

**MINUTES OF THE BOARD OF TRUSTEES
UNIVERSITY OF NORTH ALABAMA
FLORENCE, ALABAMA
9:00 a.m., Friday, September 18, 2020**

The Board of Trustees for the University of North Alabama met on Friday, September 18, 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 August 28, 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 September 18. 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, 2020. On September 9, 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

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 Abroms	Trustee Marcus Maples	Trustee Gary Smith
Trustee Joel Anderson	Trustee Todd Ouellette	Trustee Will Trapp
Trustee Wendell Gunn	Trustee Steve Pierce	Trustee Anne Whitaker
Trustee Libby Jordan	Trustee Simpson Russell	

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. Mark Linder, 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. Greg Carnes, Dean of the College of Business
- 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
- Mr. Tate Gooch, President of Student Government Association
- Dr. Katie Kinney, Dean of the College of Education and Human Sciences
- Mr. John McGee, Director of Educational Technology Services
- Mr. Jim Page, New Member of UNA Board of Trustees as of October 1, 2020
- Dr. Vicki Pierce, Dean of the Anderson College of Nursing and Health Professions
- Ms. Regina Sherrill, Senior Assistant to the President for Administration
- Dr. Laura Williams, President of Faculty Senate
- Dr. Chunsheng Zhang, Senior Vice Provost for International Affairs
- Mr. Bernie Delinski, *TimesDaily* reporter
- Mr. James Henderson with *The Conservative Alabamian* and WZDK 98.5 FM

III. APPROVAL OF AGENDA

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

IV. APPROVAL OF CONSENT AGENDA ITEMS

After expressing thanks to Ms. Jordan and Mr. Ouellette for their service on the Board of Trustees as their appointed terms expire later this month, Mr. Russell submitted the following items for consideration for collective approval:

- A. Minutes of June 5, 2020, Quarterly Board Meeting
- B. Resolution Authorizing the President to Budget Additional Funds for FY 2020-2021
- C. Resolution of Commendation to Elizabeth "Libby" W. Jordan, Member, Board of Trustees for the University of North Alabama, 2008-2020
- D. Resolution of Commendation to Todd C. Ouellette, Member, Board of Trustees for the University of North Alabama, 2005-2020

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

V. REPORT OF THE PRESIDENT

From a prepared text, Dr. Kitts gave a brief summary on the state of the University. Remarks included notes on the reopening of campus for a new academic year in the face of the ongoing COVID-19 pandemic. He also highlighted the continued momentum in enrollment growth as evidence of the resilient efforts of the entire campus community during this year of challenges.

VI. ACADEMIC AFFAIRS AND ENROLLMENT MANAGEMENT COMMITTEE MATTERS

Committee chair Trapp commended the “shared success culture” embraced by Dr. Kitts and the senior university officials in celebrating campus-wide efforts with regard to enrollment and handling of the pandemic. Two information items on today’s agenda stemmed from this committee’s meeting on September 17.

- A. **Updates to University of North Alabama 2020-2021 Undergraduate and Graduate Catalogs**
- B. **Reorganization of the Department of Psychology and the Department of Sociology and Family Studies into a Singular Department of Psychology and Sociology**

There were no questions concerning these matters, and these information items required no action by the Board.

Dr. Alexander noted that the University is reaping dividends from its smart growth strategy as evidenced by another record enrollment this fall. By the October 30 census date, an enrollment of approximately 8,400 is expected (an increase of 4% over last fall’s then-record headcount enrollment of 8,046).

VII. ADVANCEMENT AND UNIVERSITY RELATIONS COMMITTEE MATTERS

Committee chair Whitaker reported on topics covered during this committee’s September 17 meeting and commended the Advancement team on its successful fundraising efforts in spite of the on-going COVID pandemic. She encouraged Trustees to participate in the Legacy Initiative campaign aimed at raising private support for the Harrison Plaza fountain replacement project.

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 AND ATHLETICS COMMITTEE MATTERS

Committee chair Pierce reported on the various informational topics covered during this committee’s meetings on September 10 and 17. One action item on today’s agenda stemmed from discussions in the committee setting: **Resolution Approving Amendment to the Bylaws of the Board of Trustees for the University of North Alabama: Article IV-Committees, Section 4-Campus Life and Athletics Committee**. With the recommendation of the Committee and upon motion by Mr. Pierce and second by Mr. Anderson, the resolution was approved by unanimous vote.

IX. FINANCE, FACILITIES, AND PERSONNEL COMMITTEE MATTERS

Committee chair Ouellette reported on topics covered during this committee's meeting on September 17 and that are on today's meeting agenda:

A. Review of Financial Information for Quarter Ending June 30, 2020

Quarterly financial reports were thoroughly reviewed in the committee setting. A decline in auxiliary revenue can be expected on the fourth quarter statement due to the impact of COVID-19, the loss of significant summer revenue from fewer students living on campus, and the cancellation of the usual array of external groups' summer camps/conferences held on campus. This item required no action by the Board.

B. Resolution Approving University of North Alabama Proposed FY 2020-2021 Budgets

Mr. Ouellette gave an overview of this resolution. With various economic unknowns during this time of pandemic, the budget process has presented an array of challenges. The proposed budget for next year reflects a \$3.9 million deficit, but the University administration and the Committee are confident that can be minimized through expense reductions and leaving a number of personnel positions unfilled. Adequate institutional reserves are in place should they be needed to balance the budget. COVID-related travel restrictions have resulted in approximately 300 fewer international students living on campus this year, thereby affecting auxiliary revenue. A deficit highlights the fact that UNA's funding needs are real, and Project 208 efforts remain critically important.

There being no questions, 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 the University to Move Forward with Actions Necessary to Obtain Bids for a Renovation of LaGrange Hall and to Expend Funds for this Purpose within Defined Parameters

Mr. Ouellette summarized the resolution and noted that renovation of this building is a component of the campus master plan. Mr. Abrams reminded the Board that UNA's portion of funding from a state bond issue provides finances for this renovation, and he expressed thanks to legislative leaders for recognizing the need for assistance with large capital projects. With the recommendation of the Finance, Facilities, and Personnel Committee and upon motion by Mr. Ouellette and second by Mr. Pierce, the resolution was approved by unanimous vote.

D. Resolution Authorizing the University to Move Forward with Obtaining Competitive Bids on the Restoration of Rogers Hall at the University of North Alabama

Mr. Ouellette reviewed this resolution, and Mr. Thornton noted that while components of this restoration process can begin, the University will need to acquire additional funding to fully complete the project. 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.

E. Resolution Authorizing Solicitation of Bids and Expenditure of Funds for Renovations to University-Owned Property Located at 541 W. College Street

Mr. Ouellette gave an overview of this resolution, and it was noted that the University understood certain renovations would be necessary when it acquired the property last year. With the recommendation of the Finance, Facilities, and Personnel Committee and upon motion by Mr. Ouellette and second by Dr. Gunn, the resolution was approved by unanimous vote.

F. Deferred Maintenance Budget for FY 2020-2021

Mr. Ouellette noted in his summary comments that an appropriate level of state funding would greatly assist the University in addressing more items on this list of deferred maintenance needs. This information item required no action by the Board.

X. OTHER BUSINESS

A. Trustee Appointee to UNA Foundation Board of Directors

Mr. Russell reported that Mr. Page, who will join the Board of Trustees on October 1 and who is a member of the UNA Foundation Board of Directors, will serve as the Board of Trustees representative on the Foundation Board for the term October 2020 to September 2021. Mr. Russell thanked Mr. Trapp for his service as the Trustees representative in this regard over the past four years.

B. 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 very favorable satisfaction rating. Mr. Abroms reviewed the Committee's recommendations as to contract extension and goals/objectives for the coming year. He noted that the resolution also calls for a compensation study to ensure that UNA is comparable with peer institutions in the salary package for the chief executive officer. With the recommendation of the Presidential Evaluation Committee and upon motion by Mr. Abroms and second by Mr. Maples, the resolution was approved by unanimous vote.

XI. MOTION FOR EXECUTIVE SESSION

Mr. Russell noted that an executive session was needed to discuss several items. 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 Mr. Ouellette, second by Mr. Abroms, and a unanimous vote, the meeting recessed at 9:56 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. Haslam, and Mr. Patterson 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 10:00 a.m. Upon motion by Ms. Whitaker, second by Mr. Abroms, and a unanimous vote, 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 11:43 a.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 Authorizing Honorary Naming of the "Elaine Augustine Art Gallery" within the Visual Arts Building on the University Campus

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.

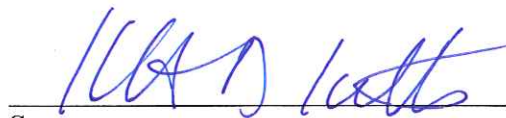
XI. MOTION TO ADJOURN

There being no other business to come before the Board, upon motion by Mr. Ouellette, second by Ms. Jordan, and a unanimous vote, the meeting adjourned at 11:45 a.m.

Approved December 4, 2020



President Pro Tempore



Secretary