

BOARD OF TRUSTEES
The University of West Alabama
Reconvene Meeting from April 22, 2014, Meeting
Bell Conference Center
May 15, 2014 10:00 a.m.

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| I. | Call to Order | Terry Bunn |
| II. | Roll Call | |
| III. | Final Report from Independent Investigator | |
| IV. | Appointment of Member to Presidential Search Committee | <i>(Action Item)</i> |
| V. | Executive Session to Discuss:
Possible Future Litigation | |
| VI. | Report from Special Administrator
John Blackwell | |
| VII. | New Business | |
| VIII. | Other Matters
Approval of Committee Changes | <i>(Action Item)</i> |
| IX. | Adjourn | |

BOARD OF TRUSTEES
Reconvening of Meeting Held on March 3, 2014
The University of West Alabama
Bell Conference Center
May 15, 2014, 10:00 a.m.

I. Call to Order

Mr. Terry Bunn, President *pro tem*, called the meeting to order and welcomed everyone. He asked Mr. Victor Vernon to say a prayer.

II. Roll Call

Mr. Bunn asked Mrs. Lindsey to call the roll. Members attending were: Mr. Thomas Ballow, Mr. Hal Bloom, Mr. Terry Bunn, Mrs. Sheila Cloud, Mr. Randall Hillman, Mr. John Northcutt, Mr. Alex Saad, Mr. Jerry F. Smith, Mr. Thed Spree, and Mr. Victor Vernon. Absent: Mrs. Jean Anderson, Mr. Jerry Groce, and Rev. Willie O'Neal. Mrs. Lindsey announced that a quorum was present. Mr. Mike Kendrick, University Attorney, was also present.

III. Final Report from Independent Investigator

Mr. Bunn thanked Mr. Tommy Smith and Mr. Drayton Pruitt for their hard work on the investigation and the finished report. He recognized Mr. Smith, who presented the finished report (A copy will be attached to the permanent minutes.) Mr. Smith indicated that he and Mr. Pruitt interviewed 34 different individuals; he said there were 1.2 million pieces of digital material that were analyzed; and over 3500 transcript pages in the final report. The report from Mr. Smith and Mr. Pruitt ended at 1:57 p.m.

Mr. Bunn called for a motion to accept the report. Mr. Saad made a motion to accept the report; Mr. Vernon seconded the motion; and the motion passed. This report will be available to the public.

IV. Appointment of Member to Presidential Search Committee

Mr. Bunn apologized for omitting the name of Mr. Justin Smith at the last Board Meeting, who he would also like to serve on the Presidential Search Committee. Mr. Hal Bloom so moved to place Mr. Smith on the Search Committee; Mr. Jerry Smith seconded the motion; and the motion passed.

V. Executive Session to Discuss: Possible Future Litigation

Mr. Bunn said the Board needs to go into Executive Session at this time. Mr. Saad so moved; Mrs. Cloud seconded the motion; and Mr. Bunn asked for a roll call vote. At this

time, Mr. Kendrick proceeded to give an explanation for the Session. He stated that the meeting would be to discuss possible pending litigation and should be one hour or less. Mr. Bunn asked Mrs. Lindsey to have a roll call vote, as follows:

Name of Trustee	Yes	No
Mr. Thomas Ballow, Jr.	X	
Mr. Hal Bloom	X	
Mr. Terry Bunn	X	
Ms. Sheila Cloud	X	
Mr. Randall I. Hillman	X	
Mr. John Northcutt	X	
Mr. Alex Saad	X	
Mr. Jerry F. Smith	X	
Mr. Thed Spree	X	
Mr. Victor Vernon	X	

Mrs. Lindsey announced that the motion was approved unanimously. The Board of Trustees went into Executive Session at 2:06 p.m.

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At 4:25 p.m., a motion was made by Mr. Hillman to adjourn the Executive Session; Mr. Vernon seconded the motion; and the motion passed. Mr. Bunn called the Regular Meeting back to order.

VI. New Business

Mr. Bunn recognized Mr. George McMillan, Attorney for Dr. Richard Holland, who read an open letter from Dr. Holland (A copy of letter will be attached to the minutes.). Mr. McMillan also read a letter from Dr. Holland asking the Board to accept his intention to retire on this date (May 15, 2014).

After Mr. McMillan read the letters from Dr. Holland, a motion was made by Mr. Hal Bloom to accept the resignation of Dr. Holland, subject to the terms to be worked out by the

President *Pro Tem* of the Board of Trustees. Mr. Hillman seconded the motion. During discussion, Mr. Saad requested a roll call vote. He also said he was not in favor of this, he did not think it was right to give a free pass to someone who has done something so egregious to this University as Dr. Holland has, who has simply worked here for over fifty years. Mr. Saad said he hopes the Board does not look bad down the road to the next President, who might say “I can do what I want and get a free pass”. Mr. Bloom stated he would like to renew his motion to accept Holland’s resignation. Mr. Bunn said there was a motion and a second on the floor. Mr. Spree indicated he had a comment, stating he was sort of like Alex and he is not happy with the situation, but he thinks it is time to bring this to closure and wants to see the University move on.

Mr. Bunn asked Mrs. Lindsey to proceed with the roll call vote, as follows:

Name of Trustee	Yes	No
Mr. Thomas Ballow, Jr.	X	
Mr. Hal Bloom	X	
Mr. Terry Bunn	X	
Ms. Sheila Cloud	X	
Mr. Randall I. Hillman	X	
Mr. John Northcutt	X	
Mr. Alex Saad		Absolutely No
Mr. Jerry F. Smith	X	
Mr. Thed Spree	X	
Mr. Victor Vernon	X	

Mrs. Lindsey announced that the motion passed.

Continuing under New Business, Mr. Bunn recognized Mrs. Sheila Cloud, who stated she would like to make a motion that the Board appoint John Blackwell as President of the University of West Alabama for up to 12 months or until the Search Committee makes a recommendation and it is accepted by the Board. Mr. Vernon seconded the motion. Mr.

Bunn asked for any discussion. Mr. Spree asked if this would give Mr. Blackwell full powers as President; and Mr. Bunn replied that this was correct. The motion passed unanimously.

Mr. Hillman advised Mr. Bunn he would like to make one last motion and Mr. Bunn recognized him. Mr. Hillman stated the Board was presented with the investigative report from Mr. Tommy Smith and Mr. Drayton Pruitt, and he thanked them for all of their hard work and their many hours over the last few months in performing the investigation; he said he appreciated the way they did it, professionally and ethically; and he knew it had not been an easy task. Mr. Hillman said, in light of this, he would move that the Board authorize Mr. John Blackwell to do whatever he deems necessary in the administration and operation of the University in light of the investigative report. Mr. Bunn asked if there was a second; and Mr. Bloom seconded the motion. Mr. Bunn asked for any discussion on the motion. The motion carried unanimously.

Mr. Bunn asked if there was any other business.

VII. Report from President Blackwell

Mr. Bunn called on Mr. Blackwell for any remarks. Mr. Blackwell indicated that he was humbled, honored, and he would work to make them proud. He said many universities have bumps in the road, but he noted this is a special day and it gives all an opportunity to move ahead. Mr. Blackwell said there are so many talented people who work at UWA who are anxious and willing to move this great University forward. He asked for help in making UWA the place it should be and said this concluded his remarks.

Mr. Bunn stated that all of the Board looks forward to working with him and he is already doing a great job.

VIII. Other Matters

Mr. Bunn asked if everyone had a list of the standing committees for 2013-2016. He asked for a motion to accept this membership list for the standing committees. Mr. Hal Bloom so moved; Mrs. Cloud seconded the motion; and the motion carried.

Mr. Bunn asked if there was any other business to come before the Board before he made a statement. There was none.

Mr. Bunn began by thanking Mr. Smith and Mr. Pruitt for the job they did with the investigation, their time and tireless efforts spent, and their documentation of their report in the manner they did. On behalf of the Board of Trustees, Mr. Bunn thanked them, again.

Mr. Bunn stated that before he adjourns this meeting today, he would like to read a statement, as follows:

“The last several months have been difficult times for the University of West Alabama, but this university has weathered many storms though the past 180 years. This storm also will pass, and our future is as bright as our heritage is strong.

I want to thank the faculty, students, parents and alumni who stand behind this great institution. And I want to thank my fellow board members who give so freely of their time and talents for the benefit of this school that we all cherish.

I want to commend Dr. Holland for putting the well-being of UWA ahead of other priorities and acting in the best interest of the University today. I want to make it clear that the documents presented today speak for themselves and I see no need for expanded interpretation or elaboration. Dr. Holland’s open letter and the report of the investigation that was initiated at Dr. Holland’s request are public documents and anyone with interest may examine them. But as for me, and hopefully for us all, I see today as the first day in the next chapter of a great institution of learning. I am calling on every member of the University family to pull together to make that bright future a reality.”

IX. Adjourn

Mr. Bunn adjourned the meeting at 4:43 p.m.

Respectfully submitted,

Victor Vernon
Secretary to the Board

Earlene Lindsey
Assistant Secretary to the Board