

BOARD OF TRUSTEES FOR ALABAMA STATE UNIVERSITY
MINUTES OF SPECIAL MEETING
DECEMBER 20, 1999

The Board of Trustees for Alabama State University was convened in a special meeting on the call of the Governor Don Seigelman. The meeting was held at Alabama State University in the Board Room in the Joe L. Reed Acadome. Chairlady Catherine W. Wright Called the Meeting to Order at 10:00 a.m.—**Agenda Item I**. Following the Invocation—**Agenda Item II**, Chairlady Wright requested the **Roll Call** by the secretary—**Agenda Item III**. In attendance were Trustees Oscar Crawley, Buford Crutcher, Toreatha M. Johnson, Larry H. Keener, Patsy B. Parker, Joe L. Reed and Donald V. Watkins. Absent were Trustees B. Maxine Coley, James C. Cox, Robert A. Jones, Jr. and Lanny S. Vines. Chairlady Wright declared a quorum present.

Chairlady Wright called for Adoption of the Agenda—**Agenda Item IV**. It was moved by Trustee Watkins, seconded by Trustee Crawley that the agenda be adopted. Trustee Crutcher asked that the agenda be amended to add under "Other Business" the appointment of a Board-level Monitoring Committee for the Baptist Hospital acquisition. Following discussion, the amended agenda was adopted by majority vote. Voting aye were Trustees Crawley, Crutcher, Johnson, Parker, Watkins and Wright. Voting nay were Trustees Keener and Reed.

Agenda Item V—Adoption of the Minutes of Previous Meeting. It was moved by Trustee Watkins, seconded by Trustee Crutcher that the Minutes of November 17, 1999 be adopted. Trustee Parker asked that the Bylaws amendment be placed in the minutes. President Harris noted that if it pleased the Board the minutes would be final after the usual review for form. The motion was carried by majority vote. Voting aye were Trustees Crawley, Crutcher, Johnson, Reed, Watkins and Wright. Abstaining were Trustees Keener and Parker. (See Attachment 1.)

Chairlady Wright called for **Agenda Item VI—Reconsideration of Construction Manager/Lockhart Project**. President Harris provided information regarding the item being placed on the agenda as a result of information he gave at the last meeting that was in error regarding the companies that submitted bids for the project. He informed the Board that he subsequently communicated with them about the error of his discussion. He recommended that Magic City Construction Company be given the bid for the Lockhart Project and that the matter be reconsidered and the contract granted. Trustee Watkins, who previously voted favorably for the contract to be awarded to Magic City Construction, moved the reconsideration of the matter for the purpose of bringing it up for discussion. The motion was seconded by Trustee Crutcher. Trustee Reed asked that the record reflect that at a previous meeting he inquired about the contract being awarded to Magic City Construction he was never given the impression that the contract was being awarded based on representation that a Trustee had indicated that it was all right. Following discussion and on call for the vote, the motion was carried unanimously.

Trustee James Cox arrived at the meeting.

President Harris recommended that Magic City Construction Company be granted the

*File NOTATION - Copy of 12/20/99 Minutes given
Mr. Jackson (Don).*

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the contract. Following discussion and on call for a motion, Trustee Parker moved that the Board accept the President's recommendation to award the contract to Magic City Construction Company for construction manager for the Lockhart Hall project. The motion was seconded by Trustee Watkins. Discussion continued and Vice President Frazier answered questions from Trustees Watkins regarding checks and balances on construction management performance, and bonding requirements. Following discussion regarding whether the previously awarded contract had been rescinded, Trustee Parker amended her motion to ratify the hiring of Magic City Construction Company. The amended motion was seconded by Trustee Watkins. Chairlady Wright called for the vote. Voting aye were Trustees Crawley, Johnson, Parker and Watkins. Voting nay were Trustees Reed and Wright. Abstaining were Trustees Cox, Crutcher and Keener.

Agenda Item VII—Report from ASU/BOT Athletic Committee. Trustee Watkins made the report. He stated that the unedited minutes were distributed to the Trustees and he bifurcated the report and explained that the committee discussed certain matters in public and certain matters in executive session on December 7 and 8, 1999. He told the Board that in open meeting the committee conducted a complete review of all of the athletic programs and that particular emphasis was given to the football, men's basketball and women's basketball programs that can be cash positive. The committee recommended that those sports and the Athletics Department as a whole develop a plan to make those sports cash positive. That plan is to be presented to the committee in its next meeting which may take place in January, 2000. He noted that as the University invests more funds into the athletics programs a higher level of accountability would be expected. The personnel matters that were discussed in the committee's executive session will be reported to the Board in its executive session at its next meeting.

Trustee Reed inquired of Chairlady Wright whether there is a letter from the General Counsel to the Head Football Coach concerning his leaving Alabama State. Chairlady Wright responded that she understands that there is such a letter. Trustee Reed expressed his concerns about contacts he made with President Harris and Attorney Kenneth Thomas regarding the letter and refusal of the General Counsel to provide him with a copy of the letter. Trustee Reed made other comments regarding his right as a trustee to receive information and his expectation of receiving information. Comments were made by both Trustees Watkins and Reed regarding certain information that should be and should not be discussed in executive session.

Chairlady Wright declared the Board in **Executive Session—Agenda Item VIII**—to discuss the good name and character of individuals at 10:47 a.m.

The Board reconvened in open session at 12:15 p.m. and Chairlady Wright called for **Report from the Executive Session—Agenda Item IX**. Trustee Watkins reported that there were two recommendations from the Ad Hoc Intercollegiate Athletics Committee. Recommendation #1 was that there be a change in the leadership of the football program effective immediately. Recommendation #2 was that if Recommendation #1 is seconded and carried, that the University begin a search for a replacement immediately and try to have the search completed by mid-January, 2000 when the Board reconvenes from recess. He recommended that the recommendations be bifurcated and moved the acceptance of Recommendation #1—**Agenda Item X—Recommendation**

on Personnel Actions. The motion was seconded by Trustee Crawley. Trustee Reed requested the Chairlady to rule the motion out of order pursuant to Article Four, Section 9 of the **Bylaws**. Trustee Watkins responded that the minutes of the committee meeting were sent to Trustees to comply with the **Bylaws** requirement and the minutes reflect that several matters were discussed in executive session that would be reported to the Board in its executive session regarding the good name and character of certain individuals. Trustee Reed requested President Harris to read the referenced section. President Harris read the referenced section. Trustee Reed made a point of order regarding special meetings and the matter under discussion not being included in the meeting call and the issues discussed in the executive session had not been presented previously and any action taken would violate the Bylaws. Chairlady Wright indicated that in deference to Trustee Reed's points of order she would allow the motion on Recommendation #1—that the Board authorizes a change in leadership of the football program effective immediately on advise of counsel that the **Bylaws** requirement had been met. Trustee Crutcher called for the vote. Trustee Reed requested that the Secretary read information from Robert's Rules of Order on special meetings. Chairlady Wright noted Trustee Reed's reference to Robert's Rules of Order and she called for the vote. The motion was carried by majority vote. Voting aye were Trustees Cox, Crawley, Crutcher, Johnson, Parker, Watkins and Wright. Voting nay were Trustees Keener and Reed. Trustee Keener stated that his nay vote was predicated on reasons, of which the Trustees were aware, other than those stated by Trustee Reed. Chairlady Wright noted his statement for the record.

Trustee Watkins moved that Recommendation #2—that the University immediately proceed with the process of searching for and recruiting a head football coach to be appointed by mid-January, 2,000—**Agenda Item X—Recommendation on Personnel Actions**. The motion was seconded by Trustee Crutcher. Trustee Reed inquired if the motion meant that the coach had been fired. Trustee Watkins responded that the Trustees had allowed the President to take certain administrative actions within his power and authority and removed any barriers that would preclude his moving forward on personnel matters that are in the best interest of the Athletics Department. Trustee Reed made comments regarding the funds that would be required to proceed with the authorization. Trustee Watkins made comments about the Board having had to pay a large sum of money some time ago in a case connected with Trustee Reed. Chairlady Wright called for the vote. The motion was carried by majority vote. Voting aye were Trustees Cox, Crawley, Crutcher, Johnson, Parker, Watkins, and Wright. Voting nay were Trustees Keener and Reed.

Trustee Watkins informed the Trustees that Trustee Robert Jones serves on the Ad Hoc Committee on Intercollegiate Athletics but that due to professional responsibilities feels that he cannot continue to attend the committee meetings. He further stated that Trustee Cox has indicated an interest in working with the committee and asked the Trustees to allow Trustee Jones to be removed from the committee and Trustee Cox added to the committee. Chairlady Wright asked for and received the Board's concurrence for Trustee Cox to replace Trustee Jones. The Ad Hoc Committee on Intercollegiate Athletics now is composed of Trustees Watkins, Chair; Wright, Vines, Crawley, and Cox.

Chairlady Wright called for **Agenda Item XI—Other Business**. She informed the Trustees that Acquisition of Baptist Hospital Board-Level Monitoring Committee is the one item

under Other Business. It was the general consensus of the Board that no action be taken on the item. Chairlady Wright stated that the item will be taken up at the next meeting.

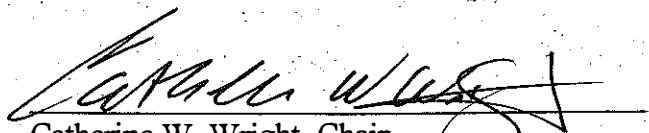
There being no other business to come before the Board. Trustee Watkins moved that the meeting be recessed until call of the chair. The motion was seconded by Trustee Crutcher and carried by majority vote. Voting aye were Cox, Crawley, Crutcher, Watkins and Wright. Voting nay were Johnson and Reed. Abstaining were Trustee Parker.

The meeting recessed at 12:45 p.m.



William H. Harris, President of the University and
Secretary to the Board of Trustees

AFFIRMED:



Catherine W. Wright, Chair
Board of Trustees for Alabama State University