

**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 at the Banquet Hall of the Guillot University Center in accordance with Section 6 of Act No. 7 of the Regular Session of the Alabama Legislature. A letter from three Trustees (dated August 19, 2022) was sent via email to Governor Jay Ivey in care of her Director of Constituent Affairs, requesting the Governor call the quarterly meeting for September 9. Proposed letters calling the Board to meet also were sent for the Governor's signature as per standard practice, and the same were mailed to 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 system.

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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.

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II. ROLL CALL

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

room:

Trustee Marvin Abrams	Trustee Jim Page	Trustee Gary Smith
Trustee Joel Arderson II	Trustee Steve Pierce	Trustee Will Trapp
Trustee Wernell Gunn	Trustee Simpson Russell	Trustee Anne Whitaker
Trustee Marjorie Maples	Trustee Nancy Sanford	

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

Others present for all or part of the meeting:

- Ms. Denise Kitts, UNA First Lady
- Dr. Ross Alexander, Provost and Executive Vice President for Academic Affairs
- Mr. Jason Cochran, Executive Director of Governmental Relations and Economic Development
- Ms. Amber Fite-Morgan, General Counsel
- Mr. Kevin Haslam, Vice President for University Advancement
- Dr. Joshua Cooney, Athletics Director
- Dr. Ronald 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. Sarah Lynn Baird, Dean of the College of Arts, Sciences, and Engineering
- Ms. Melissa Bolton, 2021-2022 President of Staff Senate
- Dr. Joy H. Borah, Senior Vice Provost for Academic Affairs
- Dr. Vincent Brewton, Dean of the College 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. M... Associate Vice President for Student Affairs and Dean of Student
- Ms. M... Associate Vice President for Student Affairs and Dean of Student
- Dr. K... Associate Vice President for Student Affairs and Dean of Student
- Dr. T... Associate Vice President for Student Affairs and Dean of Student
- Mr. J... Associate Vice President for Student Affairs and Dean of Student
- Dr. K... Associate Vice President for Student Affairs and Dean of Student
- Dr. A... Associate Vice President for Student Affairs and Dean of Student
- Mr. J... Associate Vice President for Student Affairs and Dean of Student
- Ms. A... Associate Vice President for Student Affairs and Dean of Student
- Ms. R... Associate Vice President for Student Affairs and Dean of Student
- Dr. J... Associate Vice President for Student Affairs and Dean of Student
- Dr. C... Associate Vice President for Student Affairs and Dean of Student

Also present were the following reporters: Bernie Delinski and Kevin...

III. AGENDA

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

IV. ADOPTION OF CONSENT AGENDA ITEMS

Mr. Trapp presented the following items for consideration for approval:

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

Upon motion by Mr. Pierce, seconded by Mr. Russell and second by Mr. Pierce, the consent agenda items listed above were approved by unanimous vote.

V. REPORT FROM THE PRESIDENT

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

- Student enrollment growth and expectation of 100 headcount by census date;
- University reputation for quality and value;
- Transition to NCAA athletics classification (full/active Division I member);
- 2022-23 fundraising year in excess of \$10 million;
- Retention of residential students this fall (1,200);
- Composition of senior institutional leadership team.

Mr. Trapp presented the September 1 "Rating Direct®" report from Standard and Poor's that affirmed the University's financial strength, momentum, and management team.

IX. FINANCIAL AFFAIRS, OPERATIONS, AND PERSONNEL COMMITTEE MATTERS

Committee agenda: The chair presented items for discussion at this committee's September 8 discussion that were on the agenda for the full day's meeting.

Report on Financial Information for Quarter Ending June 30, 2022

The quarterly report was thoroughly reviewed in the committee session. Mr. Abrams noted that the first quarter showed a significant increase in enrollment, but also a corresponding increase in expenses. He mentioned that the university is currently facing a sizeable deficit for the 2021-2022 academic year, which will require a tuition increase for the next year. The information presented required no action by the Board.

Report on Approving University of North Alabama Proposed Budget for FY 2022-2023

Mr. Abrams presented the proposed E&G budget for the coming fiscal year. He noted that the budget includes a \$7 million deficit, which is a significant challenge. He mentioned that the university is currently facing a large number of vacant employee positions, and that the budget includes provisions for addressing these issues. He also mentioned that the budget includes provisions for addressing the university's long-term sustainability.

Mr. Abrams presented the resolution of the Finance, Facilities, and Personnel Committee. He noted that the resolution was approved by a unanimous vote. He mentioned that the resolution includes provisions for addressing the university's long-term sustainability, and that the resolution also includes provisions for addressing the university's current financial challenges.

Report on Maintenance Budget for FY 2022-2023

The list of maintenance items represents another strain on the institutional budget since the dollars available to address them are limited. Mr. Abrams mentioned that the list includes a number of items that are critical to the university's operations, and that the Board will need to make decisions about how to address these items.

Report on Approving a New Bid Threshold for the Purchase of Goods and Services

Mr. Abrams presented the resolution regarding the bid threshold for the purchase of goods and services. He noted that the resolution was approved by a unanimous vote. He mentioned that the resolution includes provisions for addressing the university's current financial challenges, and that the resolution also includes provisions for addressing the university's long-term sustainability.

E. Resolution: Authenticating Purchase of Real Property

Mr. Abrams proposed that he purchase property at the campus. With the motion by Mr. [Name], the resolution was approved by unanimous vote. *Though located at 820 Olney, the property is advantageous for the University to purchase due to that property's strategic location of the Finance, Faculty, and Personnel resolution was approved by unanimous vote. (Mr. Thornthorn later identified the property in question.)*

X. OTHER BUSINESS

Mr. Frapp proposed to extend his term as Board President for two years. Mr. Russell supported the motion for two years (2018-2022). He also recognized Mr. Abrons and Mr. Pierce who served as President previously.

A. Trustee Appointment: UNA Foundation Board of Directors

Mr. Frapp reported that the Board has agreed to serve the Board of Trustees from October 2022 through September 2024.

B. Report Resolution: Residential Evaluation Committee - Confidential Employment Agreement

Committee chair, Dr. Kitts, reported on the outcome of Dr. Kitts' annual evaluation. He thanked Dr. Kitts for his excellent leadership of the Committee's year. With the unanimous vote, Mr. Frapp made a motion to approve the agreement that resulted in a positive and favorable recommendation by Dr. Kitts' annual evaluation. He noted that it is clear that the University is a great place to work and that the Board is very supportive and committed to the success of the University.

XI. MOTION FOR EXECUTIVE SESSION

Mr. Frapp noted that an executive session was needed to discuss a matter from a Fite-Morgan practice law in the State of Alabama. He proposed that the Board authorize the general counsel to discuss pending litigation with the Open Meetings Act, and she proposed a motion by Mr. Frapp for a short break. The motion was approved by unanimous vote.

At approximately 10:36, the Board recessed into executive session. Ms. Fite-Morgan, Dr. Kitts, and Mr. Thornthorn remained in the room with Dr. Kitts and the Board during this session.

The Board reconvened in regular session at 11:15 a.m. Mr. Trapp presented an action that was considered in executive session. The Board had previously viewed the video of the performance of the "Lorie & Performance Center." Upon motion by Mr. Trapp, the Board had a unanimous vote. The Board had previously viewed the video of the performance of the "Lorie & Performance Center." Upon motion by Mr. Trapp, the Board had a unanimous vote.

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Mr. Page encouraged trustees to continue to work in connection with homecoming week to greatly bolster alumni giving and

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per 23 signature alumni event being held that this "Homecoming Alumni Celebration" will

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MOTION TO ADJOURN

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There being no other business to be considered, the Board, upon motion by Ms. Whitaker, adjourned at 11:17 a.m.

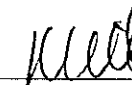
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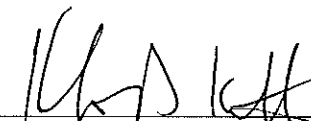
by Mr.

Approved by

September 2, 2022


President


Secretary


Secretary

session at 11:15 a.m. The Resolutions Committee authorized the New Music Performance Commission was approved in executive session.

item from session and Gregg Ms. Whitaker, no other

attend the September weekend. It is hoped for engagement.

g held in celebration

come before the meeting adjourned.

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