

**MINUTES OF THE BOARD OF TRUSTEES  
UNIVERSITY OF NORTH ALABAMA  
FLORENCE, ALABAMA  
9:00 a.m., Friday, September 13, 2024**

The Board of Trustees for the University of North Alabama met on Friday, September 13, 2024, 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 23, 2024) 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 13. 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 under the date of August 28, 2024. On September 5, 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 9:02 a.m.

**I. INVOCATION**

At the invitation of Mr. Trapp, 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 Wendell Gunn	Trustee Simpson Russell
Trustee Joel Anderson II	Trustee Jim Page	Trustee Nancy Sanford
Trustee Kyle Buchanan	Trustee Steve Pierce	Trustee Will Trapp

Trustee Anne Whitaker participated remotely via videoconference.  
Ex officio member Governor Kay Ivey and Trustee Gary Smith were absent.  
A quorum of voting members was in attendance.

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

- Mr. Jason Cochran, Executive Director of Governmental Relations and Economic Development
- Ms. Minnette Ellis, Associate Vice President for Student Affairs and Dean of Students, and Executive Director for University Priorities
- Ms. Amber Fite-Morgan, General Counsel
- Mr. Kevin Haslam, Vice President for University Advancement
- Dr. Josh Looney, Athletics Director
- Dr. Brien Smith, Provost and Executive Vice President for Academic Affairs
- Mr. Evan Thornton, Vice President for Business and Financial Affairs
- Dr. K.C. White, Vice President for Student Affairs
- Mr. Duell Aldridge, Coordinator of University Center Operations and Event Management
- Dr. Doug Barrett, Interim Dean of the Sanders College of Business and Technology
- Dr. Vince Brewton, Dean of the Cole Honors College
- Ms. Cindy Conlon, Associate Vice President for Facilities Administration and Planning
- Ms. Michelle Eubanks, Director of University Media and Public Relations
- Dr. Andrea Hunt, 2024-2025 President of Faculty Senate

- Dr. Katie Kinney, Dean of the College of Education and Human Sciences
- Ms. Kerigan Mardis, 2024-2025 President of Student Government Association
- Mr. Jeremy Martin, 2024-2025 President of Staff Senate
- Mr. John McGee, Executive Director of Educational Technology Services
- Dr. Michelle Nelson, Associate Dean of Anderson College of Nursing and Health Professions
- Dr. Amber Paulk, Deputy Provost and Board of Trustees Parliamentarian
- Ms. Regina Sherrill, Senior Assistant to the President for Administration
- Dr. Rebecca Smith, 2024-2025 Chair of Shared Governance Executive Committee
- Ms. Julie Taylor, Assistant Vice President for Enrollment Management
- Dr. Ryan Zayac, Interim Dean of the College of Arts, Sciences, and Engineering

Also present: *TimesDaily* reporter Bernie Delinski

### **III. GREETINGS FROM CHUCK HOSKIN, JR., PRINCIPAL CHIEF OF THE CHEROKEE NATION**

Chief Hoskin had been invited to campus to participate in the September 12 unveiling of a new mural in Collier Library entitled “Tears and Triumphs: Honoring North Alabama’s First Peoples.” The mural celebrated Native American connections and contributions to the University and the greater Shoals area. Chief Hoskin and several of his staff members attended a few minutes of today’s meeting so that he could share comments with the Board. He expressed appreciation for the University’s recognition of Native American history and for its academic partnership with the Cherokee Nation.

### **IV. APPROVAL OF AGENDA**

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

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

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

- A. Minutes of June 14, 2024, Quarterly Board Meeting**
- B. Resolution Authorizing the President to Budget Additional Funds for FY 2024-2025**

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

### **VI. REPORT OF THE PRESIDENT**

Dr. Kitts gave a brief summary on the state of the University from a prepared text. Topics included:

- Mutually beneficial relationship between the University and its international students
- UNA’s new bachelor’s and master’s degree programs in occupational therapy being considered today by the Alabama Commission on Higher Education
- Work underway with the goals and themes in the “Pride in the Gold Standard” strategic plan
- Fall enrollment and the expectation of another record retention rate

## VII. ACADEMIC AFFAIRS AND ENROLLMENT MANAGEMENT COMMITTEE MATTERS

Committee chair Anderson presented two information items from the previous day's committee discussions:

### A. Inactivation of M.A. in Public History Degree Program

Low enrollment has led to inactivation of this graduate program, but there still are curricular options available for those students interested in public history.

### B. Quality Enhancement Plan (QEP) Update

The QEP focus is on experiential and work-based learning for students as a means to enhance their academic preparation and to promote career pathways. This topic aligns with the 2024-2029 "Pride in the Gold Standard" strategic plan and the University mission statement, and expansion of career development opportunities will be one of President Kitts' performance goals/objectives for this year.

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

Mr. Anderson also shared some fall enrollment updates that were discussed at this committee's September 12 meeting.

## VIII. ADVANCEMENT AND UNIVERSITY RELATIONS COMMITTEE MATTERS

Committee chair Whitaker highlighted topics covered in this committee's September 12 meeting, including:

- Continued rise in number of unique donors
- Update on *Shine On, Gold* comprehensive campaign (gifts and commitments totaling over \$11 million this year and over \$75 million for campaign to date toward \$100 million goal)
- Homecoming Alumni & Friends Celebration on October 11

Mr. Trapp gave brief comments on one information item from the previous day's committee discussions – **Update on UNA Foundation and University Endowments** – that 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.

## IX. CAMPUS LIFE, ATHLETICS, AND DIVERSITY COMMITTEE MATTERS

Committee chair Pierce reported on the array of topics covered during this committee's September 12 meeting. With regard to "Campus Life," his comments included housing occupancy levels for fall, plans for Family Weekend on September 21, and development of a campus guidance/reference document for compliance with Alabama Act 2024-34. Turning to an action item on today's agenda:

**A. Resolution Approving Amendment to the Bylaws of the Board of Trustees for the University of North Alabama: Article IV – Committees, Section 4 – Campus Life, Athletics, and Diversity Committee**

Following summary comments by Mr. Pierce, with the recommendation of the Campus Life, Athletics, and Diversity Committee and upon motion by Mr. Pierce and second by Mr. Buchanan, the resolution was approved by unanimous vote. The committee name will now return to “Campus Life and Athletics Committee.”

The committee also had been advised on various items related to athletics including coaching contract extensions, new hires, completion of work at the Cox Creek field, and new record APR of 987 for student-athletes. Mr. Pierce read an excerpt from June 1973 UNA Board of Trustees minutes where then-President Robert Guillot noted the desire to raise \$1 million for construction of a new on-campus stadium. Some 50 years later, a UNA stadium is finally becoming a reality.

**B. Resolution Approving Issuance of Final Bid Documents for Construction of Bank Independent Stadium**

Mr. Pierce reviewed conceptual drawings for seven (7) alternates that the design committee would like to see included in the bid package for stadium construction. With the recommendation of the Campus Life and Athletics Committee, Mr. Pierce made a motion for approval that was seconded by Mr. Page. Mr. Abroms expressed his hope that donors will recognize this is a critical time to ensure that we have funds available to address these additional options so as to take advantage of cost efficiencies. Mr. Pierce noted that the influx of private gifts for the stadium project has increased since groundbreaking took place in June. There being no further discussion, the resolution was approved by unanimous vote.

**X. FINANCE, FACILITIES, AND PERSONNEL COMMITTEE MATTERS**

Committee chair Abroms presented items from this committee’s September 12 discussions that were on the agenda for the full Board at today’s meeting:

**A. Review of Financial Information for Quarter Ending June 30, 2024**

The quarterly financial report was thoroughly reviewed in the committee setting. Mr. Abroms noted that one-time state allocations have assisted in balancing the budget over the past few years. While these state dollars are appreciated, the critical need remains for equitable funding on a recurring annual basis. Still, the University remains financially sound due to conservative budgeting. There were no questions, and this information item required no action by the Board.

**B. Resolution Approving University of North Alabama Proposed FY 2024-2025 Budgets**

Mr. Abroms reported that the committee is comfortable with the proposed operating budget for next year. It does reflect a deficit, but the committee is satisfied that there are some mitigation strategies in place to work toward a balanced budget. With the recommendation of the Finance, Facilities, and Personnel Committee and upon motion by Mr. Abroms and second by Mr. Anderson, the resolution was approved by unanimous vote.

**C. Deferred Maintenance Budget for FY 2024-2025**

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. While \$2 million is allocated to the prioritized list for the coming year, the list may shuffle somewhat if critical repair/maintenance issues arise unexpectedly. There were no questions, and this information item required no action by the Board.

**D. 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. There is no contract at this point, as negotiations are ongoing, but it would be prudent for the University to move forward if the purchase price is acceptable. With the recommendation of the Finance, Facilities, and Personnel Committee and upon motion by Mr. Abrams and second by Mr. Page, the resolution was approved by unanimous vote. *(Though not stated in the resolution, for the purposes of these minutes Mr. Thornton later identified the property as being located at 738 Nellie Avenue in Florence.)*

**E. Resolution Authorizing Expenditure of Funds for Construction of Student Housing at the University of North Alabama**

Mr. Abrams pointed out that while construction of this new student housing building constitutes a large expenditure, it will be in a prime location in the central area of campus and will have a \$1 million positive cash flow from housing revenue once it is completed. Construction plans point to an anticipated opening for fall 2026. With the recommendation of the Finance, Facilities, and Personnel Committee and upon motion by Mr. Abrams and second by Mr. Pierce, the resolution was approved by unanimous vote.

**XI. OTHER BUSINESS**

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

Committee chair Russell noted the SACSCOC requirement for an annual evaluation of the president's job performance, and he reported on the outcome of the survey that Trustees were asked to complete that resulted in a very positive and favorable satisfaction rating. Mr. Russell also noted that of the 14 universities in Alabama, Dr. Kitts ranks fourth in terms of time in service as president and will reach the 10-year mark in March 2025. Mr. Russell listed several significant UNA accomplishments during Dr. Kitts' time in office, and as committee chair, presented in the form of a motion a resolution containing his recommendations as to employment contract and presidential goals/objectives for the coming year. Ms. Sanford seconded the motion, and the resolution was approved by unanimous vote. Mr. Trapp noted that the Board is unanimous in its strong support of Dr. Kitts as president and is thankful for his leadership of the University.

**B. Trustee Appointee to UNA Foundation Board of Directors**

Mr. Trapp reported that Mr. Pierce has agreed to continue serving as the Board of Trustees representative on the Foundation Board for the coming year (i.e., October 2024 through September 2025).

**XII. MOTION FOR EXECUTIVE SESSION**

Mr. Trapp noted that an executive session was needed to discuss an information item from a Board committee and updates on various legal issues. 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. Upon motion by Mr. Buchanan, second by Mr. Page, and a unanimous vote, the meeting recessed at 10:30 a.m. for a short break and to enter into executive session.

At approximately 10:40, the Board entered into executive session. Ms. Fite-Morgan, Dr. Looney, Dr. Smith, and Mr. Thornton remained in the room with Dr. Kitts and the Board during this closed session. Mr. James Pennington, legal counsel with Birmingham law firm Ogletree Deakins, joined the meeting via videoconference.

Mr. Haslam had exited the meeting at 10:00 to address a family emergency. In his absence, Ms. Barbie Terry, Associate Vice President for Alumni Relations and Annual Giving, joined the closed session at 10:40 to provide background on an information item from the Advancement and University Relations Committee. Creation of “**The Center for Servant Leadership & Ethics**” stems from a significant private gift, and under legal permissions to discuss character and good name matters in closed session, Ms. Terry shared details concerning the donor’s request that his gift be directed in this manner. Board action was not required as to the center’s creation, and the Board had no objections. Ms. Terry exited the room at 10:50.

Attention then turned to legal matters as relates to several financial documents and considerations with regard to construction of Bank Independent Stadium.

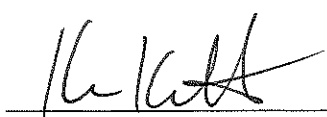
The Board reconvened in regular session at 12:20 p.m. The Board had no action items to present from its discussions in executive session.

**MOTION TO ADJOURN**

There being no other business to come before the Board, the meeting adjourned at 12:20 p.m.

Approved December 6, 2024

  
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President Pro Tempore

  
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Secretary