



**Alabama State University
Board of Trustees
Meeting Agenda
April 29, 2020
1:00 pm**

I. Call to Order

The meeting was called to order by President Darrell Hudson at 10:03 am.

II. Invocation

The invocation was provided by President Quinton Ross.

III. Establishment of a Quorum

President Ross called the roll to establish a quorum. A quorum was established.

NAME	Present	Absent	
Hudson	X		
Hunter	X		
Barnett	X		
Bracy	X		
Fleming	X		
Gore	X		
Hardaway	X		
Lunzy	X		
Madison	X		
McCord	X		
McKenzie	X		
Means	X		
*Ware	X		
Whitt	X		

IV. Approval of Agenda

Trustee Bracy made a motion to approve the agenda as printed, and it was seconded by Trustee McKenzie. A roll call vote was taken, and the motion was approved unanimously.

NAME	YES	NO	ABSTAIN
Hudson	X		
Hunter	X		
Barnett	X		
Bracy	X		
Fleming	X		

Gore	X		
Hardaway	X		
Lumzy	X		
Madison	X		
McCord	X		
McKenzie	X		
Means	X		
Ware			
Whitt	X		

V. Approval of Minutes

a. February 21, 2020

A motion was made by Trustee McKenzie to approve the minutes with the previously noted corrections, and it was seconded by Trustee Hardaway.

A roll call vote was taken, and the motion was approved unanimously.

NAME	YES	NO	ABSTAIN
Hudson	X		
Hunter	X		
Barnett	X		
Bracy	X		
Fleming	X		
Gore	X		
Hardaway	X		
Lumzy	X		
Madison	X		
McCord	X		
McKenzie	X		
Means	X		
Ware			
Whitt	X		

b. April 20, 2020

A motion was made by Trustee Madison to approve the minutes as presented, and it was seconded by Trustee McKenzie.

A roll call vote was taken, and the motion was approved.

NAME	YES	NO	ABSTAIN
Hudson	X		
Hunter	X		
Barnett	X		
Bracy	X		
Fleming	X		
Gore	X		
Hardaway	X		
Lumzy	X		
Madison	X		
McCord	X		
McKenzie	X		
Means	X		
Ware			

Whitt	X		
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VI. President’s Report

President Ross stated the Trustees received an update document from him, and he provided updates on three additional items.

1. Federal Relief Funding – The University has submitted the application for relief funding to the Department of Education.
2. Governor’s Relief Funding – The request has been received, and the University is awaiting a response.
3. Governor’s Relaxed Order – The Governor relaxed the shelter in place order. The University is continuing the telework process that is in place and will monitor/staggered work and will watch the science to make changes.
4. Virtual Commencement – The hope is that everyone can join the ceremony on May 1st at noon.

*Trustee Ware joined the meeting.

VII. President’s Evaluation Matrix

President Pro Tem Hunter shared that she had not received any changes from Trustees. Trustee McKenzie provided three recommended changes to the instrument.

1. Section 1.1A – The language should be changed to require the evaluation of 100 percent of direct reports on an annual basis.
2. Sections 1.2D – She asked how the President provided to the Board of Trustees an Annual Report of targeted stakeholders satisfaction and perceptions of the ASU and used for institutional improvement.
3. Sections 1.3 and 1.9 – The President’s ratings should be deleted.

Trustee McCord made a motion to suspend the rules for the duration of the meeting, and it was seconded by President Pro Tem Hunter. Trustee McKenzie asked that an explanation of the suspension be provided. It was shared by President Hudson that because the bylaws require information to be received by Trustees ten (10) days in advance of the meeting the rules were being suspended. Trustee McKenzie went on to share that due to the pandemic the cadence of the meetings is off and requires the board to suspend the rules at this time.

A roll call vote was taken, and the motion was approved unanimously.

NAME	YES	NO	ABSTAIN
Hudson	X		
Hunter	X		
Barnett	X		
Bracy	X		
Fleming	X		
Gore	X		
Hardaway	X		
Lumzy	X		
Madison	X		
McCord	X		

McKenzie	X		
Means	X		
Ware	X		
Whitt	X		

Dr. Ross shared that 100% of his direct reports have been evaluated. He shared that the information outlined in section 1.3 comes from multiple sources and shared examples. McKenzie restated the objective and asked for clarity regarding how the report is provided; how it will be provided or the need to clarify the objective.

President Pro Tem Hunter shared that no changes had been made to the instrument from the previous year.

Trustee Whitt asked for clarification on the President's incentives. President Hudson shared that the incentives would be discussed separately.

Trustee Madison made a motion to approve the President's Evaluation Matrix with the changes identified by Trustee McKenzie and accepted by President Ross in section 1.1A to change 50% to 100% evaluation of direct reports, and 2. The President's Evaluation numbers will be removed from sections. 1.3 and 1.9. The motion was seconded by Trustee McKenzie.

A roll call vote was taken, and the motion was approved unanimously.

NAME	YES	NO	ABSTAIN
Hudson	X		
Hunter	X		
Barnett	X		
Bracy	X		
Fleming	X		
Gore	X		
Hardaway	X		
Lumzy	X		
Madison	X		
McCord	X		
McKenzie	X		
Means	X		
Ware	X		
Whitt	X		

VIII. Property Update

Property Chair Gore shared that a document regarding updates had been provided, so he would not read them but was pleased to share the projects that were taking place on the campus during the pandemic. He expressed appreciation to Mr. Dotson and the team for the work they are doing.

Trustee McKenzie thanked Trustee Gore and the administration for their efforts in preparing the University for the reentry to campus, and Trustee McCord expressed her enthusiasm for the press the University is receiving.

Trustee McCord asked about the status of the elevator contract. President Ross stated that the terms had been renegotiated, and it did not require that it come back to the Board for review.

President Hudson shared his kudos for the job being done on the campus and to Trustee Gore for providing great reports and updates on the work being done on the

campus.

IX. Tenure and Promotion

Trustee Whitt asked if the tenure and promotions will require any financial increases. President Ross confirmed that they would. Trustee Whitt asked if the University is prepared for those increases. President Ross shared the administration is confident to sustain those increases and would not have brought them forward if they could not do so. Trustee Madison shared that the state appropriations did increase last year and should not decrease the upcoming year. Trustee Bracy shared that the state Education Trust Fund (ETF) budget should be in better shape and place the University in a position to have additional funds added to the budget.

Trustee Madison made a motion to approve the Tenure and Promotion recommendations as presented, and it was seconded by Trustee Means.

A roll call vote was taken, and the motion was approved.

NAME	YES	NO	ABSTAIN
Hudson	X		
Hunter	X		
Barnett	X		
Bracy	X		
Fleming	X		
Gore	X		
Hardaway	X		
Lumzy	X		
Madison	X		
McCord		X	
McKenzie			X
Means	X		
Ware		X	
Whitt		X	

X. Board Elections

President Hudson made a statement outlining the process to be used for the election of officers and asked that University Counsel assist the Board Secretary with the election process.

Attorney Thomas opened the floor for nominations for Board President for the 2020-2022 term.

Trustee Means nominated Trustee Darrell Hudson, and Trustee Angela McKenzie placed her name in nomination. No other names were placed in nomination. Secretary to the Board and University President Ross conducted a roll call vote. Attorney Thomas confirmed the votes. Trustee Hudson received eight (8) votes and Trustee McKenzie received six (6) votes. Trustee Hudson was confirmed as President for the 2020-2022 term.

Board President Ballot

4/29/2020

NAME	Hudson	McKenzie
Barnett		X
Bracy	X	
Fleming	X	
Gore	X	
Hardaway		X
Hudson	X	
Hunter	X	
Lumzy	X	
Madison	X	
McCord		X
McKenzie		X
Means	X	
Ware		X
Whitt		X

Attorney Thomas opened the floor for nominations for Board President Pro Tem for the 2020-2022 term.

Trustee Bracy nominated Brenda Hunter, and Trustee Joe Whitt placed his name in nomination. No other names were placed in nomination, Secretary to the Board and University President Ross conducted a roll call vote. Attorney Thomas confirmed the votes. Trustee Hunter received eight (8) votes and Trustee Whitt received six (6) votes. Trustee Hunter was confirmed as President Pro Tempore for the 2020-2022 term.

Board President Pro Tempore Ballot
4/29/2020

NAME	Hunter	Whitt
Barnett		X
Bracy	X	
Fleming	X	
Gore	X	
Hardaway		X
Hudson	X	
Hunter	X	
Lumzy		X
Madison	X	
McCord	X	
McKenzie		X
Means	X	
Ware		X
Whitt		X

President Hudson and President Pro Tem Hunter both provided remarks and thanked the Trustees for allowing them to serve for this term.

XI. Other Business

President Hudson shared that we should keep Trustee McKenzie and President Pro Tem Hunter in their thoughts and prayers.

Trustee McKenzie asked when the committees would be meeting, specifically Finance. Trustee Bracy shared that a June timeframe has been identified and that they are currently working through the budget process. Trustee McKenzie asked if an opportunity would be provided to do an early read and inquired about the quarterly finance packet. President Ross shared that the information provided in response to Trustee McKenzie's inquiry served at the report.

Trustee McKenzie asked about the process being taken to develop the President's contract and the point at which the Board would have an opportunity to review and provide feedback. President Hudson shared that the Executive Committee is working with the University General Counsel and the President's Attorney. He then shared that once the document is developed, it would go to the full board for review.

President Pro Tem Hunter clarified that the once the Executive Committee receives the President's recommendation and/or those of the committee, the Executive Committee will convene. This will allow full participation and transparency, and everyone can participate in the meeting to provide input.

Trustee Whitt recommended that the full board formulate a contract and present that to the President for his review. The board should take the lead on preparing the contract.

Trustee McCord asked for a hard timeline for his contract presentation. She also recommended that the Board utilize a Board attorney to negotiate the contract. She expressed that her recommendation is being made not against Attorney Thomas but because he is the University's attorney and direct report of the President.

Attorney Thomas shared that he is general counsel for the University and Board not President Ross. He has worked on contracts dating back to President Harris during his first term and represented the board in the President Ross' current contract in those engagements. Trustee McCord reminded Attorney Thomas that President Ross was not his supervisor at the time.

Trustees Whitt expressed the need to have outside counsel to represent the board in formulating the President's contract. Attorney Thomas shared that no attorney can do more than what the Board authorizes or instructs the attorney to do.

Trustee Madison asked if the Board can move forward with the process as outlined by President Pro Tem Hunter. Trustee McCord shared that her recommendation is made to be sure the board is not placing itself at a disadvantage and not placing Attorney Thomas in a precarious situation and operate out of an abundance of caution.

President Pro Tem Hunter asked if the Board would continue to work through the Executive Committee.

Trustee Means asked if the bylaws are being followed regarding the process and what do other institutions do. Attorney Thomas shared that the bylaws are silent and that the processes are handled differently from institution to institution while sharing some examples. Trustee Whitt shared that both Auburn University and the University of Alabama both have university council and separate board counsel.

Trustee McKenzie recommended that the Executive provide a timeline and also set

and provide expectations to President Ross. President Hudson shared that information would be coming out in the near future.

XII. Adjournment

A motion was made by Trustee Bracy to recess the meeting at the call of the President, and it was seconded by Trustee Hunter.

A roll call vote was taken, and the motion was approved. The meeting was recessed at 11:18 am.

NAME	YES	NO	ABSTAIN
Hudson	X		
Hunter	X		
Barnett	X		
Bracy	X		
Fleming	X		
Gore			
Hardaway	X		
Lumzy	X		
Madison	X		
McCord	X		
McKenzie	X		
Means	X		
Ware	X		
Whitt	X		

XIII.