**The University of West Alabama**

**Board of Trustees Regular Meeting**

**Bell Conference Center**

**Livingston, Alabama**

**June 5, 2023 - 10:30 a.m.**

1. **Call to Order**

Mr. Hal Bloom called the meeting to order and welcomed the new and reappointed board

members: Ms. Jennifer Agee, Mr. Joseph Brown, Mr. Matthew Lavender, Mr. Michael Maddox, and Mr. Tom Perry. Mr. Bloom requested Ms. Terry to call the roll.

1. **Roll Call**

Board members attending were: Ms. Jennifer Agee, Ms. Jody W. Beard, Mr. Hal Bloom, Mr. Joseph

Brown, Ms. Sheila Cloud, Mr. Jerry Groce, Mr. Matthew Lavender, Mr. Michael Maddox, Mr. Tom Perry, and Mr. Jerry F. Smith. Ms. Terry announced that a quorum was present. Also attending were: Mr. Mike Kendrick, university attorney; Dr. Ken Tucker, university president; and Ms. Toni Terry, assistant secretary to the board, recording minutes.

**III. Approval of Agenda**

 ***Mr. Jerry Groce moved to approve the agenda; Mr. Jerry F. Smith seconded the motion, and the motion was approved.***

**IV. Approval of Minutes from March 6, 2023**

 Mr. Bloom asked for a motion to approve the minutes from the March 6, 2023 meeting. ***Ms. Sheila Cloud made a motion to approve the minutes; Ms. Jody W. Beard seconded the motion, and the motion was approved.***

**V. Report from the Institutional Advancement Committee**

 Mr. Joseph Brown advised that Dr. JJ Wedgworth provided a report regarding fundraising comparisons and project goals, alumni events and objectives, and strategic communications projects and initiatives. Mr. Brown commended the efforts of the entire institutional advancement team.

**VI. Report from the Athletic Committee**

 Mr. Bloom advised that Mr. Kent Partridge provided a report on spring sports, academics, notable fall dates, professional athletes that were former UWA student-athletes, and athletic facility renovations, additions, and future projects. Mr. Bloom highlighted and recognized the academic achievements of the student-athlete population and the value that the athletic facility improvements and additions will have in recruiting high-quality athletes to UWA.

**VII. Report from the Facilities Committee**

Mr. Brown advised that Mr. Chris Egbert provided a report that outlined the status and provided updates regarding the track facility and soccer field, renovations of Foust Hall, roof replacements for Pruitt Hall and Webb Hall, the UWA Amphitheater, and the Lenoir Chapel Complex. Mr. Brown complimented Mr. Egbert and his team on the improvements around campus that should prove attractive to students.

**VIII. Report from the Finance Committee**

Ms. Sheila Cloud advised that Mr. Clete Beard provided a report regarding the quarterly financial summary for the second quarter of Fiscal Year 2023, the proposed budget for Fiscal Year 2024, and a resolution regarding the sale of the University’s reversionary interest in the Twin Oaks property. Ms. Cloud conveyed that the University has managed its resources well, with the projected new budget reflecting an estimated surplus of $285,497, no tuition increase, and an across-the-board two percent salary increase for all full-time employees, plus an allowance for additional increases (of up to two percent) based on performance. ***A motion was made by Ms. Jody W. Beard and seconded by Mr. Joseph Brown to adopt the budget for Fiscal Year 2024 as approved by the Finance Committee. The motion carried.***

The resolution regarding the Twin Oaks property was presented to the board for their consideration:

WHEREAS, the University did publish an Invitation for Sealed Bids to purchase the University of West Alabama’s 2049 reversionary interest in real estate located in Sumter County (the “Property”); and

WHEREAS, sealed bids were received until 2:00 p.m. on May 26, 2023 (the “Bid Date”); and

WHEREAS, the University did receive one sealed bid for the Property; and

WHEREAS, the President of the University has recommended to the Board of Trustees that it is in the best interest of the University to accept the one sealed bid received in the amount of $102,000.00 for the University’s 2049 reversionary interest in the Property.

NOW THEREFORE, BE IT RESOLVED, by the University of West Alabama Board of Trustees, at a regular meeting duly called on June 5, 2023, a quorum being present, as follows:

1. That the Board of Trustees does, by the adoption of this Resolution, authorize the President of the University to accept the one sealed bid received by the University on May 26, 2023, for the University’s 2049 reversionary interest in the Property located in Sumter County, Alabama.

2. That the Board of Trustees does, by the adoption of this Resolution, authorize the President of the University to execute the Quitclaim Deed attached hereto as Exhibit A for the Property upon the receipt of the sum of $102,000.00 from the sole bidder.

3. That this Resolution shall become effective immediately by its adoption by the Board of Trustees of the University.

 ***A motion was made by Ms. Sheila Cloud and seconded by Ms. Jody W. Beard to approve the resolution as presented and approved by the Finance Committee; the motion carried.***

**IX. Report from the University President**

*Legislative Update*

Dr. Ken Tucker provided a legislative update, advising that UWA received an 8.2% increase (slightly over $2 million) in the operation and maintenance budget from the Education Trust Fund. All requested line items were approved, including the Alabama Women’s Hall of Fame, Black Belt Teacher Corps, Black Belt STEM Institute, National Young Farmers Association, and the Center for Rural Workforce Development. It was a record-setting year for universities, especially UWA, relative to the supplemental budget. UWA received: $598,000 to start a concurrent four-year associate of science in nursing to bachelor of science in nursing program; $335,000 to create a new respiratory therapy program; $340,000 towards the development of a new student recreation and fitness center; approximately $1 million for facility renovations at the UWA Cahaba Biodiversity Center; $787,000 to implement a Black Belt scholars program for STEM-related camps on campus for middle and high school students; and a significant amount of funding was included for deferred maintenance, renovations, and ongoing capital projects. Dr. Tucker highlighted the initiatives' anticipated positive impact on campus recruitment and especially thanked Director of Government and Community Affairs Tom Tartt, Governor Kay Ivey, Representative Danny Garrett, State Finance Director Bill Poole, and Senator Arthur Orr.

*Spring Commencement*

 Dr. Tucker advised that for Spring 2023, five commencement ceremonies were held at the UWA Auditorium over two days on May 4-5, 2023, and approximately 650 degrees were awarded. A nursing convocation was also held on May 3, 2023. The feedback received from holding multiple, more intimate ceremonies had been exceedingly positive. Dr. Tucker thanked Trustees Bloom and Brown for attending the recent ceremonies.

 *Renaming of the Hunt Technology Building and Hunt Annex*

 After being housed in the College of Education and the College of Business in years past, the Division of Engineering and Technology became a freestanding division as of June 2022. The division chair and faculty have requested that the names of the buildings be more reflective of the degrees and courses offered to aid recruiting efforts. The proposal includes renaming the Hunt Technology Building and the Hunt Annex to the Engineering and Technology Building and the Workforce Development Annex. ***A motion was made by Mr. Jerry Groce and seconded by Mr. Joseph Brown to rename the Hunt Technology Building to the Engineering and Technology Building and the Hunt Annex to the Workforce Development Annex; the motion carried.***

 *Ratification of President Tucker’s Execution of the Lessor Esstopel Certificate and Consent*

 Mr. Mike Kendrick explained that to facilitate the construction and financing of the University Charter School (UCS), Dr. Tucker had executed the Lessor Estoppel Certificate and Consent, ratifying that there were no outstanding breaches in any current leases with UCS. The resolution below was presented to the board:

WHEREAS, the Board of Trustees has previously approved a Ground Lease dated June 30, 2020, as amended by that certain First Amendment to Ground Lease dated December 13, 2021 (the “UWA Lease”), with the University Charter School (“UCS); and

WHEREAS, UCS has requested the President of the University to execute the Lessor Estoppel Certificate and Consent which is attached hereto as Exhibit A; and

WHEREAS, the President of the University, in order to facilitate the construction and financing of the Charter School, did on April 20, 2023, execute the Lessor Estoppel Certificate and Consent attached as Exhibit A; and

WHEREAS, the Board of Trustees desires to ratify and confirm the President of the University’s execution of the Lessor Estoppel Certificate and Consent attached as Exhibit A.

NOW THEREFORE, BE IT RESOLVED, by the University of West Alabama Board of Trustees, at a regular meeting duly called on June 5, 2023, a quorum being present, as follows:

1. That the Board of Trustees of the University, by the adoption of this Resolution, does ratify the action undertaken by the President of the University in the execution of the Lessor Estoppel Certificate and Consent attached hereto as Exhibit A, and approves all action taken on behalf of the University by the President relating to such transaction.

2. That this Resolution shall become effective immediately by its adoption by the Board of Trustees of the University.

 ***Mr. Joseph Brown made a motion to ratify the action taken by Dr. Tucker in the execution of the Lessor Estoppel Certificate and Consent; Mr. Jerry F. Smith seconded the motion, and the motion carried.***

 *Wiley University Services (Wiley) Proposal/Renewal Agreement*

 Dr. Tucker reported that negotiations with Wiley had been underway since January 2023, as the current six-year agreement would expire in September 2023. The University’s partnership with Wiley has been outstanding in the online market. Through the partnership and utilizing Wiley’s expertise in marketing, recruiting, and retention, online enrollment increased from 1,327 before Wiley to an all-time high of 4,233 for Spring 2023, an increase of 251 students from Spring 2022. The concomitant revenue increase went from $1.9 million prior to Wiley to $4.8 million for Spring 2023. With the final contract anticipated soon, the board determined that the Executive Committee would meet to resolve the matter.

 *Resolution of Gratitude – Former Trustee Jean Dearman Anderson*

 In honor of Former Trustee Jean Dearman Anderson, the resolution below was presented to the board:

WHEREAS, Mrs. Jean Dearman Anderson and her family have been leaders of Sumter County for more than seven (7) generations; and

WHEREAS, Mrs. Anderson was born and reared in Livingston, Alabama, and graduated from Livingston High School and Auburn University, where she earned a Bachelor of Science Degree in Education; and

WHEREAS, Mrs. Anderson was appointed to the University of West Alabama Board of Trustees in 2008 and continued to serve in that capacity until the expiration of her term on May 16, 2023; and

WHEREAS, Mrs. Anderson served on the Board’s Academic Affairs, Athletic, Facilities, Institutional Advancement and Student Affairs committees during her tenure as a member of the Board; and

WHEREAS, Mrs. Anderson serves as an associate member of the Interior Design Society, a sustaining member of the Montgomery Junior League, and a Bible study and Sunday School teacher at Trinity Presbyterian Church; and

WHEREAS, during Mrs. Anderson’s tenure as a member of the Board of Trustees, she provided invaluable service, serving on numerous committees and providing design services for the renovations of the President’s Home and the McConnell Guest House; and

WHEREAS, the Board desires to publicly commend and thank Mrs. Anderson for her outstanding association with and service to the University until the expiration of her term on the Board on May 16, 2023.

NOW THEREFORE, BE IT RESOLVED, by the University of West Alabama Board of Trustees, at a regular meeting, duly assembled on June 5, 2023, a quorum being present, as follows:

1. That the Board of Trustees of the University of West Alabama does, by the adoption of this Resolution, express their sincere gratitude to Mrs. Jean Dearman Anderson for her outstanding association with and exemplary service to the University of West Alabama as a member of the Board of Trustees.

2. That the Board of Trustees does, by the adoption of this Resolution, publicly commend Mrs. Jean Dearman Anderson for her long, outstanding and dedicated service to the University.

3. That the Board of Trustees does direct that a copy of this Resolution, after its adoption, be distributed to Mrs. Jean Dearman Anderson and to such other persons or organizations as deemed appropriate by the President of the University.

4. That this Resolution shall become effective immediately by its adoption by the Board of Trustees of the University.

 ***A motion was made by Mr. Jerry F. Smith and seconded by Ms. Sheila Coud to approve the resolution honoring Ms. Anderson’s service on the UWA Board of Trustees; the motion carried.***

 *Resolution of Gratitude – Former Trustee John H. Killian*

In honor of Former Trustee John H. Killian, the resolution below was presented to the board:

WHEREAS, Rev. Dr. John H. Killian was appointed to the Board of Trustees of the University of West Alabama in 2015 and continued to serve in that capacity until the expiration of his term on May 16, 2023; and

WHEREAS, Dr. Killian served on the Board’s Academic Affairs, Facilities, Finance, Institutional Advancement and Student Affairs committees during his tenure as a member of the Board; and

WHEREAS, Dr. Killian received his Bachelor of Arts Degree from Tennessee Temple University, a Master of Divinity and Doctor of Ministry from New Orleans Baptist Theological Seminary and a Master of Arts in Teaching in History from the University of West Alabama; and

WHEREAS, Dr. Killian served as President of the Alabama Baptist State Convention and the Alabama Society Sons of the American Revolution and has taught college and graduate level courses for the New Orleans Baptist Theological Seminary, Judson College, Bevill State Community College and Tennessee Temple University; and

WHEREAS, Dr. Killian, as a member of the Board of Trustees for the University has provided invaluable service to the University; and

WHEREAS, the Board desires to publicly commend and thank Dr. Killian for his outstanding association with and service to the University until the expiration of his term on the Board on May 16, 2023.

NOW THEREFORE, BE IT RESOLVED, by the University of West Alabama Board of Trustees, at a regular meeting, duly assembled on June 5, 2023, a quorum being present, as follows:

1. That the Board of Trustees of the University of West Alabama does, by the adoption of this Resolution, express their sincere gratitude to Rev. Dr. John H. Killian for his outstanding association with and exemplary service to the University of West Alabama as a member of the Board of Trustees.

2. That the Board of Trustees does, by the adoption of this Resolution, publicly commend Rev. Dr. John H. Killian for his dedicated service to the University.

3. That the Board of Trustees does direct that a copy of this Resolution, after its adoption, be distributed to Rev. Dr. John H. Killian and to such other persons or organizations as deemed appropriate by the President of the University.

4. That this Resolution shall become effective immediately by its adoption by the Board of Trustees of the University.

 ***A motion was made by Ms. Jody W. Beard and seconded by Mr. Jerry F. Smith to approve the resolution honoring Dr. Killian’s service on the UWA Board of Trustees; the motion carried.***

 *Provost and Vice President of Academic Affairs Timothy Edwards’ Retirement and Resolution of Gratitude*

 Dr. Tucker shared that Provost and Vice President of Academic Affairs Timothy Edwards would retire from the University as of July 1, 2023. Dr. Tucker personally thanked Dr. Edwards for the leadership, loyalty, friendship, and support shown to the entire UWA Family, adding that Dr. Edwards’ positive attitude, sense of humor, and collegiality would be greatly missed. Dr. Tucker advised that Dr. Edwards had done a remarkable job as the chief academic officer for the University, and in recognition and appreciation of his nearly two decades of service to UWA, the honor of provost emeritus had been bestowed upon him.

 In honor of Dr. Edwards, the resolution below was presented to the board:

WHEREAS, Dr. Timothy Edwards has been associated with the University of West Alabama (the “University”) as an employee from 2006 to the present time; and

WHEREAS, during Dr. Edwards’ tenure at the University he has served in various capacities, namely: as Associate Professor of English in the College of Liberal Arts from 2006 until 2009, as Professor of English from 2010 to the present time, as Chair of the Department of Languages and Literature from 2007 to 2008, as Associate Dean and Chair of the Department of Languages and Literature from 2008 to 2009, as Dean of the College of Liberal Arts from 2009 to 2014, appointed Interim Provost and Vice President of Academic Affairs in March 2014, named the permanent Provost and Vice President of Academic Affairs for the University in March 2015, and continues to serve in such capacity until his retirement; and

WHEREAS, Dr. Edwards holds a B.A. and an M.A. in English from the University of Alabama at Birmingham and a Ph.D. in English from the University of Tennessee. Prior to his employment by the University, Dr. Edwards taught at the University of Alabama at Birmingham; the University of Tennessee in Knoxville; the University of the Ozarks in Clarksville, Arkansas; and at Georgia Southwestern State University in Americus, Georgia; and

WHEREAS, Dr. Edwards has been the recipient of various distinguished academic and professional awards, and has engaged in substantial scholarly research and publications, as well as institutional and community service; and

WHEREAS, the Board of Trustees of the University desires to publicly commend and thank Dr. Timothy Edwards for his outstanding association with and service to the University of West Alabama until his retirement.

NOW THEREFORE, BE IT RESOLVED, by the University of West Alabama Board of Trustees, at a regular meeting duly called on June 5, 2023, a quorum being present, as follows:

1. That the Board of Trustees of the University, by the adoption of this Resolution, does express their sincere gratitude to Dr. Timothy Edwards for his exemplary service to the University from 2006 until the date of his retirement, effective as of July 1, 2023.

2. That the Board of Trustees does by the adoption of this Resolution publicly commend Dr. Edwards for his long, outstanding, and dedicated service to the University.

3. That the Board of Trustees does direct that a copy of this Resolution, after its adoption, be distributed to Dr. Edwards and to such other persons or organizations as deemed appropriate by the President of the University.

4. That this Resolution shall become effective immediately by its adoption by the Board of Trustees of the University.

 ***A motion was made by Mr. Jerry Groce and seconded by Ms. Jody W. Beard to approve the resolution honoring Dr. Edwards’ contributions and service to the University of West Alabama; the motion carried.***

Dr. Edwards expressed his appreciation to the board and conveyed the privilege of working alongside Dr. Tucker and serving as part of the leadership team that has overseen such a successful academic administration. Dr. Edwards added that he has also enjoyed working with the creative, intelligent, and hard-working faculty, staff, and students at UWA.

**X. Report from the Board President**

*Board Meeting Schedule*

Mr. Bloom presented the tentative board meeting schedule for September 11, 2023, through June 3, 2024. ***A motion was made by Ms. Jody W. Beard and seconded by Mr. Jerry Groce to approve the schedule as presented; the motion carried.***

*Standing Committee Appointments*

Mr. Bloom reminded the board of the standing committee appointments recently distributed via email. Trustees were instructed to contact Mr. Bloom with any questions.

**XI. New Business**

There was no new business.

**XII. Other Business**

Mr. Brown congratulated the new board members and indicated that he spoke with Senator Bobby Singleton at the recent confirmation hearing in Montgomery; Senator Singleton provided positive and supportive sentiments regarding UWA under the leadership of Dr. Tucker. Mr. Brown also shared that participating in the recent commencement ceremonies was a touching and fulfilling experience, providing an opportunity to visit with some of the graduates and their families on such a special occasion. Lastly, Mr. Brown advised that Ms. Liza Howard had expressed her sincere appreciation regarding the University recently bestowing her with an honorary doctorate.

**XIII. Adjourn**

 The meeting adjourned at 11:18 a.m.

 Respectfully submitted,

 *Toni Terry*