

**MINUTES OF THE BOARD OF TRUSTEES
UNIVERSITY OF NORTH ALABAMA
FLORENCE, ALABAMA
9:00 a.m., Friday, December 6, 2024**

The Board of Trustees for the University of North Alabama met on Friday, December 6, 2024, in Room 345 of the Computing and Mathematics Building on campus in accordance with Section 16-51-4 of the *Code of Alabama*. A letter from three Trustees (dated November 15, 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 December 6. 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 November 22, 2024. On November 25, 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 9:00 a.m.

I. INVOCATION

Mr. Trapp offered the opening invocation.

II. ROLL CALL

President Kenneth D. Kitts (*via videoconference participation*) called the roll, and the following members were in attendance:

Trustee Marty Abroms	Trustee Jim Page	Trustee Nancy Sanford
Trustee Joel Anderson II	Trustee Steve Pierce	Trustee Will Trapp
Trustee Kyle Buchanan	Trustee Simpson Russell	Trustee Anne Whitaker
Trustee Wendell Gunn		

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, 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. 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
- 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

- Mr. Brian Ford, Senior Instructional Designer in Educational Technology Services
- Dr. Andrea Hunt, 2024-2025 Faculty Senate President
- Dr. Katie Kinney, Dean of the College of Education and Human Sciences
- Dr. Tera Kirkman, Dean of Anderson College of Nursing & Health Professions
- Ms. Kerigan Mardis, 2024-2025 Student Government Association President
- Mr. Jeremy Martin, 2024-2025 Staff Senate President
- Dr. Amber Pault, Deputy Provost and Board of Trustees Parliamentarian
- Ms. Regina Sherrill, Senior Assistant to the President for Administration
- Dr. Rebecca Smith, 2024-2025 Chair of the 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. APPROVAL OF AGENDA

Mr. Trapp submitted the agenda for consideration. Upon motion by Mr. Abroms and second by Dr. Gunn, 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 September 13, 2024, Quarterly Board Meeting
- B. Minutes of October 7, 2024, Board Executive Committee Meeting
- C. Minutes of November 1, 2024, Board Executive Committee Meeting

Upon motion by Mr. Russell and second by Ms. Whitaker, 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:

- Update on current and planned construction projects
- Plans for multi-year celebration leading to UNA's bicentennial in 2030
- Data points on rising headcount enrollment, credit hour production, retention rate, and graduation rate

Dr. Kitts then called on Dr. Looney to introduce cross country coach Connor Callahan and student athlete Brian Bett, who was recognized for recently becoming the first individual from UNA to win a conference championship for the men's cross country program – AND – for being the first UNA student athlete to win a conference championship across all sports at the Division I level.

VI. ACADEMIC AFFAIRS AND ENROLLMENT MANAGEMENT COMMITTEE MATTERS

Committee chair Anderson presented items from this committee's December 5 discussions that were on the agenda for the full Board at today's meeting:

A. Resolution Approving the Addition of Biological Engineering, Chemical Engineering, Engineering Management, Manufacturing Engineering, and Power Generation Engineering Concentrations to the Bachelor of Engineering Degree

Following summary comments by Mr. Anderson, with the recommendation of the Academic Affairs and Enrollment Management Committee and upon motion by Mr. Abroms and second by Mr. Buchanan, the resolution was approved by unanimous vote.

B. 2024-2029 "Pride in the Gold Standard" Strategic Plan Accomplishments Update

Mr. Anderson gave summary comments on how this periodic report on progress with the current strategic plan tracks achievements on goals outlined in the guiding document that aligns institutional priorities. There are many signal accomplishments of note in the 30-page report. This information item required no action by the Board.

Mr. Anderson also shared some other notes of interest from the preceding afternoon's Committee meeting:

- UNA is seeing positive enrollment trends in disciplines that are not doing well at many other universities.
- The "Academic Affairs Annual Report" for 2024 was provided to the Committee yesterday and to all Trustees at this morning's meeting. The report highlights academic achievements, innovative projects, and partnerships, and shows readers across all of Alabama that UNA is graduating larger numbers of students who then enter the workforce and make a difference in the region and the State.

VII. ADVANCEMENT AND UNIVERSITY RELATIONS COMMITTEE MATTERS

Committee chair Whitaker noted that 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. The UNA Foundation Investment Committee monitors portfolio performance and is pleased with the work of the asset management firm. There were no questions from the Board concerning the endowment report.

Ms. Whitaker highlighted additional topics concerning fundraising efforts, town/gown activities, and governmental relations that were covered in this committee's December 5 meeting. Of particular note:

- The Advancement team raised over \$12 million in private gifts during fiscal year 2023-2024, with a 100% giving participation rate from leadership groups (e.g., Board of Trustees, Executive Council, Campaign Committee).
- UNA Foundation assets are now at \$81 million, having more than doubled from \$36 million in 2016.

VIII. CAMPUS LIFE AND ATHLETICS COMMITTEE MATTERS

Mr. Trapp emphasized that UNA's status as a strong academic university is not an "either/or" scenario versus its standing as a Division I athletic institution. Rather, it is both, and many academic and student experience successes are because of its position at the D-I level. Academic focus in years past has allowed the University to reach the point of its current capital investments. Mr. Pierce pointed out that building projects show prospective students and families that forward progress is taking place.

Committee chair Pierce reported on the array of topics covered during this committee's December 5 meeting. These included:

- Campus Life: increase in number of housing applications for next year, current student housing occupancy levels, work of Student Counseling Services, and SGA activities this fall.
- Athletics: student athlete accomplishments, implications for UNA from the *House vs. NCAA* settlement, and update on stadium construction and fundraising.

IX. FINANCE, FACILITIES, AND PERSONNEL COMMITTEE MATTERS

Committee chair Abroms presented items from this committee's December 5 meeting that were on the agenda for the full Board at today's meeting:

A. Review of Financial Information for Fiscal Year Ending September 30, 2024

The year-end financial report was thoroughly reviewed in the committee setting. Though the FY 2023-2024 budget included a sizeable deficit, the year actually ended with a small surplus thanks to strong one-time funding allocations from the State. Progress 208 efforts remain critical to ensure a fair and equitable level of recurring state appropriations each year that can remove the need for deficit budgeting. There were no questions, and this information item required no action by the Board.

B. Budgeting of Additional Funds Received During the 2023-2024 Fiscal Year

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

C. Resolution Approving Agreement between the University of North Alabama and Collegis Education for the Sanders College of Business and Technology

Following summary comments by Mr. Abroms, with the recommendation of the Finance, Facilities, and Personnel Committee and upon motion by Mr. Abroms and second by Mr. Page, the resolution was approved by unanimous vote.

D. Special Voluntary Retirement Incentive (SVRI) Update

The SVRI implemented in 2022 continues to generate savings. By its three-year mark in June 2025, we expect conservative (i.e., exclusive of benefits) salary savings of \$1.3 million. Mr. Thornton offered additional comments of explanation and noted the various factors involved in a retirement incentive program. The University will continue to evaluate the financials of an SVRI as it considers in the future whether such a program would again be offered. There were no questions, and this information item required no action by the Board.

X. OTHER BUSINESS

There were no items of other business to bring before the Board.

XI. MOTION FOR EXECUTIVE SESSION

Mr. Trapp noted that an executive session was needed to discuss (a) a proposed honorary naming matter from a Board committee and (b) the status of 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 the legal ramifications of pending litigation. Therefore, an executive session would be in compliance with the Open Meetings Act. Upon motion by Ms. Whitaker, second by Mr. Anderson, and a unanimous vote, the meeting recessed at 10:07 a.m. for a short break and to enter into executive session.

At approximately 10:15, the Board entered into executive session. Dr. Kits remained connected to the meeting via videoconference, and Ms. Fite-Morgan, Mr. Haslam, Dr. Looney, Dr. Smith, and Mr. Thornton remained in the room with Trustees during this closed session.

The Board reconvened in regular session at 10:50 a.m. Ms. Whitaker presented an action item from the Advancement and University Relations Committee that was considered in executive session and viewed favorably by the Board – i.e., **Resolution Authorizing Honorary Naming of the University's Department of Accounting and Business Law for Darwin Davis**. Upon motion by Ms. Whitaker and second by Mr. Pierce, the resolution was approved by unanimous vote.

Mr. Pierce presented an action item from the Campus Life and Athletics Committee that, following executive session discussion of legal issues involved, was viewed favorably by the Board – i.e., **Resolution to Accept Lowest Qualified Bidder and to Authorize Proceeding with Construction of Bank Independent Stadium.** Mr. Pierce moved for approval of the resolution, and the motion was seconded by Dr. Gunn. Several Trustees made comments concerning:

- The commendable hard work of the HPM project management firm and of the stadium design committee;
- The impact that this construction project will have on the Shoals area economy since the low bidder (FITE Building Co.) is a local firm;
- The fact that the new stadium will be an asset not only for UNA, but for the local community as well; and
- The remarkable level of private financial support for this construction project.

There being no further discussion, the resolution was approved by unanimous vote.

Mr. Trapp noted that fundraising for the stadium project continues, and he referenced a December 2024 public statement from the University that had been shared with the Board and that read as follows:

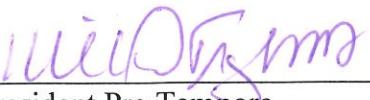
Fundraising for Bank Independent Stadium is ongoing and will continue even after construction is complete. Our goal at the University of North Alabama, and as we work toward our \$100 million goal through the “Shine On, Gold” comprehensive campaign, is to give every individual and every business in Northwest Alabama an opportunity to partner with us as part of this transformational project. Continued donor engagement will result in the community, and all who interact with it, enjoying the absolute best stadium possible.

The Board had no other action items to present from its discussions in executive session.

MOTION TO ADJOURN

There being no other business to come before the Board, upon motion by Mr. Abroms, second by Mr. Page, and a unanimous vote, the meeting adjourned at 11:00 a.m.

Approved March 14, 2025


President Pro Tempore


Secretary