

BOARD OF TRUSTEES
The University of West Alabama
Regular Quarterly Meeting
Bell Conference Center
November 14, 2014, 9:00 a.m.

I. Call to Order

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

II. Roll Call

Mr. Bunn asked Mrs. Lindsey to call the roll. Members attending were: Mrs. Jean Anderson, Mr. Thomas Ballow, Mr. Hal Bloom, Mr. Terry Bunn, Mrs. Sheila Cloud, Mr. Jerry Groce, Mr. Randall Hillman, Mr. John Northcutt, Mr. Willie O'Neal, Mr. Alex Saad, Mr. Jerry F. Smith, Mr. Thed Spree, and Mr. Victor Vernon. Mrs. Lindsey announced that 100% was in attendance. Mr. John G. Blackwell, Mr. Mike Kendrick (University Attorney), and others were also present, with Mrs. Lindsey recording minutes.

Mr. Bunn invited the University Choir, under the direction of Mr. Willie Williams, to give a mini-concert. He thanked them for the great job they did.

Mr. Blackwell said he needed to recognize some people. He indicated that one of the members of this Board, Mr. Jerry Smith, started the Cross-Country program here many years ago. Mr. Blackwell said he was happy to announce that the Men's Cross-Country team won their first Gulf South Conference and the Men's Soccer team also won the GSC for 2014. He introduced the two coaches, Rick Stanfield, Cross Country, and Matthew Thorne, Men's Soccer Coach. Mr. Blackwell stated Coach Stanfield was also named GSC Soccer Coach of the Year.

III. Approval of Agenda *(Action Item)*

Mr. Bunn said he would like a motion to approve the Agenda. Mr. Smith made a motion to approve the Agenda; Mr. Groce seconded the motion; and the motion passed.

IV. Approval of Minutes for September 8, 2014 *(Action Item)*

Mr. Bunn asked if anyone had any changes to the minutes from September 8, 2014. There were none. ***Mrs. Cloud made a motion to approve the minutes; Mr. Vernon seconded the motion; and the motion passed.***

V. Report of the Board President

Mr. Bunn said he had no report or comments at this time.

VI. Report of the Ad-Hoc Committee to Review Bylaws and Charter

Mr. Saad reported that this Committee held its second meeting yesterday and they need to submit any charter revisions to the State legislature when it begins its session in 2015. He apologized for the hurriedness of this process to make the changes. Mr. Saad asked Mr. Mike Kendrick, University Attorney, to read the document with recommended changes to the University Charter, under Section 16.53.6, Code of Alabama. (See copy attached.) After Mr. Kendrick read the proposed changes, Mr. Saad indicated the Committee looked at policies from several other regional universities, and added that the University of West Alabama needs its charter to be more in line with the other colleges in the State.

Mr. Saad said the Committee recommends that the Board submit the charter, with its changes, to the State Legislature for adoption and approval prior to the beginning of the session that begins in the early 2015; and a second was provided by Mrs. Anderson.

Mr. Hillman said he would like to amend the motion because there needs to be a caveat in the motion, because he knows when a bill gets to a Committee, it often times is amended. He amended the motion to read, as follows: The Board recommends that this legislation be sought specifically with this language and if any other language is inserted, the bill would be killed. Mr. Saad seconded this motion.

Mr. Smith stated his concern with these suggested changes, particularly giving the Board authority to remove instructors, etc., and he thinks there needs to be a lot more discussion before the revised charter goes to the Legislature. He said he is not concerned about what other universities are doing. He said he does not think it is the role of the Board to micro-manage the University. Mr. Saad said that was not the intention of the change; however, under the current charter, the President of the University is unchecked, and he can do anything. He said he feels what the Board should do is make sure there is appropriate checks and balances for the President of the University and should be able to stop him from making terribly bad decisions. Mr. Saad indicated this type of problem is what brought about these proposed changes to the charter. Mrs. Anderson asked Mr. Smith how he would change the charter, and he replied he did not know at this time. Mr. Smith said it might not be the intention of the Board to micro-manage, but another concern of his

would be when new members come on the Board in five years from now and take the revised charter literally. Mrs. Anderson reiterated Mr. Saad's comments that the current charter gave the President too much power and now it seems after the changes, the charter will give the Board too much power; however, she said after much discussion, this was the middle ground or a compromise. Mr. Saad stated the University of West Alabama is the only one that has the old policy. Mr. Vernon said he feels the Board should have confidence that the President can make decisions with Board approval and concurrence, and not assume we are going to end up with something awful. He said he is just not comfortable taking that power away from the President. Mr. Saad stated that is exactly what the revised charter says, i.e. if the Board has confidence in the President, then the Board will not interfere. Mr. Hillman said he believes it is very clear in the revisions that the Board can delegate authority to the President.

Mr. Bunn said there is an amendment to a motion on the floor that was made and seconded. He said if there is no further discussion, he would call for the vote on the amendment. The motion was approved. Next, Mr. Bunn called for the vote on the original motion that was made and seconded, and it was approved.

VII. Report of the Athletic Committee

Mr. Spree introduced Alex Caudle, Rodeo Coach, and said he is doing a great job. He said there was a recent Rodeo competition on campus and several guests attended, including Mr. John McMillan (Commissioner of Agriculture), Senator Bobby Singleton, Representative A. J. McCampbell, Mr. Hughes (South-Fresh Fish Industries), and President John Blackwell all rode horses in the opening ceremony. Mr. Spree stated that he also rode in the opening ceremony.

Mr. Spree said the Athletic Committee is fortunate to have Mr. Jerry Smith serving on this Committee, especially because of his knowledge of fundraising. He said Tom Tartt is trying to find some grants to help with the Rodeo program. Mr. Spree stated he had checked with some people on the tutoring/mentoring program for athletes and it appears to be doing well. He said Stan Williamson suggested that this Committee go on a tour of the athletic facilities and the tour was scheduled immediately after the Committee meeting yesterday. Mr. Spree said the appearance

of all athletic facilities was really good, with the exception of the Rodeo arena, and it was shabby.

Mr. Spree said Don Hines, former President at UWA, started the Rodeo program at UWA with money and materials that were donated, Roger Bedford gave some money, and an ADECCA grant for \$275,000 was awarded and not spent on the arena. He said the arena needs a top on it, adding that almost everyone who works there is a volunteer.

Mr. Spree said he hopes the Board will consider improving the Rodeo arena. He said South-Fresh Feeds gave a \$1,000 scholarship, and Coach Caudle plans to increase the team numbers from 20 to 60 students, which would help enrollment. Mr. Bunn asked Mr. Spree to come up to have a photo with the two Coaches whose teams won GSC Conference titles for 2014.

VIII. Report from University Facilities Committee

Mrs. Cloud said this Committee has been trying to expand its knowledge of all campus facilities, and particularly the newly acquired historical buildings that were donated or purchased, such as: Cedarwood, Elizabeth Church, Houston-Bailey House, and the Black Belt Museum. She indicated the University's title to the Elizabeth Church has not been fully cleared as of this time; however, Mr. Kendrick is working on this.

Mrs. Cloud reported they also discussed upgrading or building a new President's Home and they looked at several sites yesterday and will be working on this further.

Mrs. Cloud stated the Committee asked Mr. Blackwell and Mr. Holycross to draft a policy for hiring architects and present it to the Committee at its next meeting. After the policy is approved by the Committee, it will be brought to the full Board.

Mrs. Cloud thanked Dr. Tina Jones for her presentation on the historical facilities and how they will move forward with renovations using available fund and by applying for grants. Mr. Saad said he really appreciated the tour yesterday of the facilities and would encourage other Board members to take a tour of all facilities.

Mrs. Cloud reported that Spieth Hall is nearing completion and within its budget, and should be finished in December.

IX. Report from the Finance Committee

Mr. Saad reported that the Committee was presented a financial report from the Chief Financial Officer yesterday, but no action was taken. He said the Financial Officer is busy closing and opening the 2014-2015 books at this time.

At this time, Mr. Bunn said he would entertain a motion to go into an executive session to discuss the qualifications of the Presidential candidates. **Mr. Smith made a motion to go into executive session and Mr. Hillman seconded the motion.** Mr. Bunn asked Mr. Kendrick to give the reason for the meeting. Mr. Kendrick stated the Board is entitled to go into executive session to discuss the competency of the applicants, and the session should be limited only to this purpose, with no actions being taken. **Motion passed.** Mr. Kendrick requested that Mr. Bunn state the meeting will be brought back into session after the executive session ends and advise the public an estimated amount of time that it will take. Mr. Bunn advised the public that the Regular Board Meeting will come back into session, hopefully, within one hour.

The Board went into an executive session at 10:06 a.m.

At 12:01 p.m., Mr. Bunn asked for a motion to call the meeting back into session. **Mr. Vernon so moved, Mr. Groce seconded the motion; and the motion passed.**

X. Report of Presidential Search Committee

Mr. Bunn asked Mr. Jerry Smith to present the report from the Presidential Search Committee. Mr. Smith reported that the Search Committee was made up of ten members (some Trustees, faculty members, a staff member, and a student), who met several times and they worked with Gene Head of Wheless Partners on the search. He said they decided to interview six of the top nineteen candidates in 1-1/2 days. Mr. Smith indicated that three of the six candidates backed out for various reasons, which only left three to be interviewed. He said one of the three was eliminated after his interview. **Mr. Smith made a motion that the Board of Trustees accept the two finalists -- Mr. John Blackwell and Dr. Ken Tucker -- to be interviewed for the position of President at the University of West Alabama; Mr. Vernon seconded the motion; and the motion passed.**

At this time, Mrs. Cloud made a motion that the Board go into an executive session and Mr. Smith seconded the motion. Mr. Kendrick stated to the Board that the law allows them to go into executive session to specifically consider the competency of the applicants. The motion was approved.

Mr. Bunn said his feeling for the session would be to give each candidate the same amount of interview time; Mr. Saad suggested 14 hours, and then changed it to 1-1/2 hours for each. Mr. Hillman said he did not think a time limit should be placed on the interviews, i.e. the future of this University is at stake and he wants questions answered for the Board by each candidate because this is a major decision for the Board. Mr. Smith said he respectfully disagreed, that the Search Committee set a time limit and he feels an hour would be sufficient for an interview.

Mr. Saad asked if the Board is setting the time for the executive session or the time for each interview; and Mr. Bunn said they are setting the time for each of the interviews. Mr. Northcutt asked Mr. Kendrick if they are talking about the time in executive session; and Mr. Kendrick indicated that it is only about the time limit for each interview. Mr. Northcutt said he was in agreement with Mr. Hillman, i.e. whoever wants to ask questions of each applicant should be allowed to do this and he believes, in their professional minds, they will limit the time as best they can. Mr. Spree agreed 100 percent. Several of the Board members stated their schedules would allow them to stay as long as it took for the interviews.

Mr. Bunn said he will reconvene this meeting as soon as possible at the end of the interviews. He asked if some lunch could be brought into the executive session.

The Board went into executive session at 12:11 p.m.

Mr. Bunn called for a motion to come back into regular session at 4:20 p.m. Mr. Bloom so moved, with Mr. Smith seconding the motion; and the motion passed.

XII. Report from the University President

Mr. Bunn asked President Blackwell to present his report. Mr. Blackwell thanked the members of the Board for their service and what they do for the University. He said the University is moving along in a positive direction, and some talented people will be presenting reports today.

Mr. Blackwell asked Dr. Tim Edwards to report on the International Program. Dr. Edwards discussed the International Program, stating Sue Ann Balch was recently hired as the new Director of International Programs and is doing a wonderful job. He said she also has legal credentials. He said they are concentrating on several things, as follows: (1) raising the English scores for the International students; (2) expanding the market, especially in China, for the four-year programs; and (3) they hope to use the CHEG Enrollment Services for recruitment of International students.

Mr. Blackwell said there is exciting news in the recruiting and retention area and reports will be presented by Mike Pratt, Angel Jowers, Mike Jones, Jeremy Sheffield, and Dr. Jan Miller.

Mr. Pratt, Director of the Information Technology Department, discussed how the IT office assists with recruiting and retention; and Ms. Jowers, head of the Retention Center, discussed the past retention rate, adding that with the help of faculty and some new retention alert software, the retention rate has grown. Mr. Mike Jones, Athletic Academic Tutor Coordinator, discussed the tutoring and mentoring program for the athletes and how it has grown, resulting in much success for the athletes. Mr. Sheffield, Resident Assistant at Gilbert Hall, stated that the Housing Department is now taking a strong role in retention. He discussed the study hall, one-on-one sessions with mentors, volunteers and indicated they have received wonderful testimonials. Mr. Sheffield indicated he knew of at least six students who would not be here today if it were not for these efforts with retention.

Dr. Jan Miller discussed the enrollment trends for the Online programs. She said the Dual Enrollment program is really growing, as well as the Teacher Connect program. Dr. Miller said they now offer personalized advising. She said they also plan to seek accreditation for the Online program.

Mr. Northcutt commended the group on their presentations. Mr. Bunn also said the report was very informative and positive.

XIII. New Business

Mr. Bunn asked for nominations for the position of President of the University. ***Mr. Saad stated he would like to nominate, in the form of a motion, Dr. Ken Tucker for the position of President at the University of West Alabama, to be effective January 1, 2015, with the salary and contract to be worked out***

with the Board. Mr. Bunn said there is a nomination in the form of a motion and asked if there is a second. Mr. Vernon seconded the motion. The motion was approved.

Mr. Bunn congratulated Dr. Tucker, adding that the Board looks forward to working with him and he feels confident that he will be an excellent President. Mr. Bunn thanked Mr. John Blackwell for coming in under difficult circumstances and stated he has done an unbelievable job. He said he brought tremendous character to the position; he has been fair, honest, worked tirelessly; and did everything possible to bring the University together. Mr. Bunn said he wanted to thank him from the bottom of his heart for what he has done for the University. (Standing ovation and applause followed.) Mr. Blackwell said it has been his honor and pleasure to serve in this capacity.

XV. Adjourn

There was no other business, and Mr. Bunn asked for a motion to adjourn. Mr. Smith made a motion to adjourn; Mr. Bloom seconded the motion; and the motion passed. The meeting adjourned at 5:34 p.m.

Respectfully submitted,

Victor Vernon
Secretary to the Board

Earlene Lindsey
Assistant Secretary to the Board