

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**

MINUTES

MARCH 1, 2018

AUDIT COMMITTEE

DEVELOPMENT, ENDOWMENT AND INVESTMENTS COMMITTEE

HEALTH AFFAIRS COMMITTEE

ACADEMIC AND STUDENT AFFAIRS COMMITTEE

BUDGET AND FINANCE COMMITTEE

EVALUATION AND COMPENSATION COMMITTEE

MARCH 2, 2018

BOARD OF TRUSTEES

- 1 Approve: Minutes
- 2 Report: University President
- 3 Report: Faculty Senate President
- 4 Report: Student Government Association President
- 5 Present: Certificates of Appreciation

CONSENT AGENDA

- 10 Approve: Director of the Jaguar Athletic Fund, Inc.
- 12 Approve: USA Hospitals Medical Staff Credentials for November and December 2017 and January 2018
- 13 Approve: Cooke-Scott Scholarships – College of Medicine
- 19 Approve: Directors of the USA Foundation for Research and Commercialization

AUDIT COMMITTEE

Report: Jimmy Shumock, Chair

DEVELOPMENT, ENDOWMENT AND INVESTMENTS COMMITTEE

Report: Jim Yance, Chair

- 11 Approve: Naming of the Trauma Center at the University of South Alabama Medical Center

HEALTH AFFAIRS COMMITTEE

Report: Steve Furr, M.D., Chair

ACADEMIC AND STUDENT AFFAIRS COMMITTEE

Report: Steve Furr, M.D., Vice Chair

BUDGET AND FINANCE COMMITTEE

Report: Tom Corcoran, Chair

- 20 Approve: Authorization of President to Execute Contract for Construction of Simulation Building
- Approve: Authorization of the President to Award and Execute Contract for Construction of the University of South Alabama Alumni Center

EVALUATION AND COMPENSATION COMMITTEE

Report: Mike Windom, Chair

OTHER:

Approve: Executive Session

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**

**March 2, 2018
10:30 a.m.**

A meeting of the University of South Alabama Board of Trustees was duly convened by Judge Ken Simon, Chair *pro tempore*, on Friday, March 2, 2018, at 10:30 a.m. in the Board Room of the Frederick P. Whiddon Administration Building.

Members Present: Alexis Atkins, Chandra Brown Stewart, Tom Corcoran, Steve Furr, Ron Graham, Ron Jenkins, Arlene Mitchell, Lenus Perkins, Jimmy Shumock, Ken Simon, Steve Stokes, Margie Tuckson, Mike Windom and Jim Yance.

Members Absent: Scott Charlton and Kay Ivey.

Administration and Others: Namisha Ajit, Brian Allred, Kevin Aria, Owen Bailey, Robert Berry, Steve Campbell, Gary Carley, Karin Caswell, Lynne Chronister, Angela Coleman, Josh Crownover, Taylor Davis, Sam Dean, Chelsia Douglas (AASA), Joel Erdmann, Monica Ezell, Mike Finan, Jeremy Fletcher, Natalie Fox, Happy Fulford, Daniel Greer, Mike Haskins, Elizabeth Hernandez, Shaun Holloway, Savannah Hoyt, David Johnson, Melva Jones, Buck Kelley, Zorrya Kelley, Don Langham, John Marymont, Bert Meisler, Abe Mitchell, Mike Mitchell, Grace Newcombe, Shannon Shelley-Tremblay, John Smith, Margaret Sullivan, Carl Thomas (SGA), Jean Tucker, Elizabeth VandeWaa (Faculty Senate), Tony Waldrop, Scott Weldon and Doug Whitmore (NAA).

Media: Mike Clary (WPMI), Arnell Hamilton (WKRG), Richard Narramore (*Vanguard*), Rodney Rocker (WALA), John Sharp (*al.com*), and Gabe Tynes (*Lagniappe*).

The meeting came to order and the attendance roll was called. Chairman Simon called for adoption of the revised agenda. On motion by Mr. Corcoran, seconded by Mr. Windom, the revised agenda was adopted unanimously.

Chairman Simon invited USA donor Mr. Bert Meisler to join him and others for the presentation of **ITEM 11** as follows. Mr. Yance, Chair of the Development, Endowment and Investments Committee, stated the Committee met on March 1 and unanimously recommended Board approval of the resolution to name the USA Medical Center's Trauma Center for Mr. Meisler's late wife, Mrs. Fanny Meisler. He moved for the approval of the resolution, Mr. Shumock seconded and the resolution was approved unanimously. Mr. Meisler shared heartfelt remarks and Chairman Simon recognized that Mr. Meisler's recent gift to the University to help fund the expansion of the Trauma Center was in the amount of \$5 million.

RESOLUTION
NAMING OF THE TRAUMA CENTER AT THE UNIVERSITY OF SOUTH ALABAMA MEDICAL CENTER

WHEREAS, the University of South Alabama Medical Center is the only Level 1 trauma center in the region and provides lifesaving care to the most critically ill and injured patients in the Gulf Coast community, and

WHEREAS, Mr. Herbert A. Meisler and his late wife, Fanny, have long-supported trauma care in this community, as demonstrated through their gift to establish the *Ripps-Meisler Endowed Chair* in the College of Medicine, and

WHEREAS, Mr. and Mrs. Meisler have supported a wide range of projects at the University of South Alabama, investing in its long-term success through substantial charitable gifts, including the provision of necessary funding to name the student services center *Meisler Hall*, the establishment of the *Fanny and Bert Meisler Endowed Professorship in Jewish Studies*, and the giving of extensive support to the University's athletic programs, and

WHEREAS, Mr. Meisler has made a transformational gift to the University in memory of Mrs. Meisler that will enable the Medical Center to expand its trauma center, giving USA's physicians and medical professionals the facilities they need to continue providing the highest quality of care to the most vulnerable patients at the most critical of times, and

WHEREAS, expansion of the trauma center will result in nearly double the number of beds dedicated to trauma care and have a profound impact on the health care of this city and region, and

WHEREAS, the University of South Alabama recognizes Mr. Meisler and his family for their exemplary philanthropy and service to the community across a broad spectrum of local non-profit organizations and projects over the course of many years,

THEREFORE, BE IT RESOLVED, the Board of Trustees expresses its deep gratitude to Mr. Herbert A. Meisler for his remarkable philanthropy, visionary leadership and extraordinary generosity in providing his transformational gift and declares that the trauma center at the USA Medical Center will hereafter be known as the *Fanny Meisler Trauma Center*.

Chairman Simon called for consideration of the minutes of the November 30, 2017, meeting of the Board of Trustees, **ITEM 1**. On motion by Mr. Shumock, seconded by Capt. Jenkins, the minutes were adopted unanimously.

Chairman Simon advised that the appointments of Trustees Tuckson, Graham and Perkins to the Board of Trustees were confirmed by the Alabama Senate. He thanked the new Trustees for their willingness to serve.

Chairman Simon called for presentation of **ITEM 2**, the President's Report. President Waldrop recognized Honorary Trustee Mr. Abe Mitchell, Trustee *Emeritus* Mr. Don Langham, USA National Alumni Association President Mr. Doug Whitmore and African-American Student Association (AASA) President Ms. Chelsia Douglas.

President Waldrop thanked Chairman Simon for giving the keynote address at the “Those That Paved the Way” event, one of several functions held on campus in February that marked Black History Month. He conveyed appreciation to all Board members who participated in the commemorations.

President Waldrop reported that 15 South employees and alumni were recognized in *Mobile Bay* magazine’s annual feature “40 Under 40.” He introduced those in attendance Dr. Natalie Fox, Director of Nursing Services for USA Health’s Ambulatory Services; Ms. Melva Jones, Director of University Special Events; and Dr. Jeremy Fletcher, Assistant Professor in the Department of Physical Therapy.

President Waldrop announced that Trustee *emerita* Ms. Bettye Maye and Singing River Health System Chair of Pediatrics and Wound Care and Hyperbaric Medicine Dr. Tyler Sexton, who completed his pediatric residency at South, would serve as keynote speakers at Spring Commencement in May.

President Waldrop called on Provost Johnson, who introduced new Director of Community Engagement Ms. Shannon Shelley-Tremblay for a report; Dr. Smith, who advised of the appointment of Mr. Chris Hansen as Chief Compliance Officer; and Dr. Angela Coleman, who gave an update on the search for a Chief Diversity Officer.

President Waldrop called for a report from Mr. Haskins, who advised of Advertising Federation of America awards received by USA Health photographer Mr. Bill Starling for concussion prevention and awareness program materials; Marketing and Communications’ (MarComm) Director of Creative Services Ms. Diana Nichols for Honors College promotional materials; and MarComm Director of Video Services Mr. James Palomo for the holiday card video.

President Waldrop called on Dr. Erdmann, who introduced South’s new Head Football Coach Mr. Steve Campbell. Coach Campbell talked briefly about his role of advancing the football program and the first season game against Louisiana Tech on September 1.

President Waldrop called upon USA Medical Center Administrator Mr. Sam Dean, who discussed the renovation of the hospital lobby and the grand opening event set for Tuesday, March 6. Mr. Dean recognized Mr. Abe Mitchell and Manager of Interior Design Ms. Karin Caswell as instrumental to the renovation.

President Waldrop called upon Dr. Finan, who talked about the Mitchell Cancer Institute Kilborn Clinic grand opening ceremony. He presented a City of Fairhope beautification award to Ms. Caswell, Sr. Construction Project Manager Mr. Buck Kelley, Landscape Manager Mr. Gary Carley, and Associate Director of Construction/Renovations Mr. Daniel Greer, crediting them with the attractive appearance of the facility.

President Waldrop called upon Dr. Mitchell, who reported on fitness equipment upgrades at the Student Recreation Center and on the new 1.5-mile Jag Fitness Trail. He recognized Director of Campus Recreation Mr. Brian Allred for his involvement in these initiatives and invited Trustees and guests to the Jag Fitness Trail grand opening on March 15.

President Waldrop called upon Ms. Jones, who gave an update on Empowering Change, a project co-sponsored by South with other organizations to advance inclusivity and tolerance in the community. A video showcasing awareness activities was shown.

Chairman Simon called for a report from Faculty Senate President Dr. Elizabeth VandeWaa, **ITEM 3**, who stated work conducted over the semester centered primarily on strengthening policies, exploring a possible educator tenure track and teacher peer evaluation.

Chairman Simon asked Mr. Fulford to comment on Higher Education Day held on February 22. Mr. Fulford talked about organizational changes to the event and he thanked the Student Government Association (SGA) for coordinating student attendance, adding that South's SGA received the Alabama Higher Education Partnership's Student Leadership Award.

Chairman Simon called for a report from SGA President Mr. Carl Thomas, **ITEM 4**. Mr. Thomas recognized SGA Vice President Ms. Elizabeth Hernandez, Treasurer Mr. Kevin Aria, Chief Justice Ms. Taylor Davis, Student-at-Large Ms. Namisha Ajit, Attorney General Ms. Grace Newcombe, Chief of Staff Mr. Shaun Holloway, Senate Clerk Ms. Savannah Hoyt, Global Engagement Director Mr. Josh Crownover, and Senators Ms. Zorrya Kelley and Ms. Chelsia Douglas. He introduced Ms. Douglas for remarks on the Black Girls Rock event held on February 2 in conjunction with Black History Month festivities, noting that among the honorees were Ms. Brown Stewart, Ms. Tuckson and Ms. Maye.

Chairman Simon presented certificates of appreciation to Dr. VandeWaa, Mr. Thomas and Ms. Douglas for their leadership as organization presidents for the 2017-2018 academic year, **ITEM 5**.

Chairman Simon called for consideration of consent agenda **ITEMS 10, 12, 13 and 19** as follows, noting all were unanimously recommended for Board approval by the respective committees that met on March 1, 2018. On motion by Mr. Corcoran, seconded by Mr. Shumock, the resolutions were approved unanimously:

**RESOLUTION
DIRECTOR OF THE JAGUAR ATHLETIC FUND, INC.**

WHEREAS, pursuant to the amended bylaws of the Jaguar Athletic Fund, Inc. ("JAF"), the Board of Trustees of the University of South Alabama ("University") shall approve the JAF slate of officers and directors, and

WHEREAS, the Board of Directors of the JAF, through its Nominating Committee, is authorized to nominate directors and officers consistent with the aforesaid for consideration and approval by the Board of Trustees of the University, and

WHEREAS, the Nominating Committee of the JAF Board of Directors and the JAF Board of Directors have nominated Mr. Justin Labrato for a three-year term representing track and field/cross country pending the approval of the Board of Trustees of the University,

THEREFORE, BE IT RESOLVED that the Board of Trustees of the University of South Alabama does hereby approve Mr. Justin Labrato as a member of the JAF Board of Directors with a three-year term beginning April 2018 and ending April 2021.

**RESOLUTION
USA HOSPITALS MEDICAL STAFF APPOINTMENTS AND REAPPOINTMENTS
FOR NOVEMBER AND DECEMBER 2017 AND JANUARY 2018**

WHEREAS, the Medical Staff appointments and reappointments for November and December 2017 and January 2018 for the University of South Alabama Hospitals are recommended for Board approval by the Medical Executive Committees and the Executive Committee of the University of South Alabama Hospitals,

THEREFORE, BE IT RESOLVED that the Board of Trustees of the University of South Alabama approves the appointments and reappointments as submitted.

**RESOLUTION
COOKE-SCOTT SCHOLARSHIPS, COLLEGE OF MEDICINE**

WHEREAS, the University of South Alabama ("USA") and the South Alabama Medical Science Foundation ("SAMSF") hold funds/assets for the USA College of Medicine Cooke-Scott Chair of Neuroscience valued at more than \$1.4 million, and

WHEREAS, the Cooke-Scott Chair of Neuroscience was created in December 2003 by a resolution of the Board of Trustees combining gifts from the Cooke and Ogg estates to support neuroscience research, and, with the Ogg gift, to honor the donor's brother, Mr. C.F. Scott, and

WHEREAS, the cash amount of the corpus for the Cooke-Scott Chair of Neuroscience came from the Cooke estate, which also provided that the gift could be used by the College of Medicine to broadly support undergraduate scholarships for medical students planning careers in neurosciences, and

WHEREAS, the cash realized from the sale of the real estate bequest from the Ogg estate to SAMSF will be transferred by SAMSF to USA, pursuant to a resolution of the SAMSF Board of Directors in 2003, to be added to the corpus of the Cooke-Scott fund, and

WHEREAS, the College of Medicine has never identified a faculty person to occupy the Cooke-Scott Chair of Neuroscience, but has identified a significant need for additional scholarship monies to support recruitment and retention of medical students, and

WHEREAS, recruitment and retention of medical students planning careers focused on the neurosciences, such as the treatment and/or prevention of neurological, neurosurgical, or neurodevelopmental disorders or mental illness, would meet the broad intent of both the Cooke and Ogg bequests,

NOW, THEREFORE BE IT RESOLVED that the Board of Trustees of the University of South Alabama approves the termination of the Cooke-Scott Chair of Neuroscience and, consistent with the intent of the above-referenced bequests, the designation of funds heretofore dedicated to the Cooke-Scott Chair of Neuroscience be made available to instead create and fund Cooke-Scott Scholarships for medical students in the College of Medicine.

**RESOLUTION
DIRECTORS OF THE UNIVERSITY OF SOUTH ALABAMA
FOUNDATION FOR RESEARCH AND COMMERCIALIZATION**

WHEREAS, pursuant to the bylaws of the University of South Alabama Foundation for Research and Commercialization ("USAFRAC"), which were approved by the Board of Trustees of the University of South Alabama ("Board") on June 7, 2013, the Board shall elect USAFRAC directors who are not officers, employees, or trustees of the University, and

WHEREAS, the following individuals have been nominated and have agreed to serve as USAFRAC directors as follows, with terms beginning March 2018:

APPOINTMENT:

Mr. Philip Burton	Assuming four-year term expiring September 2019
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REAPPOINTMENT:

Hon. Victor Gaston, Ph.D.	Four-year term expiring September 2021
Mr. Mark Hoffman	Four-year term expiring September 2021
Mr. Bill Sisson	Four-year term expiring September 2021,

THEREFORE, BE IT RESOLVED that the Board of Trustees of the University of South Alabama does hereby elect the aforementioned individuals to serve as members of the USAFRAC Board of Directors as set forth.

Chairman Simon called for a report from the Audit Committee. Mr. Shumock, Committee Chair, stated, at a meeting on March 1, Mr. Weldon presented the KPMG report on intercollegiate athletics for the year ended September 30, 2017, and the Alabama Department of Examiners of Public Accounts compliance report for the year ended September 30, 2016. He reported having discussed a recent educational session for Committee members.

Chairman Simon called for a report from the Development, Endowment and Investments Committee. Mr. Yance, Committee Chair, stated, at a meeting on March 1, presentations on endowment performance were made by Mr. Albano and Mr. Pitman, by Mr. Matt Vetto of Douglas C. Lane and Associates and by students Ms. Jocelyn Medina, Mr. Josh Crownover and Mr. Tyler Guest representing the Jaguar Investment Fund. He said Ms. Sullivan reported on Upward & Onward Campaign results as of February 28; the new branding for the National Alumni Association; the South Fund employee drive; the inaugural USA Giving Day; and the promotions of Ms. Kelly McCarron and Mr. Josh Cogswell as Associate Vice Presidents for Medical Affairs Development and University Development, respectively.

Chairman Simon called for a report from the Health Affairs Committee. Dr. Furr, Committee Chair, said, at a meeting on March 1, Dr. Susan LeDoux, Professor and Vice Chair of the Department of Cell Biology and Neuroscience/Associate Dean of Medical Education, discussed the College of Medicine's student wellness initiative and Dr. Jon Simmons, Trauma Medical Director and Interim Chief of the Division of Trauma and Surgical Critical Care, discussed the Medical Center's participation in the American College of Surgeons Trauma Quality Improvement Program and facilitation of the PROJECT INSPIRE program for at-risk youth.

Chairman Simon called for a report from the Academic and Student Affairs Committee. Dr. Furr, Committee Vice Chair, said, at a meeting on March 1, School of Computing (SOC) Dean Dr. Alec Yasinsac discussed student internship opportunities provided through South's Center for Forensics, Information Technology and Security; Dr. Mitchell presented the Division of Student Affairs' 2016-2017 Annual Report; Dr. Smith provided an update on the new residence hall under construction; and Ms. Chronister reviewed grants and contracts results for 2016-2017 and reported on the second annual Hospitality and Tourism Workforce Summit.

Chairman Simon called for a report from the Budget and Finance Committee. Mr. Corcoran, Committee Chair, said, at a meeting on March 1, Mr. Weldon discussed the quarterly financial statements for the three months ended December 31. He said the Committee voted unanimously to recommend Board approval of **ITEM 20** as follows. He moved for the approval of the resolution, Mr. Shumock seconded and the Board voted unanimously to approve the resolution:

**RESOLUTION
AUTHORIZATION OF PRESIDENT TO EXECUTE CONTRACT
FOR CONSTRUCTION OF HEALTH SCIENCES SIMULATION BUILDING**

WHEREAS, the University of South Alabama Simulation Program (the "Simulation Program") was established in 2008 and is a rapidly growing inter-professional program that serves the clinical learning needs of students, faculty and professionals in the disciplines of Health Sciences to include Allied Health Professions, Medicine, and Nursing, and

WHEREAS, the Simulation Program provides multi-disciplinary simulation learning opportunities for students of the University, and

WHEREAS, the Simulation Program creates an optimal learning environment designed to improve technical skills, clinical judgment, decision-making, communication and teamwork, and

WHEREAS, the Simulation Program currently has over 35,000 student encounters per year and is growing, and

WHEREAS, the demand for the Simulation Program currently outpaces the ability of the University to meet student needs with existing facilities, and

WHEREAS, the University's management has determined that a new Health Sciences Simulation Building of approximately 39,000 square feet (26,000 finished and 13,000 shelled) will meet the needs of the

Simulation Program for the foreseeable future and will allow expansion of services offered both to students and healthcare providers in the community, and

WHEREAS, funding for the project has been identified, which includes existing funds on hand from distributions from the USA Foundation, funds generated from student fees as approved by the Board of Trustees at its June 2017 meeting, and new revenues generated from use of the facility by community providers, and

WHEREAS, new debt will not be issued for the construction of the Health Sciences Simulation Building, and

WHEREAS, sealed bids for the construction of the Health Sciences Simulation Building are anticipated to be received by the end of March 2018, and

WHEREAS, in order to meet the preferred opening of the Health Sciences Simulation Building for the 2019 Fall semester, it is necessary to begin construction prior to the June 2018 meeting of the Board of Trustees,

THEREFORE, BE IT RESOLVED, the USA Board of Trustees hereby authorizes the President of the University to carry out all necessary steps to execute a contract for the construction of a Health Sciences Simulation Building with respect to sealed bids received pursuant to state procurement and bid laws.

Mr. Corcoran asked Ms. Sullivan to discuss a significant gift announced at the March 1 Distinguished Alumni and Service Awards Gala. Ms. Sullivan said a \$500,000 gift from the Poarch Band of Creek Indians to fund the grand ballroom of the future Alumni Center would make it possible for the University to proceed with construction of the facility. Mr. Corcoran moved for the approval of the following resolution, Mr. Shumock seconded and the Board voted unanimously to approve the resolution:

RESOLUTION

AUTHORIZATION OF THE PRESIDENT TO AWARD AND EXECUTE CONTRACT FOR CONSTRUCTION OF THE UNIVERSITY OF SOUTH ALABAMA ALUMNI CENTER

WHEREAS, the University of South Alabama National Alumni Association (the Alumni Association) wishes to construct an Alumni Center on the campus of the University of South Alabama to serve the over 75,000 alumni of the University, and

WHEREAS, this Alumni Center would serve not only as a home to the University's alumni but also as a gathering place for the entire University community, and

WHEREAS, the Alumni Association has committed to fund the construction of the Alumni Center as a contribution to the University, and

WHEREAS, the Alumni Association has actively raised funds over the past 24 months to support the construction of the Alumni Center, and

WHEREAS, the Alumni Association currently has received sufficient commitments from donors to justify moving forward with the construction of the facility within the budget established by the Alumni Association, and

WHEREAS, construction plans have been developed and approved,

THEREFORE, BE IT RESOLVED, the USA Board of Trustees hereby authorizes the President of the University to carry out all necessary steps to award and execute a contract for the construction of the University of South Alabama Alumni Center consistent with the requirements of the applicable state procurement and bid laws and subject to bids received being within the budget established by the Alumni Association.


Chairman Simon called for a report from the Evaluation and Compensation Committee. Mr. Windom, Committee Chair, said, at a meeting on March 1, he reported on the comprehensive process undertaken over recent weeks to complete President Waldrop's annual performance evaluation. He said the overwhelming consensus of the Committee was President Waldrop met or exceeded expectations, and he thanked President Waldrop for his service.

In accordance with the provisions of the Alabama Open Meetings Act, Chairman Simon called for a motion to convene an executive session for an approximate duration of 15 minutes for the purpose of discussing pending or imminent litigation with Ms. Tucker, Senior University Attorney. He stated Ms. Tucker had submitted the required written declaration for the minutes (for copies of policies and other authorized documents, refer to **APPENDIX A**). On motion by Mr. Yance, the Board voted unanimously at 12:06 p.m. to convene an executive session, as recorded below:


AYES:
Ms. Atkins
Ms. Brown Stewart
Mr. Corcoran
Dr. Furr
Mr. Graham
Capt. Jenkins
Ms. Mitchell
Mr. Perkins
Mr. Shumock
Chairman Simon
Dr. Stokes
Ms. Tuckson
Mr. Windom
Mr. Yance

Following the executive session and there being no further business, the meeting was adjourned at 12:25 p.m.

Attest to:


Arlene Mitchell, Secretary

Respectfully submitted:


Kenneth O. Simon, Chair *pro tempore*

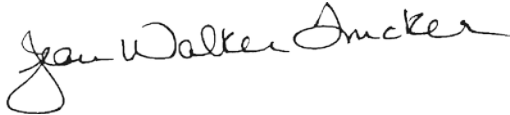
APPENDIX A

Executive Session

University of South Alabama Board of Trustees meeting March 2, 2018.

The purpose of the executive session for the above-referenced meeting is to discuss with Jean Tucker, Senior University Attorney, pending or imminent litigation.

This declaration is submitted pursuant to the requirements of the Alabama Open Meetings Act by Jean Walker Tucker, ASB number 9400K72J.

A handwritten signature in black ink that reads "Jean Walker Tucker". The signature is written in a cursive style with a large initial "J" and a long horizontal stroke at the end.



UNIVERSITY OF SOUTH ALABAMA

**DISCLOSURE OF INFORMATION ON PURCHASE OF REAL PROPERTY
PURSUANT TO ALABAMA ACT 2014-133**

PROPERTY ADDRESS:

171 Hillcrest Road
Mobile, Alabama 36608
Parcel Number 28-05-21-2-000-013.01X

APPRAISAL INFORMATION:

Appraised By: Gaylord C. Lyon & Co. Inc.
Date of Appraisal: 08/25/2017
Appraised Value: \$166,000.00

CONTRACTS RELATED TO THE PURCHASE:

Attached as Exhibit "A"

PURCHASE TERMS:

Cash Purchase

SOURCES OF FUNDS USED IN THE PURCHASE:

Unrestricted Funds

USA PROPERTIES

775 N. University Blvd. | Suite 150 | Mobile, Alabama 36608-4548
TEL: (251) 460-6100 | FAX: (251) 461-1765 | SouthAlabama.edu

REAL ESTATE PURCHASE CONTRACT

The **University of South Alabama** ("Buyer"), a public body corporate, whose principal address is 307 University Boulevard North, AD-170, Mobile, AL 36688 ("Buyer's Address"), hereby agrees to buy and **Terence Earl Renkl** ("Seller"), whose principal address is 171 Hillcrest Road, Mobile, Alabama 36608 ("Seller's Address"), hereby agrees to sell for the consideration and upon the terms hereinafter set forth, the real estate commonly known as:

171 Hillcrest Road, Mobile, Alabama 36608

Parcel: R02-28-05-21-2-000-013.01.

BEGINNING AT A POINT 25 FEET EAST ON THE WEST LINE OF SECTION 21, TOWNSHIP 4 SOUTH, RANGE 2 WEST AND 1244.88 FEET SOUTH OF THE SOUTH LINE OF TANNER-WILLIAMS ROAD; SAID POINT BEING ON THE EAST RIGHT OF WAY LINE OF ARNOLD ROAD; THENCE RUN SOUTH AND ALONG THE EAST RIGHT OF WAY LINE OF ARNOLD 104,36 FEET; THENCE RUN EAST, 217.72 FEET; THENCE RUN NORTH, 104.36 FEET; THENCE RUN WEST 217.72 FEET TO THE POINT OF BEGINNING,

TOGETHER WITH all rights, privileges, tenements, hereditaments and appurtenances thereunto belonging, or in anywise appertaining (the "Property").

ARTICLE I - Purchase Price and Condition of Property

1.1 The purchase price for the Property shall be **ONE HUNDRED EIGHTY FIVE THOUSAND AND NO/100 DOLLARS (\$185,000.00)** (the "Purchase Price") and shall be payable on the day of Closing ("Closing Date") by cash, cashier's check, certified check or wire transfer. Buyer shall pay the cost of acquiring a current title insurance policy for the benefit of Buyer, and the cost of document preparation, including a general warranty deed. Buyer agrees to pay other closing and settlement costs. Property taxes shall be prorated as of the Closing date.

1.2 Seller agrees that the proceeds of this sale shall be used to satisfy any and all outstanding mortgages and/or liens that exist on the Property at the Closing of this transaction (the "Closing") before any remaining proceeds from the sale are given to Seller.

1.3 Seller understands that Buyer desires to buy the land only without any dwelling or structure of any kind located upon it. Seller hereby agrees, at Seller's expense, to have all the current structure demolished with all debris associated therewith, including the structure's slab, and all concrete drives removed from the Property to Buyer's reasonable satisfaction prior to Closing. Buyer agrees seller shall have the rights of salvage to any and all portions of the current structure prior to Closing.

ARTICLE II – Earnest Money

2.1 Buyer agrees to deliver earnest money in the amount of Twelve Thousand and No/100 Dollars (\$12,000.00) to the Seller upon execution of this Real Estate Purchase Contract (the "Contract"), said earnest money to be returned to Buyer in full if the Closing of this transaction does not occur by the time specified herein due to Seller's failure to demolish the current structure on the property as described in section 1.3. If the Closing should not occur for any reason other than Seller's failure to demolish the structure, Buyer's earnest money will be returned to Buyer.

ARTICLE III - Closing

3.1 Unless otherwise extended by the provisions of the "Contract" or by agreement in writing by the parties, the Closing of this transaction shall be held no sooner than February 13, 2018, and no later than March 15, 2018.

3.2 The Closing shall be held at the title insurance company of Buyer's choosing.

ARTICLE IV - Possession

4.1 Seller and Buyer acknowledge and agree that until the Closing date, Seller shall have possession of the Property and shall continue to pay any and all expenses incurred by Seller such as yard maintenance and agrees to indemnify and hold Buyer harmless from any and all costs associated with same. Seller shall be responsible for insuring the property during the period of Seller's

possession. Buyer shall bear no responsibility for risk of loss prior to the time that Seller vacates the property.

ARTICLE V - Deed and Other Documents

5.1 Seller shall convey the Property to Buyer by recordable General Warranty Deed (the "Deed"), conveying good and marketable title of record to the Property, in fee simple, free and clear of all liens and encumbrances except for a lien of real property taxes not yet due and payable, any liens and encumbrances which do not interfere with Buyer's intended use of the Property, including existing easements, and other exceptions approved in writing by Buyer.

5.2 Seller shall execute and deliver with the Deed such other documents as may be required by any governmental entity or by the title insurance company as a condition to the issuance of its policy of title insurance in accordance with Article VI, including, but not limited to:

- (a) The standard affidavit required by the title insurance company for the removal of the standard preprinted exceptions from the title insurance policy; and
- (b) A Certificate of Non-Foreign Status or other evidence satisfactory to Buyer and the title insurance company confirming that Buyer is not required to withhold or pay to the Internal Revenue Service any part of the "amount realized" as such term is defined in the Internal Revenue Code of 1986, as amended, and the regulations promulgated pursuant thereto.

ARTICLE VI - Title Insurance

6.1 Buyer shall order a title insurance commitment or preliminary title report issued by the title company of Buyer's choosing (referred to as "Title Insurance Company") in which the Title Insurance Company commits that upon delivery and recordation of the Deed and other documents provided for in this Contract, it will issue, at its usual rate, an ALTA form B owner's policy with extended coverage or comparable form, insuring access to the Property and such other endorsements as Buyer may request (the "Policy"), insuring Buyer in the total amount of the Purchase Price, fee simple title to the Premises subject only to (a) the lien for real estate taxes not yet due and payable; (b) exceptions approved in writing by Buyer; and/or (c) such liens as are to be released and discharged at the Closing. Seller agrees to provide to Buyer and the Title Insurance Company all title information

in Seller's possession relating to the Property together with a copy of the most recent tax bills relating to the Property.

6.2 Without limiting the foregoing or being limited thereby, the standard exceptions for parties in possession, mechanics' and materialmen's liens and matters which would be disclosed by an accurate survey shall be eliminated from said Policy.

6.3 Seller shall bear all costs and expenses incurred in connection with the issuance of said title commitment, Policy and any endorsements thereto which are required to conform the Policy to the terms and conditions of this Contract.

6.4 If the title insurance commitment or report shows any exceptions to title other than those referred to in Article 6.1 above, Buyer shall notify Seller in writing of the defects in title within ten (10) days after receipt of the title commitment (with copies of all documents referred to therein). Seller shall then have ten (10) days after receipt of such notice in which to cure such defects and furnish to Buyer satisfactory proof that such defects have been cured. Seller agrees to use its best efforts to cure such defects. If Seller fails or is unable to cure such title defects within such ten (10) day period or to obtain title insurance which will give affirmative coverage to Buyer against loss as a result of such title defects, Buyer shall have the option, to be exercised in its sole discretion, to (i) proceed with Closing of this transaction subject to such title defects, or (ii) terminate this Contract.

ARTICLE VII - Taxes and Assessments

7.1 Seller shall pay or credit against the Purchase Price all unpaid real estate taxes, including penalties and interest, for all tax years preceding the Closing Date, and shall credit a portion of such taxes for the tax year in which the Closing is held, prorated through the Closing Date. The proration of such taxes shall be based on a 365-day year and on the most recently available rate and valuation and the amount so computed and adjusted shall be final.

7.2 Seller shall pay any special assessments which (a) are a lien on the Property on the Closing Date, whether such assessments are past due, then due or thereafter to become due or (b) are not a lien but are then known and will be payable in whole or in part after the Closing Date.

ARTICLE VIII - Utility Charges

8.1 Seller shall pay or credit on the Purchase Price all unpaid utility charges and all charges for services of any type furnished to the Property by all governmental agencies, public utilities and/or private utilities through the Closing Date.

ARTICLE IX - Risk of Loss

9.1 The risk of loss, damage or destruction to the Property and any improvements thereon through condemnation, fire or otherwise shall be borne by Seller until the Closing.

ARTICLE X - Conditions to Closing

10.1 Buyer's obligation to close this transaction is subject to the following conditions and covenants:

(a) Easements. Buyer may obtain at or prior to Closing all other easements or licenses deemed necessary by Buyer upon terms and conditions acceptable to Buyer. Seller agrees to reasonably cooperate with Buyer in obtaining any such easements or licenses.

(b) Survey. Buyer may obtain, at Buyer's sole cost, a certified ALTA survey, being a legal description, made by a licensed surveyor, showing the area, dimensions and location of the Property to the nearest monuments, streets, alleys or property, the location of all improvements, utilities and encroachments, the location of all proposed and recorded easements against or appurtenant to the Property. If a survey is obtained and discloses any condition rendering the Property unusable, in Buyer's sole judgment, for the intended purpose of Buyer, Buyer may terminate this Contract for Purchase with no penalty.

(c) Title Insurance. Buyer shall have obtained from Seller a satisfactory title insurance commitment or preliminary title report in accordance with Article VI above.

(d) Seller's Performance. Seller shall have performed all terms, covenants and obligations required of Seller hereunder.

(e) Environmental Audit and Testing. Buyer, at Buyer's expense, may obtain a current satisfactory Phase I or Phase II Environmental Audit of the Property and any other environmental testing which Buyer deems reasonably necessary to evaluate potential environmental risks. If such audit or tests reveal the existence of

any toxic or hazardous waste, material or substance on, under or surrounding the Property, Buyer may terminate this Contract.

(f) Satisfaction of all existing mortgages and/or liens.

(g) Demolition by Seller of all existing structures upon the property and removal of all debris associated therewith, to Buyer's reasonable satisfaction. The parties have agreed seller may leave all fencing and a portion of the concrete driveway nearest Hillcrest Road measuring approximately 42' x 20'.

ARTICLE XI - Notices

11.1 Unless otherwise provided herein, all notices shall be in writing and shall be deemed effective upon the earlier of either (a) personal delivery (b) facsimile or (c) deposit in the U.S. Mail, marked Certified or Registered, return receipt requested, with postage prepaid to Seller at 171 Hillcrest Road, Mobile, Alabama 36608, and to Buyer at 775 N. University Blvd., Suite 150, Mobile, AL 36608.

ARTICLE XII - Representations and Warranties

12.1 Seller represents, warrants and covenants to Buyer as to the following matters, and shall be deemed to remake all of the following representations, warranties and covenants as of the Closing Date.

(a) All covenants, conditions, restrictions, easements and similar matters affecting the Property have been complied with.

(b) There is no pending or threatened litigation, arbitration, administrative action or examination, claim, or demand whatsoever relating to the Property or the furnishings and equipment contained in the premises and sold as part of this Agreement. No attachments, execution proceedings, liens, assignments or insolvency proceedings are pending, threatened or contemplated against Seller, the Property or the furnishings and equipment contained in the premises and sold as part of this Agreement. Seller is not contemplating the institution of insolvency proceedings.

(c) Seller has no knowledge of any pending or contemplated eminent domain, condemnation, or other governmental or quasi-governmental taking of any part or all of the Property.

(d) Seller has not been notified of any possible future improvements by any public authority, any part of the cost of which might be assessed against any part of the Property.

(e) To the best of Seller's knowledge, Seller: (i) has not used the Property for the storage, treatment, generation, production or disposal of any toxic or hazardous waste, material or substance nor does Seller have knowledge of such use by others; (ii) has not caused or permitted and has no knowledge of the release of any toxic or hazardous waste, material or substance on or off site of the Property; (iii) has not received any notice from any governmental authority or other agency concerning the removal of any toxic or hazardous waste, material or substance from the Property; and (iv) has disclosed to Buyer the location of all underground storage tanks on the Property (if any).

(f) No event has occurred with respect to the Property which would constitute a violation of any applicable environmental law, ordinance or regulation.

(g) The execution and delivery of this Contract has been duly authorized and validly executed and delivered by Seller, and will not (i) constitute or result in the breach of or default under any oral or written agreement to which Seller is a party or which affects the Property; (ii) constitute or result in a violation of any order, decree or injunction with respect to which either Seller and/or the Property is/are bound; (iii) cause or entitle any party to have a right to accelerate or declare a default under any oral or written agreement to which Seller is a party or which affects the Property; and or (iv) violate any provision of any municipal, state or federal law, statutory or otherwise, to which either Seller or the Property may be subject.

12.2 As an inducement to Seller to enter into this Contract, Buyer represents that Buyer has the right, power and authority to purchase the Property in accordance with the terms and conditions of this Contract and that Buyer has validly executed and delivered this Contract.

12.3 Except as is expressly provided in this Contract, Buyer acknowledges that neither Seller nor any agent, attorney, employee or representative of Seller has made any representations as to the physical nature or condition of the Property.

12.4 All of the representations, warranties and covenants made by Seller in Article XII and elsewhere in this Contract shall survive the Closing for a period of two (2) years. Unless Buyer delivers notice to Seller of a breach of representation, warranty or covenant contained in Article XII or elsewhere in this Contract within two (2) years of the Closing Date, the representation, warranty or covenant shall be of no further force or effect.

ARTICLE XIII - Miscellaneous

13.1 This Contract shall inure to the benefit of and bind the parties hereto, their respective heirs, executors, administrators, personal and/or legal representatives, successors and assigns.

13.2 This Contract constitutes the entire agreement between the parties and there are no representations, oral or written, relating to the Property or to this transaction which have not been incorporated herein. Any agreement hereafter made shall be ineffective to change, modify or discharge this Contract in whole or in part unless such agreement is in writing and signed by the party against whom enforcement of any change, modification or discharge is sought.

13.3 The headings of the Articles hereof have been inserted for convenience only and shall in no way modify or restrict any provisions hereof or be used to construe any such provisions.

13.4 If two or more persons constitute the Seller, the word "Seller" shall be construed as if it reads "Sellers" throughout this Contract.

13.5 This Contract shall be construed, interpreted and enforced in accordance with the laws of the State of Alabama. The parties agree and acknowledge that the only forum for any claim against Buyer pursuant to this Agreement is the Alabama State Board of Adjustment.

13.6 This Contract may be executed in multiple counterparts, each of which shall be considered to be an original document.

13.7 The Effective Date shall be the date of the last execution hereof.

13.8 Time is of the essence hereof.

13.9 Any condition or right of termination, cancellation or rescission granted by this Contract to Seller or Buyer may be waived by such party provided such waiver is in writing.

13.10 If the time period or date by which any right, option or election provided under this Contract must be exercised, or by which any act required hereunder must be performed, or by which the Closing must be held, expires or occurs on a Saturday, Sunday, or legal or bank holiday, then such time period or date shall be automatically extended through the close of business on the next regularly scheduled business day.

ARTICLE XIV - Acceptance

14.1 In the event this Contract is not signed simultaneously by both parties, it shall be considered to be an offer made by the party first executing it. In such event this offer shall expire **October 27, 2017 at 12:00pm NOON**, Central Daylight Time following the offer unless one copy of this Contract, executed by the party to whom this offer had been made, shall have been mailed (in accordance with Article XI hereof) or personally delivered to the party making the offer.

ARTICLE XV – Broker Agency Disclosure: 34-27-8-(c)

The selling company is:	The listing company is:
USA Properties	USA Properties
<u>TWO BLOCKS MAY BE CHECKED</u>	<u>TWO BLOCKS MAY BE CHECKED</u>
<input type="checkbox"/> and is an Agent of the Seller <input checked="" type="checkbox"/> and is an Agent of the Buyer <input type="checkbox"/> and is an Agent of both Seller and Buyer acting as a limited dual consensual agent <input checked="" type="checkbox"/> and is assisting the <input type="checkbox"/> Buyer <input checked="" type="checkbox"/> Seller as a transaction broker.	<input type="checkbox"/> and is an Agent of the Seller <input checked="" type="checkbox"/> and is an Agent of the Buyer <input type="checkbox"/> and is an Agent of both Seller and Buyer acting as a limited dual consensual agent <input checked="" type="checkbox"/> and is assisting the <input type="checkbox"/> Buyer <input checked="" type="checkbox"/> Seller as a transaction broker.
Buyer(s) initials: <u>PKD</u>	Seller(s) initials: <u>JER</u>

15.1 Both Buyer and Seller agree and understand that USA Properties is acting as an agent of the Buyer in this transaction and is solely assisting Seller as a transaction broker. Seller understands that Seller is under no obligation to pay a commission to USA Properties with respect to this transaction.

Signed by Buyer this 24th day of October, 2017.

Signed by Buyer this 26th day of October, 2017.

BUYER:
UNIVERSITY OF SOUTH ALABAMA

SELLER:
TERENCE EARL RENKL

By: Robert K. Davis

By: Terence Earl Renkl

Robert K. Davis
University Treasurer

Print Name: TERENCE EARL RENKL

REAL ESTATE PURCHASE CONTRACT ADDENDUM #1

This Addendum is to be attached and made a part of the Real Estate Purchase Contract ("Contract") between the **University of South Alabama** ("Buyer"), a public body corporate, whose principal address is 307 University Boulevard North, AD-170, Mobile, AL 36688 and **Terence Earl Renkl** ("Seller"), whose principal address is 171 Hillcrest Road, Mobile, Alabama 36608.

The following terms are incorporated into and made a part of the Contract:

1. The Closing of the transaction shall take place no sooner than February 13, 2018 and no later than March 30, 2018.
2. Buyer represents to Seller its satisfaction of all conditions to closing as stated in Article X of the Contract, with the exceptions of:
 - (f) Satisfaction of all existing mortgages and/or liens; and
 - (g) Demolition of all existing structures upon the property and removal of all debris associated therewith, to Buyer's reasonable satisfaction. The parties have agreed that seller may leave all fencing and a portion of the concrete driveway nearest Hillcrest Road measuring approximately 42' x 20'.
3. Buyer further represents its readiness and intent to close this transaction as quickly as possible, subject to the above two conditions being satisfied by Seller.

Except as revised and amended by this Addendum, all other terms, provision, covenants, and agreements contained in the Contract shall remain in full force and effect.

Signed by Buyer this 9th day of February, 2018.

Signed by Seller this 9th day of February, 2018.

BUYER:
University of South Alabama, a public body corporate of the State of Alabama

SELLER:
Terence Earl Renkl

By: Robert K. Davis

Robert K. Davis
University Treasurer

By: Terence E. Renkl
Print Name: TERENCE E. RENKL

COMMITTEE MINUTES

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**

AUDIT COMMITTEE

March 1, 2018

1:30 p.m.

A meeting of the Audit Committee of the University of South Alabama Board of Trustees was duly convened by Mr. Jimmy Shumock, Chair, on Thursday, March 1, 2018, at 1:36 p.m. in the Board Room of the Frederick P. Whiddon Administration Building.

Members Present: Alexis Atkins, Ron Graham, Ron Jenkins and Jimmy Shumock.

Member Absent: Scott Charlton.

Other Trustees: Tom Corcoran, Steve Furr, Arlene Mitchell, Lenus Perkins, Ken Simon, Margie Tuckson, Mike Windom and Jim Yance.

Administration and Others: Owen Bailey, Robert Berry, Lynne Chronister, Joel Erdmann, Monica Ezell, Mike Finan, Happy Fulford, Mike Haskins, David Johnson, Melva Jones, John Marymont, Mike Mitchell, John Smith, Margaret Sullivan, Carl Thomas (SGA), Jean Tucker, Elizabeth VandeWaa (Faculty Senate), Tony Waldrop and Scott Weldon.

The meeting came to order and the attendance roll was called. Mr. Shumock called for consideration of the minutes of the meeting held on November 30, 2017. On motion by Ms. Atkins, seconded by Capt. Jenkins, the minutes were adopted unanimously.

Mr. Shumock called upon Mr. Weldon for presentation of **ITEM 6**, the KPMG report on intercollegiate athletics for the year ended September 30, 2017. Mr. Weldon stated the report examines compliance with certain agreed-upon procedures outlined by the NCAA (National Collegiate Athletic Association). He said no exceptions or findings were identified in the report.

Mr. Shumock asked Mr. Weldon to address **ITEM 7**, the Alabama Department of Examiners of Public Accounts compliance report for the year ended September 30, 2016. Mr. Weldon said the report did not have findings related to fiscal year 2016, but did repeat a prior year finding related to E-Verify regulations, for which the University requested and expects to receive an opinion from Alabama's Attorney General on applicability of the regulations.

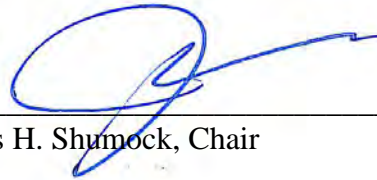
Mr. Shumock advised of a recent educational session for the Committee to learn about internal and external audit processes. He said Mr. Berry and KPMG's Mark Peach facilitated the discussion. He said the work of the Committee going forward would include a review of the

Audit Committee
March 1, 2018
Page 2

Committee's charge and consultation with Mr. Berry as he develops an internal risk assessment matrix and a multi-year audit plan.

There being no further business, the meeting was adjourned at 1:41 p.m.

Respectfully submitted:



James H. Shumock, Chair

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**

DEVELOPMENT, ENDOWMENT AND INVESTMENTS COMMITTEE

**March 1, 2018
1:41 p.m.**

A meeting of the Development, Endowment and Investments Committee of the University of South Alabama Board of Trustees was duly convened by Mr. Jim Yance, Chair, on Thursday, March 1, 2018, at 1:41 p.m. in the Board Room of the Frederick P. Whiddon Administration Building.

Members Present: Chandra Brown Stewart (arr. 2:08), Tom Corcoran, Ron Jenkins, Margie Tuckson, Mike Windom and Jim Yance.

Member Absent: Steve Stokes.

Other Trustees: Alexis Atkins, Steve Furr, Ron Graham, Arlene Mitchell, Lenus Perkins, Jimmy Shumock and Ken Simon.

Administration and Others: Terry Albano, Owen Bailey, Robert Berry, Lynne Chronister, Josh Crownover, Joel Erdmann, Monica Ezell, Mike Finan, Happy Fulford, Tyler Guest, Mike Haskins, David Johnson, Melva Jones, Kyre Lahtinen, John Marymont, Jocelyn Medina, Mike Mitchell, Norman Pitman, John Smith, Margaret Sullivan, Carl Thomas (SGA), Jean Tucker, Elizabeth VandeWaa (Faculty Senate), Matt Vetto (Douglas C. Lane & Associates), Tony Waldrop and Scott Weldon.

The meeting came to order and the attendance roll was called. Mr. Yance called for consideration of the minutes of the meeting held on November 30, 2017. On motion by Mr. Corcoran, seconded by Mr. Windom, the minutes were adopted unanimously.

Mr. Yance called on Mr. Albano to discuss endowment and investments results for the period October 1, 2017, through January 31, 2018, **ITEM 8**. Mr. Albano reported a return of 6.92 percent vs. the relative index of 6.18 percent, an outperformance of .74 percent. He stated investment earnings and appreciation for the period totaled approximately \$10.3 million and the total endowment value was approximately \$158.8 million. He discussed manager performance and asset distribution and Mr. Pitman shared perspective on market conditions. Mr. Albano said the annualized performance since inception was 5.63 percent vs. the relative index of 4.63 percent, an outperformance of one percent. Mr. Albano advised that the Committee would be discussing the possible divestment of profits up to \$10 million in coming weeks due to market volatility.

Mr. Matt Vetto of Douglas C. Lane & Associates, and Mitchell College of Business seniors Ms. Jocelyn Medina, Mr. Josh Crownover and Mr. Tyler Guest representing the student-led Jaguar Investment Fund were introduced to share portfolio results and economic perspective. Dr. Kyre Lahtinen, Assistant Professor of Economics and Finance, thanked the Board for supporting experiential learning opportunities for students.

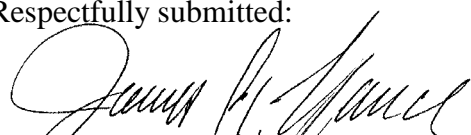
Mr. Yance called for a report on the activities of the Division of Development and Alumni Relations, **ITEM 9**. On behalf of Dr. Stokes, Upward & Onward Campaign Co-Chair, Ms. Sullivan provided an overview on the progress of the \$150 million campaign, noting that, as of February 28, 2018, gifts and pledges exceeded \$113 million. She shared a graphic depicting the new branding for the National Alumni Association and gave details on the inaugural, social-media-driven USA Giving Day set for March 22, designed to promote University awareness as well as further fundraising efforts. She said the South Fund employee drive recently began with a goal of raising \$750,000. She advised of new positions filled by Ms. Kelly McCarron as Associate Vice President for Medical Affairs Development and Mr. Josh Cogswell as Associate Vice President for University Development.

Mr. Yance asked Dr. Erdmann to present **ITEM 10**, a resolution approving the appointment of Mr. Justin Labrato as a member of the Jaguar Athletic Fund (JAF) Board of Directors with a three-year term from April 2018 to April 2021 (for copies of resolutions, policies and other authorized documents, refer to the minutes of the Board of Trustees meeting held on March 2, 2018). Dr. Erdmann reviewed the process for selecting JAF directors and shared information on Mr. Labrato. On motion by Mr. Corcoran, seconded by Capt. Jenkins, the Committee voted unanimously to recommend approval of the resolution by the Board of Trustees.

Mr. Yance called on Ms. Sullivan for presentation of **ITEM 11**, a resolution acknowledging a transformational gift of \$5 million from philanthropist Mr. Bert Meisler and authorizing the naming of the Fanny Meisler Trauma Center at USA Medical Center in honor of Mr. Meisler's late wife. Ms. Sullivan said Mr. Meisler's match of a \$4 million gift made by Governor Ivey would allow the University to move ahead with expanding the trauma center. On motions by Mr. Corcoran and Ms. Mitchell, seconded by Capt. Jenkins, the Committee voted unanimously to recommend approval of the resolution by the Board of Trustees.

There being no further business, the meeting was adjourned at 2:28 p.m.

Respectfully submitted:



James A. Yance, Chair

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**

HEALTH AFFAIRS COMMITTEE

**March 1, 2018
2:28 p.m.**

A meeting of the Health Affairs Committee of the University of South Alabama Board of Trustees was duly convened by Dr. Steve Furr, Chair, on Thursday, March 1, 2018, at 2:28 p.m. in the Board Room of the Frederick P. Whiddon Administration Building.

Members Present: Alexis Atkins, Chandra Brown Stewart, Steve Furr and Arlene Mitchell.

Members Absent: Scott Charlton and Steve Stokes.

Other Trustees: Tom Corcoran, Ron Graham, Ron Jenkins, Lenus Perkins, Jimmy Shumock, Ken Simon, Margie Tuckson, Mike Windom and Jim Yance.

Administration and Others: Owen Bailey, Robert Berry, Lynne Chronister, Joel Erdmann, Monica Ezell, Mike Finan, Happy Fulford, Mike Haskins, David Johnson, Melva Jones, Susan LeDoux, John Marymont, Mike Mitchell, Jon Simmons, John Smith, Margaret Sullivan, Carl Thomas (SGA), Jean Tucker, Elizabeth Vandewaa (Faculty Senate), Tony Waldrop and Scott Weldon.

The meeting came to order and the attendance roll was called. Dr. Furr called for consideration of the minutes of the meeting held on November 30, 2017. On motion by Ms. Brown Stewart, seconded by Dr. Furr, the Committee voted unanimously to adopt the minutes.

Dr. Furr addressed **ITEM 12**, a resolution authorizing the USA Hospitals medical staff appointments and reappointments for November and December 2017, and January 2018 (for copies of resolutions, policies and other authorized documents, refer to the minutes of the Board of Trustees meeting held on March 2, 2018). On motion by Ms. Atkins, seconded by Dr. Furr, the Committee voted unanimously to recommend approval of the resolution by the Board of Trustees.

Dr. Furr called on Dr. Marymont for presentation of **ITEM 13**, a resolution authorizing the termination of the Cooke-Scott Chair of Neuroscience and redirection of the respective endowment funds to create and support Cooke-Scott scholarships for College of Medicine (COM) students. Noting that the average debt of medical students is \$160,000, Dr. Marymont asserted that use of the existing funds for scholarships would address a great need and would still abide with terms of the original gift agreement. Ms. Tucker agreed, adding that the chair's position was never occupied. On

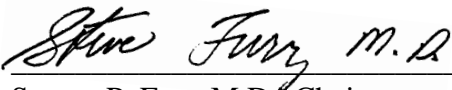
motion by Ms. Brown Stewart, seconded by Ms. Mitchell, the Committee voted unanimously to recommend approval of the resolution by the Board of Trustees.

Dr. Furr called on Dr. Marymont to report on the activities of USA Health and the College of Medicine, **ITEM 14**. Dr. Marymont introduced Dr. Susan LeDoux, Professor and Vice Chair of the Department of Cell Biology and Neuroscience/Associate Dean of Medical Education, who gave an overview on a wellness program that aims to reduce the stress often felt by medical students, thus enhancing overall wellbeing. Dr. LeDoux explained that COM students are grouped into five wellness houses and each engages in positive activities and community service events. She said the houses have access to faculty advisors and a health and wellness counselor on staff is available to provide group, individual and couples counseling, a monthly health forum and mental health first-aid training.

Mr. Bailey introduced Dr. Jon Simmons, Trauma Medical Director and Interim Chief of the Division of Trauma and Surgical Critical Care, who discussed South's participation in the American College of Surgeons Trauma Quality Improvement Program (ACS TQIP), which avails reliable data on the outcomes of 750 trauma centers in the United States. He said recent TQIP data demonstrated that, based on a 95 percent confidence interval, trauma patients at the USA Medical Center are 30 percent more likely to survive. He shared graphs showing South ranked in the top 25th percentile for mortality prevention and near the top one percent for preventing major complications. He also discussed PROJECT INSPIRE, a three-week enrichment program for at-risk teens designed to prevent involvement in violent crimes and increase ambition to achieve attainable goals by immersing participants in community outreach projects and interactions with health care and community professionals.

There being no further business, the meeting was adjourned at 2:53 p.m.

Respectfully submitted:



Steven P. Furr, M.D., Chair

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**

ACADEMIC AND STUDENT AFFAIRS COMMITTEE

**March 1, 2018
2:53 p.m.**

A meeting of the Academic and Student Affairs Committee of the University of South Alabama Board of Trustees was duly convened by Dr. Steve Furr, Vice Chair, on behalf of Dr. Scott Charlton, Chair, on Thursday, March 1, 2018, at 2:53 p.m. in the Board Room of the Frederick P. Whiddon Administration Building.

Members Present: Alexis Atkins, Steve Furr, Ron Graham, Lenus Perkins, Margie Tuckson and Mike Windom.

Member Absent: Scott Charlton.

Other Trustees: Chandra Brown Stewart, Tom Corcoran, Ron Jenkins, Arlene Mitchell, Jimmy Shumock, Ken Simon and Jim Yance.

Administration and Others: Owen Bailey, Les Barnett, Robert Berry, Lynne Chronister, Joel Erdmann, Monica Ezell, Mike Finan, Happy Fulford, Hannah Givvey, Mike Haskins, David Johnson, Melva Jones, John Marymont, Taylor Mechley, Mike Mitchell, Oscila Parks, John Smith, Margaret Sullivan, Carl Thomas (SGA), Jean Tucker, Elizabeth VandeWaa (Faculty Senate), Tony Waldrop, Scott Weldon and Alec Yasinsac.

The meeting came to order and the attendance roll was called. Dr. Furr called for consideration of the minutes of the meeting held on November 30, 2017. On motion by Mr. Windom, seconded by Mr. Graham, the Committee voted unanimously to adopt the minutes.

Dr. Furr called for a report on the activities of the Division of Academic Affairs, **ITEM 15**. Provost Johnson commented on the importance of experiential learning and introduced School of Computing (SoC) Dean Dr. Alec Yasinsac, who discussed an innovative managed intern program that launched in 2012 under the direction of Mr. Les Barnett, Director of the Center for Forensics, Information Technology and Security. Through the program, contracts executed with industry partners provide for the placement of SoC intern teams that work to enhance systems while faculty members provide supervision and technical support. Dr. Yasinsac reported that contracts thus far had generated revenue of approximately \$1.9 million and the industry pool continues to grow. He added that the internships often result in the permanent employment of graduates. SoC students Ms. Hannah Givvey, Ms. Taylor Mechley and Ms. Oscila Parks shared perspective on their intern experiences.


Dr. Furr called for a report on the activities of the Division of Student Affairs, **ITEM 16**. Dr. Mitchell outlined specific initiatives and statistics demonstrative of the division's attainment of six strategic goals for 2016-2017, which he noted were in direct correlation with the University's strategic priorities. He advised that the division's 2016-2017 Annual Report was available on South's website. Mr. Windom asked that printed copies be provided to Board members.

Dr. Smith reported that construction of the new Camellia residence hall, located near the Delta complex, was nearing completion and was on track to open for the 2018 fall semester. Photos of the facade and interior were shown. When asked about housing applications, Dr. Smith said housing applications were generally a good indicator of student enrollment and Provost Johnson advised of an increase in enrollment applications to date. Dr. Smith said, like Azalea Hall, Camellia Hall will offer double-occupancy bedrooms with private baths, a design shown to positively impact community cultivation.

Dr. Furr called upon Ms. Chronister for presentation of **ITEM 17**, the annual review of research activity. Ms. Chronister advised of an approximate \$7 million decrease in sponsored funding in 2017, as reflected in charts that classified the nearly \$57 million in funding received by source and purpose. She discussed proposals submitted and funded by unit for 2016 and 2017, noting increased funding for the College of Education and Professional Studies, the Mitchell Cancer Institute and Research Administration. She gave information on the 2nd Annual Regional Hospitality and Tourism Workforce Summit, the proceeds of which would support scholarships, and a summer job training program offered by the Department of Hospitality and Tourism Management for nearly 300 YES (Youth Empowered for Success) participants.

There being no further business, the meeting was adjourned at 3:27 p.m.

Respectfully submitted:



Steven P. Furr, M.D., Vice Chair

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**

BUDGET AND FINANCE COMMITTEE

**March 1, 2018
3:27 p.m.**

A meeting of the Budget and Finance Committee of the University of South Alabama Board of Trustees was duly convened by Mr. Tom Corcoran, Chair, on Thursday, March 1, 2018, at 3:27 p.m. in the Board Room of the Frederick P. Whiddon Administration Building.

Members Present: Tom Corcoran, Ron Graham, Arlene Mitchell, Lenus Perkins and Jim Yance.

Member Absent: Steve Stokes.

Other Trustees: Alexis Atkins, Chandra Brown Stewart, Steve Furr, Ron Jenkins, Jimmy Shumock, Ken Simon, Margie Tuckson and Mike Windom.

Administration and Others: Owen Bailey, Robert Berry, Lynne Chronister, Joel Erdmann, Monica Ezell, Mike Finan, Happy Fulford, Mike Haskins, David Johnson, Melva Jones, John Marymont, Mike Mitchell, John Smith, Margaret Sullivan, Carl Thomas (SGA), Jean Tucker, Elizabeth VandeWaa (Faculty Senate), Tony Waldrop and Scott Weldon.

The meeting came to order and the attendance roll was called. Mr. Corcoran called for consideration of the revised agenda. On motion by Mr. Perkins, seconded by Mr. Graham, the revised agenda was adopted unanimously.

Mr. Corcoran called for consideration of the minutes of the meeting held on November 30, 2017. On motion by Ms. Mitchell, seconded by Mr. Perkins, the minutes were adopted unanimously.

Mr. Corcoran called for presentation of **ITEM 18**, the quarterly financial statements for the three months ended December 31, 2017. Mr. Weldon said the information reflected in the statements was as expected and he advised of an increase in net position of approximately \$15 million, as compared to the approximate \$19 million increase in net position in 2016.

Mr. Corcoran called for consideration of **ITEM 19**, a resolution to elect individuals to serve as directors of the USA Foundation for Research and Commercialization as set forth (for copies of resolutions, policies and other authorized documents, refer to the minutes of the Board of Trustees meeting held on March 2, 2018). On motion by Mr. Perkins, seconded by Mr. Graham, the Committee voted unanimously to recommend approval by the Board of Trustees.

Budget and Finance Committee
March 1, 2018
Page 2

Mr. Corcoran summarized **ITEM 20**, a resolution authoring the President to execute a contract for construction of a Health Sciences Simulation Building. He noted the building would be funded primarily by student fees that were approved by the Board at its June 2017 meeting. President Waldrop added that additional funding was being provided by the USA Foundation. He said the facility would be built adjacent to the Health Sciences Building near the College of Nursing wing. On motion by Ms. Mitchell, seconded by Mr. Perkins, the Committee voted unanimously to recommend approval by the Board of Trustees.

There being no further business, the meeting was adjourned at 3:30 p.m.

Respectfully submitted:

A handwritten signature in cursive script that reads "E. Thomas Corcoran". The signature is written in black ink and is positioned above a horizontal line.

E. Thomas Corcoran, Chair

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**

EVALUATION AND COMPENSATION COMMITTEE

March 1, 2018

3:30 p.m.

A meeting of the Evaluation and Compensation Committee of the University of South Alabama Board of Trustees was duly convened by Mr. Mike Windom, Chair, on Thursday, March 1, 2018, at 3:30 p.m. in the Board Room of the Frederick P. Whiddon Administration Building.

Members Present: Alexis Atkins, Tom Corcoran, Steve Furr, Arlene Mitchell, Jimmy Shumock and Mike Windom.

Other Trustees: Chandra Brown Stewart, Ron Graham, Ron Jenkins, Lenus Perkins, Ken Simon, Margie Tuckson and Jim Yance.

Administration and Others: Owen Bailey, Robert Berry, Lynne Chronister, Joel Erdmann, Monica Ezell, Mike Finan, Happy Fulford, Mike Haskins, David Johnson, Melva Jones, John Marymont, Mike Mitchell, John Smith, Margaret Sullivan, Carl Thomas (SGA), Jean Tucker, Elizabeth VandeWaa (Faculty Senate), Tony Waldrop and Scott Weldon.

The meeting came to order and the attendance roll was called. Mr. Windom acknowledged the Committee's role to conduct periodic evaluations of the President's performance as required by SACSCOC (Southern Association of Colleges and Schools Commission on Colleges) and as stipulated by President Waldrop's contract. He credited the Committee with carrying out what he described as a very thorough evaluation and he identified the internal and external constituencies that gave input, which included local, state and federal elected officials and leaders from Mobile County and Baldwin County. He said evaluators considered leadership acumen, ability to make strides with the strategic priorities, and execution of responsibilities as assigned by the Board and the Board bylaws. He stated the overwhelming consensus of the Committee was President Waldrop met or exceeded expectations. He thanked President Waldrop for his excellent work. President Waldrop conveyed appreciation for the confidence placed in him and he credited the leadership team and people of the University for South's positive momentum. Chairman Simon stated President Waldrop was a great leader and an asset to the community.

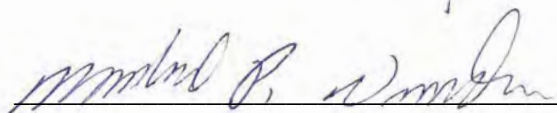
Reflecting on the various reports presented to the Committees by administrators and students, Ms. Mitchell expressed pride for the direction of the University and for her role as a Trustee.

Chairman Simon advised that the Committee of the Whole meeting would not take place and the business would be deferred to the March 2 Board of Trustees meeting.

Evaluation and Compensation Committee
March 1, 2018
Page 2

There being no further business, the meeting was adjourned at 3:39 p.m.

Respectfully submitted:

A handwritten signature in dark ink, appearing to read "Michael P. Windom", is written over a horizontal line. The signature is cursive and somewhat stylized.

Michael P. Windom, Chair