Trustee Steve Pierce | Trustee Gary Smith |
| Trustee Wendell Gunn | Trustee Simpson Russell | Trustee Will Trapp |
| Trustee Marcus Maples | Trustee Nancy Sanford | Trustee Anne Whitaker |
| Trustee Jim Page | | |

Therefore, a quorum was present. Ex officio member Governor Kay Ivey was absent.

Others present for all or part of the meeting:

- Dr. Ross Alexander, Provost and Executive Vice President for Academic Affairs
- Ms. Amber Fite-Morgan, General Counsel
- Dr. Kimberly Greenway, Vice President for Student Affairs
- Mr. Kevin Haslam, Vice President for University Advancement
- 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. Vince Brewton, Dean of the Honors College
- Mr. Carson Brite, Vice President of SGA Senate (*representing SGA President Tate Gooch*)
- Ms. Michelle Eubanks, Director of University Communications and Marketing
- Mr. Brian Ford, Instructional Designer in Educational Technology Services
- Mr. Michael Gautney, Assistant Vice President for Facilities Administration and Planning
- Dr. Katie Kinney, Dean of the College of Education and Human Sciences
- Mr. John McGee, Director of Educational Technology Services
- Dr. Vicki Pierce, Dean of the Anderson College of Nursing and Health Professions
- Ms. Regina Sherrill, Senior Assistant to the President for Administration
- Mr. Todd Vardaman, Senior Associate Athletic Director - Administration
- Dr. Laura Williams, President of Faculty Senate
- Dr. Chunsheng Zhang, Senior Vice Provost for International Affairs
- Mr. Bernie Delinski, *TimesDaily* reporter

III. APPROVAL OF AGENDA

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

IV. APPROVAL OF MINUTES OF SEPTEMBER 18, 2020, QUARTERLY BOARD MEETING

Mr. Russell submitted the minutes from the previously quarterly meeting for approval. Upon motion by Mr. Smith and second by Ms. Whitaker, the minutes were approved as presented by unanimous vote.

V. REPORT OF THE PRESIDENT

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

- Notes as to UNA's many successes while navigating the fall semester in the midst of the pandemic
- An expectation that the total infusion of external dollars awarded for capital projects will exceed \$30 million this year
- The anticipated restoration of the Harrison Plaza's signature fountain
- A commendation to UNA's football program for representing the University well during a pandemic-modified 2020 season.

VI. ACADEMIC AFFAIRS AND ENROLLMENT MANAGEMENT COMMITTEE MATTERS

Committee chair Trapp called on Dr. Alexander to comment on topics covered during this committee's December 3 meeting and that are on today's meeting agenda:

A. Resolution Approving a Master of Science Degree in Instructional Technology and Design

Dr. Alexander reviewed the resolution and noted that this new degree program is set to launch in fall 2021. With the recommendation of the Academic Affairs and Enrollment Management Committee and upon motion by Mr. Trapp and second by Dr. Gunn, the resolution was approved by unanimous vote.

B. Resolution Approving Micro-Credentials in the Areas of Communication Studies for Non-Profits, Public Relations for Non-Profits, and Media Writing

As part of his summary comments, Dr. Alexander noted that UNA is the only university in Alabama authorized to deliver micro-credential programs that meet demands related to workforce development. With the recommendation of the Academic Affairs and Enrollment Management Committee and upon motion by Mr. Trapp and second by Ms. Sanford, the resolution was approved by unanimous vote.

C. Accomplishments with Regard to 2019-2024 Strategic Plan

Dr. Alexander gave an overview of accomplishments with regard to the strategic plan as part of the twice-yearly update shared with trustees. He noted that UNA achieved record enrollment, record retention, and record 4-year and 6-year graduation rates this fall. The University compares favorably with its peers and with its aspirational peers in the state and region. At the request of Mr. Russell, Dr. Alexander and Dr. Williams made additional comments on how the cooperation and leadership of UNA faculty has been key to reaching these milestones and in meeting the needs of students. This information item required no action by the Board.

D. Creation of Cinematic Arts and Theatre Department

Dr. Alexander reviewed the rationale for creation of this new academic department. There were no questions, and this information item required no action by the Board.

Mr. Trapp concluded the Committee's report by noting the new online, interactive diversity dashboards that are set to go live in the coming days. These tools have been very well done and provide a wealth of information.

VII. ADVANCEMENT AND UNIVERSITY RELATIONS COMMITTEE MATTERS

Committee chair Whitaker noted that several topics were covered during this committee's December 3 meeting, including:

- Advancement office's development goals for this year;
- Need for trustee engagement in encouraging private gifts to the University to expand the donor base;
- Success to date of the Legacy Initiative campaign;
- Governmental relations/Project 208 update; and
- Community engagement through "town/gown" activities.

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 various informational topics covered during this committee's meeting on December 3. A copy of his meeting summary is appended to these minutes per his request.

IX. FINANCE, FACILITIES, AND PERSONNEL COMMITTEE MATTERS

Committee chair Abrams reported on topics covered during this committee's meeting on December 3 and that are on today's meeting agenda:

A. Review of Financial Information for Fiscal Year Ending September 30, 2020

The year-end financial reports were thoroughly reviewed in the committee setting. The \$1.6 million surplus at the end of FY 2019-2020 will help to mitigate any budget issues that may impact the current fiscal year. This item required no action by the Board.

B. Budgeting of Additional Funds Received During the 2019-2020 Fiscal Year

Mr. Abrams briefly reviewed this information item that required no action by the Board. There were no questions concerning the report.

Mr. Abrams also noted that included in the meeting materials were a number of photos from recent construction projects. Board members may view these photos at their leisure.

C. Resolution Approving Revised Terms to Presidential Employment Agreement

Mr. Abrams submitted this resolution with the recommendation of the Finance, Facilities, and Personnel Committee. Upon motion by Ms. Whitaker and second by Mr. Page, the resolution was approved by unanimous vote.

X. OTHER BUSINESS

A. Board Compliance with SACSCOC Standards

Dr. Kitts noted that UNA's external review for reaffirmation of accreditation is scheduled for 2023, and the University is involved in the requisite preliminary self-study as to compliance with SACSCOC criteria. He pointed out that an entire section of the accreditation standards deals with the governing board's role in the health of an institution. Section 4.2.g concerning board self-evaluation is a new criterion, and Dr. Kitts will work with board officers to ensure full compliance. This information item required no action by the Board.

B. Reaffirmation of "Dismissal of Board Members" Protocol Statement

As a related item, Dr. Kitts advised that Section 4.2.e of SACSCOC's accreditation standards requires that an institution have in place a means by which a governing board member may be dismissed. UNA's Board developed a guiding statement in this regard several years ago, and since that time, a trustee Code of Ethics has been adopted. The Dismissal statement from 2011 has been amended to include updated language, and Dr. Kitts asked that the Board reaffirm the revised document. There were no questions concerning this matter, and trustees reaffirmed the Dismissal of Board Members statement by consensus.

C. Resolution in Memory of Joel R. Anderson

Upon motion by Mr. Pierce and second by Mr. Abrams, the resolution was approved by unanimous vote.

XI. MOTION FOR EXECUTIVE SESSION

Mr. Russell noted that the Board needed to enter into an executive session for the discussion of an additional topic. 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 an individual. Therefore, an executive session would be in compliance with the Open Meetings Act. Upon motion by Ms. Whitaker, second by Mr. Page, and a unanimous vote, the meeting recessed at 10:05 a.m. to enter into executive session.

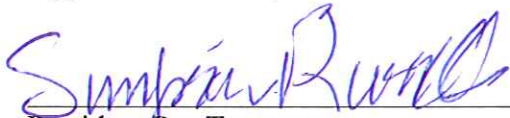
All Trustees were then moved to a “breakout room” in the Zoom videoconference format for the closed session. Dr. Alexander, Ms. Fite-Morgan, Mr. Patterson, and Mr. Thornton joined Trustees in the “breakout room” at the request of Dr. Kitts so as to provide input on certain topics of discussion. Executive session convened at 10:15 a.m. Mr. Smith exited the meeting at 11:09 for another appointment. Upon motion by Mr. Pierce, second by Mr. Trapp, and a unanimous vote, at 11:20 the Board adjourned from executive session to return to public session. All “breakout room” participants then moved back to the original and still-open Board meeting in the Zoom format.

The Board reconvened in regular session at 11:22 a.m. Mr. Russell reported that the Board had no new items of business to present from its discussions in executive session.

XI. MOTION TO ADJOURN

There being no other business to come before the Board, upon motion by Mr. Pierce, second by Mr. Abrams, and a unanimous vote, the meeting adjourned at 11:23 a.m.

Approved March 5, 2021



President Pro Tempore



Secretary