

**MINUTES OF THE BOARD OF TRUSTEES  
UNIVERSITY OF NORTH ALABAMA  
FLORENCE, ALABAMA  
9:00 a.m., Friday, September 9, 2022**

The Board of Trustees for the University of North Alabama met on Friday, September 9, 2022, 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 Alabama Legislature. A letter from three Trustees (dated August 19, 2022) 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 9. 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 19, 2022. On August 31, 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 Will Trapp called the meeting to order at 9:05 a.m.

**I. INVOCATION**

The opening invocation was offered by Rev. Dr. Callie Plunket-Brewton, Rector at Trinity Episcopal Church in Florence.

**II. ROLL CALL**

President Kenneth D. Kitts called the roll, and the following members were present in the meeting room:

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

Therefore, a quorum was in attendance with all 11 gubernatorial appointees present.  
Ex officio member Governor Kay Ivey was absent.

**Others present for all or part of the meeting:**

- Ms. Dena Kitts, UNA First Lady
- 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
- Mr. Kevin Haslam, Vice President for University Advancement
- Dr. Josh Looney, Athletics Director
- Dr. Ron Patterson, Vice President for Diversity, Equity, and Inclusion
- Mr. Evan Thornton, Vice President for Business and Financial Affairs
- Dr. K.C. White, Vice President for Student Affairs
- Dr. Sara Lynn Baird, Dean of the College of Arts, Sciences, and Engineering
- Ms. Melissa Bolton, 2021-2022 President of Staff Senate
- 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 and Technology
- Ms. Cindy Conlon, Assistant Vice President for Business and Financial Affairs

- Ms. Minnette Ellis, Associate Vice President for Student Affairs and Dean of Students
- Ms. Michelle Eubanks, Director of University Media and Public Relations
- Dr. Katie Kinney, Dean of the College of Education and Human Sciences
- Dr. Tera Kirkman, Interim Dean of Anderson College of Nursing and Health Professions
- Mr. John McGee, Executive Director of Educational Technology Services
- Dr. Kristy Oden, 2022-2023 Chair of Shared Governance Executive Committee
- Dr. Amber Paulk, Vice Provost for Academic Affairs, Dean of Graduate & Online Education, and Board of Trustees Parliamentarian
- Mr. Jake Russell, Instructional Designer in Educational Technology Services
- Ms. Amber Sandvig, 2022-2023 President of Student Government Association
- Ms. Regina Sherrill, Senior Assistant to the President for Administration
- Dr. Jessica Stovall, 2022-2023 President of Faculty Senate
- Dr. Chunsheng Zhang, Senior Vice Provost for International Affairs

Also present: *TimesDaily* reporters Bernie Delinski and Kevin Taylor.

### III. APPROVAL OF AGENDA

Mr. Trapp submitted the agenda for consideration. Upon motion by Mr. Smith and second by Ms. Sanford, the agenda was approved as presented by unanimous vote.

### IV. APPROVAL OF CONSENT AGENDA ITEMS

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

- A. Minutes of June 10, 2022, Quarterly Board Meeting
- B. Resolution Authorizing the President to Budget Additional Funds for FY 2022-2023

Upon motion by Mr. Russell 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:

- Sustained enrollment growth and expectation of surpassing 10,000 headcount by fall census date;
- UNA's expanding reputation for quality and value;
- Conclusion of transition to NCAA athletics classification (now full/active Division I member);
- 2022-2023 as best fundraising year in UNA history;
- Record number of residential students this fall ( $\approx 2,200$ );
- Commendation of senior institutional leadership team.

Mr. Trapp referenced a September 1 "RatingsDirect®" report from Standard and Poor's that affirmed the University's "A" rating and stable outlook. He shared several favorable comments in the report concerning UNA's growth, momentum, and management team.

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

Committee chair Page shared information on the various topics discussed at this committee's September 8 meeting. The 2021-2022 "North Alabama Online" annual report was provided to each Trustee, and Mr. Page noted several strong data points in the document:

- Approximately one-third of all UNA students are online-only.
- 97% of UNA graduates took at least one online class during their academic career.
- 84% of all UNA faculty members taught at least one online class.
- Online courses generated 51% of total credit hour production.
- Online-only students represent 46 states and 57 countries.

One information item was brought forward for today's full Board meeting agenda – **Updates to University of North Alabama 2022-2023 Undergraduate and Graduate Catalogs**. These updates capture new academic offerings and other curricular changes that have been brought to the Board's attention at prior meetings. 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 September 8 meeting, including record giving with over \$20 million in private gifts raised so far this year (goal was \$6 million), rise in number of unique donors (close to reaching goal for this year), status of giving to Legacy Initiative, and changes in Foundation Board of Directors membership. She encouraged fellow Trustees to participate in various University giving opportunities.

The Committee had one action item from the previous day's discussions to present for consideration – **Resolution Recognizing the University of North Alabama's Affiliation/Relationship with the Lions Athletic Club**. With the recommendation of the Advancement and University Relations Committee, and upon motion by Ms. Whitaker and second by Mr. Smith, the resolution was approved by unanimous vote.

Ms. Whitaker asked Mr. Cochran to provide an update on the potential for additional state and federal funding. The Alabama Education Trust Fund is flush with revenue and represents a real opportunity in the coming year to see a significant impact on Project 208. At the federal level, Congressman Robert Aderholt has been of great assistance in community grant funding requests that have been viewed favorably in the House and are well poised for the Senate review process.

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 September 8 meeting, including various diversity initiatives, athletics fundraising activities, recent coaching hires, and rise in season ticket sales. One information item from the previous day's committee discussions – **University Housing Report** – was on the agenda for the full Board at today's meeting. Mr. Pierce noted that enrollment growth and a high housing retention rate led to a record number of students living on campus this fall. This led to some "growing pains" as Student Affairs explored options for supply to meet demand. There were no questions, and the housing report required no action by the Board.

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

Committee chair Abroms presented items from this committee's September 8 discussions that were on the agenda for the full Board at today's meeting:

### **A. Review of Financial Information for Quarter Ending June 30, 2022**

The quarterly financial report was thoroughly reviewed in the committee setting. Mr. Abroms noted that the great momentum and growth as noted at various points earlier in the meeting stand in stark contrast to continued financial strain. While revenue was as expected at the end of the third quarter, scholarship expense is significantly over budget as a strategic recruiting measure that is reaping benefits in enrollment increases. Mr. Abroms noted that the Board strategically passed a deficit budget for the past two years as a means to hold tuition level, but continued underfunding from the State required a tuition increase for this academic year. Still, the University will end FY 2021-2022 with a sizeable deficit that will require a tap of reserve funds. There were no questions, and this information item required no action by the Board.

### **B. Resolution Approving University of North Alabama Proposed FY 2022-2023 Budgets**

Mr. Abroms described that the proposed E&G budget for the coming fiscal year contains a \$7 million deficit. He reiterated that UNA cannot remain on a trajectory of growth and still balance its budget with continued underfunding from the State. Some deficit mitigation strategies are in place such as holding open a large number of vacant employee positions, and there is the hope and expectation of some special line-item funding allocations in the spring legislative session. Still, the University is already very lean and efficient in terms of personnel based on its size, and Project 208 is critical to long-term success.

With the recommendation of the Finance, Facilities, and Personnel Committee and upon motion by Mr. Abroms and second by Mr. Pierce, the resolution was approved by unanimous vote. Mr. Smith pointed out that the gap in state appropriations that UNA receives in comparison to sister institutions has been widening and compounding over many decades. To bring UNA into equitable per-student funding with other universities today still would not "level the field" when considering decades of historical underfunding.

### **C. Deferred Maintenance Budget for FY 2022-2023**

The list of deferred maintenance items represents another strain on the institutional budget since the projects in need of attention exceed the dollars available to address them. \$1.4 million is allocated to the prioritized list for the coming year. There were no questions, and this information item required no action by the Board.

### **D. Resolution Approving a New Bid Threshold for the Purchase of Goods and Services at the University of North Alabama**

Mr. Abroms called on Ms. Conlon to give explanatory/clarifying remarks concerning this resolution. The University will continue to seek competitive bids for goods and services. Raising the bid threshold eliminates complicated paperwork and increases efficiency. With the recommendation of the Finance, Facilities, and Personnel Committee, Mr. Abroms made a motion for approval of the resolution, and the motion was seconded by Mr. Russell. Ms. Whitaker and Ms. Sanford asked that administrators continue to look for any other antiquated processes that create hindrances to efficient operations and thereby, negatively impact UNA's image. There being no further discussion, the resolution was approved by unanimous vote.

## **E. Resolution Authorizing Purchase of Real Property**

Mr. Abrams described how it is advantageous for the University to purchase a residential property that has been offered for sale due to that property's strategic location adjacent to campus. With the recommendation of the Finance, Facilities, and Personnel Committee and upon motion by Mr. Abrams and second by Mr. Anderson, the resolution was approved by unanimous vote. *(Though not stated in the resolution, Mr. Thornton later identified the property in question as being located at 820 Olive Street in Florence.)*

## **X. OTHER BUSINESS**

Mr. Trapp paused to express appreciation to Mr. Russell for his past four years of service and leadership as Board President Pro Tempore from 2018-2022. He also recognized Mr. Abrams who served in that position for two two-year terms (2014-2018) and Mr. Pierce who earlier was President Pro Tempore for three two-year terms (2006-2012).

### **A. Trustee Appointee to UNA Foundation Board of Directors**

Mr. Trapp reported that Mr. Pierce has agreed to serve as the Board of Trustees representative on the Foundation Board for the next two years (i.e., October 2022 through September 2024).

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

Committee chair Russell reported on the outcome of Dr. Kitts' annual evaluation that resulted in a very positive and favorable satisfaction rating, and he thanked Dr. Kitts for his excellent leadership of the University. He then presented a resolution containing the Committee's recommendations as to contract extension and goals/objectives for the coming year. With the recommendation of the Presidential Evaluation Committee and upon motion by Mr. Russell and second by Dr. Gunn, the resolution was approved by unanimous vote. Mr. Trapp made additional remarks complimentary of Dr. Kitts and read aloud a few open-ended comments from the Board's annual presidential evaluation survey. He noted that it is clear that the Board is very supportive and trusting of Dr. Kitts' leadership of the University.

## **XI. MOTION FOR EXECUTIVE SESSION**

Mr. Trapp noted that an executive session was needed to discuss a matter from a Board committee and to discuss the status of a legal issue. 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 the general reputation and character of individuals and to discuss legal ramifications of pending litigation. Therefore, an executive session would be in compliance with the Open Meetings Act, and she provided that opinion in writing to Mr. Trapp and Dr. Kitts prior to today's meeting. Upon motion by Mr. Abrams, second by Ms. Sanford, and a unanimous vote, the meeting recessed at 10:30 a.m. for a short break and to enter into executive session.

At approximately 10:36, the Board entered into executive session. Ms. Fite-Morgan, Dr. Alexander, Mr. Haslam, Dr. Looney, and Mr. Thornton remained in the room with Dr. Kitts and the Board during this closed session.

The Board reconvened in regular session at 11:15 a.m. Mr. Trapp presented an action item from the Advancement and University Relations Committee that was considered in executive session and viewed favorably by the Board: **Resolution Authorizing Honorary Naming of the “Lorie & Gregg Sutherland Atrium” within the New Music Performance Center.** Upon motion by Ms. Whitaker and second by Mr. Smith, the resolution was approved by unanimous vote. The Board had no other action items to present from its discussions in executive session.

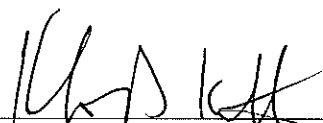
Mr. Page encouraged Trustees to attend the September 23 signature alumni event being held in connection with homecoming weekend. It is hoped that this “Homecoming Alumni Celebration” will greatly bolster alumni giving and engagement.

#### MOTION TO ADJOURN

There being no other business to come before the Board, upon motion by Ms. Whitaker, second by Mr. Smith, and a unanimous vote, the meeting adjourned at 11:17 a.m.

Approved December 2, 2022

  
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President Pro Tempore

  
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Secretary