

BOARD OF TRUSTEES
The University of West Alabama
Regular Quarterly Meeting
Bell Conference Center
September 19, 2016, 1:00 p.m.

A G E N D A

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|-------|---|-----------------------------|
| I. | Call to Order | (Mr. Jerry F. Smith) |
| II. | Roll Call | |
| III. | Approval of Agenda | <i>(Action Item)</i> |
| IV. | Approval of Minutes of June 6, 2016 | <i>(Action Item)</i> |
| V. | Report from the University President | (Dr. Ken Tucker) |
| | A. Presentation of Tutwiler Scholars | |
| | B. VP Emeritus Status | <i>(Action Item)</i> |
| VI. | Report from the Academic Affairs Committee | (Mr. Jerry Groce) |
| VII. | Report from the Student Affairs Committee | (Dr. John Killian) |
| VIII. | Report from the Facilities Committee | (Mrs. Jean Anderson) |
| IX. | Report from the Finance Committee | (Mrs. Sheila Cloud) |
| | A. The Learning House | <i>(Action Item)</i> |
| X. | Report from the Board President | (Mr. Jerry F. Smith) |
| | A. Board of Trustees Member on Foundation Board | <i>(Action Item)</i> |
| XI. | New Business | |
| XII. | Other Business | |
| XIII. | Adjourn | |

BOARD OF TRUSTEES
Regular Meeting
The University of West Alabama
Bell Conference Center
September 19, 2016, 1:00 p.m.

I. Call to Order

Mr. Jerry Smith, President *Pro Tempore*, called the meeting to order.

II. Roll Call

Mr. Jerry Smith asked Mrs. Beard to call the roll. Other than Mr. Jerry Smith, members attending were: Mrs. Jean Anderson, Mr. Hal Bloom, Mrs. Sheila Cloud, Mr. Randall Hillman, Dr. John Killian, Mr. Alex Saad, Mr. Justin Smith, Mr. Thed Spree and Mr. Victor Vernon. Absent: Mr. Jerry Groce and Mr. Joseph Brown. Mrs. Beard announced there was a quorum present. Also attending were: Mr. Mike Kendrick (University Attorney), President Ken Tucker, and several other administrators and staff members, with Katie Beard recording the minutes.

Mr. Jerry Smith asked Dr. John Killian to say a prayer.

Mr. Jerry Smith announced that at the last meeting no motion was made to adjourn the meeting. ***A motion was made by Mr. Hal Bloom and seconded by Mrs. Sheila Cloud to reconvene the meeting. The motion passed.***

Mr. Jerry Smith thanked Mr. Terry Bunn for his leadership and service as the Board President and all he has done for this university.

III. Approval of Agenda

Mr. Hal Bloom moved to approve the Agenda; Mrs. Cloud seconded the motion; and the motion was approved.

IV. Approval of Minutes from June 6, 2016

Mr. Jerry Smith asked if there were any changes to the minutes from the meeting held on June 6, 2016. There were none. ***Mrs. Victor Vernon made a motion to approve the minutes; Mrs. Jean Anderson seconded the motion; and the motion was approved.***

V. Report from the University President

Dr. Tucker reminded the board of their decision to approve the Tutwiler Scholars program and thanked the Board for their support of this wonderful program. The Tutwiler Scholars Program is the University of West Alabama's newest prestige scholarship program. Created to attract, reward, and cultivate truly exceptional undergraduates, this program features a ten-member cohort of high-achieving, high-potential students who have demonstrated initiative, creativity, intellectual passion and curiosity, and a commitment to making positive contributions to society. The benefits of this program include supplemental scholarships, renewable each fall semester with the maintenance of a 3.5 GPA; a travel stipend for study-abroad semesters; a technology allowance for computers; participation in enriching social, cultural, artistic, and scientific enterprises; and targeted mentoring by University of West Alabama professors. The first cohort of Tutwiler Scholars includes five first year students and five second year students; subsequent cohorts will consist of five first year students.

Dr. Tucker asked Dr. Lesa Shaul, the coordinator of the Tutwiler Scholars program to stand and be recognized in addition to the following Tutwiler Scholars: Anna Holycross, Livingston, AL; Destiny Langford, Hamilton, AL; Stephanie Metzler, Oneonta, AL; Sarah Miles, Irvine, CA; Jade Montgomery, Livingston, AL; Caitlyn Muncher, Jasper, AL; Kiersten Schellhammer, Tuscaloosa, AL; Jack Shiels, Chesire, England; Sophia Thompson, Greenville, SC; Emylee Tull, Tuscaloosa, AL.

Mr. Jerry Smith congratulated the Tutwiler Scholars on behalf of the board for all of their efforts and accomplishments.

Dr. Tucker reported that the President's Council unanimously recommends for Board consideration establishing Vice President Emeritus Status to both Mr. Danny Buckalew and Mr. Clemitt Spruiell. Both retired last year and were awarded resolutions from the board for their long and distinguished careers, years of service and exemplary leadership. VP Emeritus Status awards Mr. Buckalew and Mr. Spruiell the same privileges of using University facilities as active employees and recognizes their years of service.

On a motion by Dr. John Killian and second by Mr. Terry Bunn, Mr. Danny Buckalew and Mr. Clemitt Spruiell were approved for Vice President Emeritus Status. The motion passed.

VI. Report from the Academic Affairs Committee

In the absence of Mr. Jerry Groce, Chair, Dr. Edwards stated that the Academic Affairs Committee met this morning, where he reported that that nine academic programs were approved by ACHE on September 9, 2016. There will not be a need to add additional faculty to teach these programs, as most courses in the program are already being taught at UWA.

Dr. Edwards announced that an online enrollment report was presented to the committee and that it would be a recurring report given at each meeting. He informed the board that a second summer term was added to the Summer 2016 online schedule and was a huge success. This second summer term will be a permanent addition to the schedule.

Dr. Edwards presented a proposal to the committee to request permission to research a third tuition rate for partner institutions not in the state of Alabama. The purpose is to build partnerships with institutions that may send students to UWA. The partners may be businesses, community colleges, English Language Institutes, four-year colleges, and universities we currently have or will have agreements with in the future. This concept will be researched and the findings presented at the March 2017 meeting.

Dr. Edwards stated that the committee meeting concluded with a tour of the Integrated Marketing Communications lab in Wallace Hall. He thanked the board for the approval of adding the course fees for the IMC program, which have been used to fund the IMC Mac lab computers and equipment.

VII. Report from the Student Affairs Committee

Dr. John Killian, Chair, reported that they had an excellent report from Mr. Richard Hester concerning admissions and Mrs. Tammy White who gave a Career Services Update detailing the Career Pathways Initiative (CPI) grant.

Dr. Killian advised all board members to take note of the newsletter generated by Mr. Richard Hester, stating that Mr. Hester did a great job.

VIII. Report from the Facilities Committee

Mrs. Anderson, Chair, stated that Mr. Booby Truelove and his staff have been working exceptionally hard on the President's home in addition to their many ongoing projects around campus.

Mrs. Anderson reported that a report was given by Mr. Bobby Truelove on future potential projects for UWA, on-going projects with status updates on all, and a bond review detailing the project, amount of bond and status of project.

IX. Report from the Finance Committee

Mrs. Cloud, Chair, reported that in the finance committee meeting, Mr. Justin Smith presented a recommendation from The Learning House subcommittee.

A motion was brought forth from Finance Committee to approve The Learning House master services agreement with the omission of section 5, page 4 regrading e-content ownership and appoint Sheila Cloud, chair of the finance committee, with Dr. Ken Tucker and anyone else Mrs. Cloud deems necessary to report to the Board of Trustees in December a long term plan of how to handle or appropriate online revenue. The motion passed unanimously.

X. Report from the Board President

Mr. Jerry Smith recommended a board member be appointed to the Foundation board as an ex officio member to help strengthen a working relationship between the two and welcomed discussion on this matter.

Mr. Hal Bloom stated the he believed this was a wonderful idea. As a former Foundation Board member, he believes there should be better coordination between the Foundation Board and Board of Trustees from a financial perspective. The Foundation Board could be a tool used by the Board of Trustees to fund future projects for UWA.

Dr. John Killian asked if by appointing a board member to the Foundation Board as an ex officio member, this would warrant a change in the bylaws. Mr. Kendrick said it would not involve a change in the Board of Trustees bylaws, but may include one for the Foundation Board. Mr. Kendrick said he would need to review the Foundation Board bylaws to be certain.

Mr. Terry Bunn suggested that the board needed to speak with the Foundation Board before appointing an ex officio member.

Mr. Jerry Smith agreed with Mr. Bunn and suggested we speak to the Foundation Board President and bring it back as an action item at the December meeting.

Mr. Jerry Smith commented that he was truly impressed with the team, faculty & staff, that Dr. Tucker has assembled. The Board was extremely impressed with the campus tours given today and was excited to see what the faculty and staff are doing. He extended his congratulations to all of the faculty and staff for their hard work and dedication and said the university has truly come a long way and appreciates the leadership of Dr. Tucker.

XII. New Business

Mr. Justin Smith proposed the Board explore the possibility and feasibility of a K-12 school on the campus of UWA. The main reason for the Board to explore this item is to provide quality education to the children of the area or region. Also, it is difficult to recruit quality faculty/staff because of the school system. The best example of this was when the University President search committee had a hard time getting candidates to even visit Livingston. The faculty and staff often times choose to live in other cities, such as Meridian, Tuscaloosa or Demopolis rather than in Livingston because of the local school system. This negatively impacts the spirit of friendship and feeling of community among the faculty, staff and students and ultimately contributes to difficulties in retaining faculty and staff. For the same reason it is difficult to recruit faculty and staff to UWA, it is equally difficult to recruit businesses and industry to the region. Also, workforce development is a serious problem in West Alabama. The lack of an adequate workforce plays a significant part in the region's inability to recruit business and industry and most business leaders believe a higher quality school system would have a positive impact on workforce development.

On a motion by Mr. Justin Smith, a recommendation was made that a committee be formed to explore the need and feasibility of a K-12 school on the campus of UWA and that a recommendation or request be made for the university president to appoint other members of this committee from the university and community. The purpose of this committee would be to confirm that a K-12 school on the campus of UWA is a significant need; to explore whether a K-12 school on the campus of UWA would be well received by the university community and the local community; to study or explore the feasibility of having a K-12 school on the university campus; and finally to make other relevant or necessary inquiries regarding this matter. The committee would report back to the board of trustees with an update at the December meeting. A second was made by Mr. Hal Bloom. The motion passed.

Mr. Jerry Smith appointed Mr. Justin Smith (chair), Mrs. Jean Anderson, Mr. Victor Vernon, Mr. Joseph Brown and Mr. Hal Bloom to serve on the K-12 school ad hoc committee. Dr. Tucker will appoint other members of the university community as he sees fit. Mr. Smith stated this will be a long process because it is an issue that will take some time to resolve, but would like an update to the board at the December meeting.

XII. Other Business

Dr. Tucker presented a lease and operating agreement between the University and the Foundation Board for the purpose of receiving potential grant funds from the USDA. The university does not qualify for the grant; however, the Foundation Board does because they are a separate entity. The lease agreement would list UWA as the lessor of the Rodeo property and list the University of West Alabama Foundation, Inc. as the lessee. This was because the University exceeded the requirements for the USDA grant and the Foundation would qualify under the grant agreement. The operating agreement would be between the University and the Foundation. This agreement states the University is operating all events of the arena and holds all liability in the event someone is hurt at a function. The Foundation will also be added as an additional insured to all relevant UWA insurance policies.

Mr. Saad noted that the leasing and operating agreement will not be effective if the regional rodeo arena is not funded. He also asked how much funding UWA would receive from the USDA grant. Dr. Tucker responded by saying the first grant would total \$50,000 and the second grant would total \$600,000.

Mrs. Cloud asked what the duration of the lease would be and who would perform the maintenance and care of the arena? Mr. Kendrick responded by saying 20 years. Mr. Bobby Truelove stated that the university would maintain the property.

Dr. Tucker stated the operating and lease agreement is simply a conduit in which the university becomes eligible for the grant.

Mr. Saad reminded the board that if we build this facility, then we also have to pay to maintain it. Mrs. Cloud asked if the university had an estimate on the cost of maintaining the building. Mr. Spree responded by saying that it will consist of a dirt floor and metal building, so the maintenance cost will be low. More money will be needed in the future if a second phase is pursued which would entail a larger structure and paving for the arena.

Mr. Cloud stated she believes it to be proper that the lease would need to be cancelled at some point in the future.

Mr. Kendrick stated this was simply a financing mechanism and even without the lease and operating agreement the university is equally responsible.

On a motion by Dr. John Killian and seconded by Mr. Justin Smith the above lease agreement and operating agreement was approved. The motion passed.

XIII. Adjourn

Mr. Jerry Smith asked for a motion to adjourn. ***Mr. Alex Saad moved to adjourn; Mrs. Sheila Cloud seconded the motion; and the meeting adjourned at 1:43 p.m.***

Respectfully submitted,

Katie Beard

Assistant Secretary to the Board