

BOARD OF TRUSTEES FOR ALABAMA STATE UNIVERSITY
MINUTES OF REGULAR MEETING
SEPTEMBER 25, 2003

The Board of Trustees was convened in meeting on September 25, 2003 in the Board Room of the Joe L. Reed Acadome at Alabama State University. The meeting was called to order at 9:00 a.m. by Chair Toreatha M. Johnson—**Agenda Item I.** In attendance were Trustees Buford Crutcher, Elton Dean, Thomas H. Figures, Bobby M. Junkins, Patsy B. Parker and Catherine W. Wright. Absent were Trustees James C. Cox, Robert A. Jones, Jr. and Lawrence Lemak and Lister H. Proctor. Chair Johnson declared a quorum present. Others in attendance were President Joe A. Lee, Vice Presidents William Brock, Leon Frazier, Freddie Gallot, Jr., and Evelyn M. White; Dr. Alfred S. Smith, Mr. Olan Wesley, Mrs. Gloria Julius, Dr. Derryn Moten, and Mr. Ibrahim K. Lee.

Agenda Item II—Invocation. The invocation was led by Dr. Frazier.

Chair Johnson informed the Board that there were a couple of legal issues on which she needed more information and/or clarification from the University Counsel and she recessed the meeting until 10:30 a.m. Following the recess, Chair Johnson reconvened the Board.

Agenda Item III—Adoption of the Agenda. Chair Johnson called for a motion to adopt the agenda. It was moved by Trustee Dean and seconded by Trustee Parker that Agenda Items XIV, XV, and XVI follow the Agenda Item V—President's Report. Chair Johnson deleted Agenda Item X, an Item which will be taken up in a regular Trust Board meeting rather than a regular Board meeting. Trustee Crutcher requested that an Item VIII-A be added for discussion of the duties of committees, manner in which committees carry out action, and how those actions come before the Board. On motion by Trustee Dean, second by Trustee Parker and carried by majority vote, the amended agenda was adopted. Voting aye were Trustees Crutcher, Dean, Johnson, Junkins, Parker, Reed and Wright. Trustee Figures abstained.

Agenda Item IV—Adoption of the Minutes of May 8, 2003. On call for adoption of the minutes, on motion by Trustee Parker, second by Trustee Wright and carried by unanimous vote, the minutes were adopted.

Trustee Crutcher called for a point of order and stated that a newly appointed trustee was present and inquired about the custom of swearing in new trustees. Chair Johnson responded that that she had planned for some comments concerning that matter to follow the President's Report, that since the agenda was amended to move three reports up to follow the President's Report, the matter would be taken up following those reports.

Agenda Item V—President's Report. President Lee gave his report covering the period May 8, 2003 through September 23, 2003. He reported on the doctoral program in microbiology, a partnering program with the Montgomery County Public Schools, the Drop-Out Prevention Program, the 2003 fall enrollment, the 2003-2004 preparation for opening the Fall Semester, the MBNA Credit Card Program, the football staff and certain games to be televised, the upcoming NCATE visit, major gifts and planned giving

plans, the default rates, recognition by the Public Relations Council of Alabama (Montgomery Chapter), local and national recognitions received by ASU students, and physical plant maintenance needs. Chair Johnson expressed appreciation to him for the report (**Attachment 1**). Chair Johnson thanked President Lee for his report, the successes achieved, and the hard work being done by faculty/staff on the various projects on behalf of the Board.

Agenda Item VI—Report from the Student Government Association. Mr. Ibrahim Lee, Student Government Association President gave the report for the Student Government Association. He introduced the Student Government Association officers and the second attendant to Miss ASU. He told the Board of the productive relationships between the students, faculty, staff and administration. He indicated that he and his team are working hard to present their plan for a student centered environment and of proposals he feels will enhance the University socially, culturally and economically on student and administrative levels. He expressed concerns of students regarding the condition of the residence halls and the lack of adequate security on campus. Chair Johnson requested him to make a copy of his report available to Trustees. Mr. Lee will provide copies requested.

Agenda Item VII—Report from the Faculty Senate. Dr. Derryn Moten, Chairman of the Faculty Senate, stated that a copy of the Faculty Senate Report is in the folder of each Trustee (**Attachment 2**). Chair Johnson informed Dr. Moten that the Senate concerns will be referred to President Lee. President Lee responded to the concern regarding funds from the Trust being expended. Chair Johnson stated that President Lee will look into the matter of Mr. Alvin Hohnes teaching and serving as community relations consultant. Trustee Crutcher requested a report on Mr. Holmes from President Lee.

Agenda Item VIII—Report from the Non-Academic Staff Council. There was no report from the Non-Academic Staff Council.

Chair Johnson introduced Mr. Malcolm Thomas, a staff member in Governor Bob Riley's office, to make comments. Following his comments, Chair Johnson thanked Mr. Thomas for his remarks.

Chair Johnson stated that there are some very critical decisions which must be made, and she called on Attorney Fred Gray to give his opinion regarding the seating of Mr. Oscar Crawley and the facts surrounding the opinion. Attorney Gray read communication from Messrs. James E. Buskey, Charles D. Langford, William Parker. Attorney Gray also read the letter he wrote to Mr. Troy King, Legal Advisor to the Governor, dated June 27, 2003 in which Mr. Gray stated that he was requested by the Board's Executive Committee to contact the Governor and ask that his appointment of Mr. Oscar Crawley be reconsidered in light of the facts and circumstances and that he allow Mr. Lister H. Proctor to continue to serve as a trustee. He gave the rationale for the letter as being sent to try to avoid confrontation as was occurring in the meeting. Attorney Gray stated that if a response had been received earlier, any dissatisfaction from any party could have been litigated; that no response was sent to him but that on September 18th, he received, by mail, a copy of the letter Mr. King wrote to Chair Johnson dated August 25, 2003 and a copy of that letter was sent to him postmarked September 17, 2003; that Chair Johnson asked him to review the letter and give her his opinion which he did; that he reviewed a copy of a letter from Mr. Craig Strickland, Legislative Analyst for the Legislative Reference Service, to Representative John Knight

dated August 13, 2003; that he reviewed his letter dated June 27 to Mr. King; that he reviewed every case cited and all of the Attorney General's opinions; that nothing in those letters has changed his opinion that Mr. Lister Hill Proctor is the proper trustee representing the third district; that there is no explanation in Mr. King's letter of the reason for the 23-day delay between the date of Mr. King's letter to Chair Johnson and the day it was postmarked; that to mail the letter after the announcement of the meeting of the Board gave very little time for anyone to obtain a judicial determination before the Board meeting today. He further stated that there is a genuine difference of opinions between the lawyers; that lawyers render opinions and make recommendations but do not determine the law; that the Court determines the law; that the ultimate question as to who legally occupies the seat is one that should be submitted to a court of competent jurisdiction for its determination. In his opinion, he stated that the Board as a body should not be involved in litigating the issue; that he believes that members of the Board would welcome either of the individuals but until the Court decides who should serve; that once the Court has acted, whoever the Court indicates should occupy the seat should do so. Following Attorney Gray's report, there was discussion.

Trustee Crutcher requested that the opinion be discussed in Executive Session and that was noted by Chair Johnson. Chair Johnson indicated that in the absence of a judicial determination, she, as Chair of the Board, would adhere to the opinion of Attorney Fred Gray and that in conducting the business of the Board she would recognize Mr. Lister Proctor as the legitimate holder of the Congressional District Three seat on the ASU Board of Trustees. She further told Mr. Crawley that he could remain at the table if he wished. She directed the secretary not to record any vote that he might give and she would not recognize him until the matter was adjudicated. Comments in opposition to the Chair's ruling were made by Trustees Dean and Crutcher. Trustee Crutcher requested that the letter from Mr. Troy King be read. Much discussion followed. Trustee Crutcher moved to appeal the Chair's ruling and Trustee Dean seconded the appeal motion. The motion to appeal the chair's decision was lost by majority vote. Voting aye were Trustees Crutcher and Dean. Voting nay were Trustees Figures, Johnson, Parker, Reed and Wright. Trustee Junkins abstained. Chair Johnson called for a 15 minute recess.

The Board reconvened at 11:20 a.m. and Chair Johnson called on President Lee to present **Agenda Item IX—Amendment to the Non-Academic Staff Handbook, Section 2.2.6—Reemployment of Former Employees**. President Lee introduced the Item and gave the rationale for the amendment. He read the current policy and the proposed revision. Following discussion and on motion by Trustee Parker, second by Trustee Wright, the amendment was approved by majority vote. Voting aye were Trustees Figures, Johnson, Junkins, Parker, Reed and Wright. Trustees Crutcher and Dean abstained. (**Attachment 3**)

Agenda Item X—Amendment to the Faculty Salary Schedule Paragraph 8. Noting that the amendment came out of the Finance and Properties Committee, Chair Johnson called on Trustee Reed to present the Item. Trustee Reed explained that the amendment grew out of some broad interpretation/misinterpretation on the part of some employees regarding when an exception is made to the policy. He further explained that in the front portion of the overall salary schedule regulations, changes to those regulations require Board approval; that prior to the current administration, an exception was made which resulted in litigation that would not have gone to court if the proposed amendment had been a part of the section, and would have prevented the University from having to spend funds on litigation. Following

Trustee Reed's explanation and rationale for the amendment, he moved that it be approved. Trustee Parker seconded the motion. Following discussion and on call for the vote, the amendment was approved by majority vote. Voting aye were Trustees Figures, Johnson, Junkins, Parker, Reed and Wright. Trustee Crutcher and Dean abstained.

Agenda Item XI—Appointment of Committees. Chair Johnson stated by authority of the Bylaws, the chair appoints members to the three Board Standing Committees—Academic Affairs, Student Affairs and the Finance and Properties Committees; that Trustees have already been appointed and notified and that most have already begun their work; that to make sure that the appointments are in the record she read the appointments and requested that the secretary assure that they are included in the minutes of this meeting. She read the following appointments: Trustee Wright Chair of the Academic Affairs Committee and Trustees Dean, Figures, Lemax and Reed members of the Committee; Trustee Parker Chair of the Student Affairs Committee and Trustees Cox, Crutcher, Jones and Junkins members of the Committee; Trustee Joe L. Reed, Chair of the Finance and Properties Committee and Trustees Jones, Proctor and Wright members of the Committee. Chair Johnson reestablished the Ad Hoc Committee on Salary Equity and stated that the same Trustees who worked on the Committee previously, Trustees Parker, Reed, and herself, will be retained and she recommended that Trustees Cox and Wright be added to the Committee. In response to question from Trustee Dean, Chair Johnson noted that Trustees are free to attend committee meetings.

Chair Johnson called for the Agenda Item regarding the manner of acting for committees and she asked Trustee Crutcher to introduce the Item. He made comments based on the *Bylaws*. Chair Johnson stated that notices of meetings are sent to Trustees.

Agenda Item XII—Committee Reports. Chair Johnson called for the **Student Affairs Committee Report**, which was given by Trustee Parker—**Agenda Item XII-A**.

Trustee Reed gave the report for the **Finance and Properties Committee—Agenda Item XII-B**. He informed the Board that the 2003-2004 fiscal year budget is \$95 million—restricted and unrestricted. He noted that the budget is a \$6 million increase over last fiscal year; that insurance for ASU retirees must be paid by the University this fiscal year; that inequities were to have been paid this fiscal year but cannot be totally done this year; that the budget stopped at Step 4 and not paying the equities; that some of the salary issues for faculty are put in place; that Blue Cross coverage increased \$395,000 over last fiscal year and has to be passed on to the employees. Trustee Reed gave information on other fixed costs that the University will have to pay over last fiscal year. He stated that the University is going to have to take a serious look at reduction in employees by attrition or retirement; that fundraising strategies need to be looked at and filling only necessary vacancies; that filling some vacancies is on freeze for three months. Vice President Gallot was asked to present the budget. He stated that a summary of the budget was included in the mailing to Trustees; that the 2004 operating budget is balanced. Trustee Crutcher asked about the Drop-Out Prevention Program and the head and assistant football coaches. New budget expenditures were discussed. Following discussion, Trustee Reed moved the adoption of the budget which was approved by majority vote. Voting aye were Trustees Figures, Johnson, Junkins, Parker, Reed and Wright. Trustee Crutcher voted nay and Trustee Dean abstained.

It was moved by Trustee Reed, seconded by Trustee Parker that the Food Service Contract for the period beginning October 1, 2003 and ending September 30, 2006 be approved. VP Gallot reported that the Food Service Committee, which includes students, recommended that the contract be given to Gourmet Services, Inc. Trustee Crutcher amended the motion which was seconded by Trustee Dean. Trustee Reed moved that the amended motion be tabled. Chair Johnson called for the vote. The amended motion was lost by majority vote. Voting aye were Trustees Figures, Johnson, Junkins, Parker, Reed and Wright. Voting nay were Trustees Crutcher and Dean. On call for the vote, the motion to award the contract to Gourmet Services, Inc. was carried by majority vote. Voting aye were Trustees Figures, Johnson, Junkins, Parker, Reed and Wright. Voting nay were Trustees Crutcher and Dean.

Agenda Item XIII—Chair Johnson called for the Executive Session to take place before the Academic Affairs Committee report.

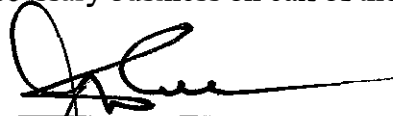
The Board reconvened in open session at 1:51 p.m., and President Lee stated that there was nothing to report from the Executive Session—**Agenda Item XIV**.

Chair Johnson called for **Agenda Item XII-C—Academic Affairs Committee**. Trustee Wright requested Vice President White to present the resolutions recommended by the Academic Affairs Committee for approval by the Board. Following comments, on motion by Trustee Reed, second by Trustees Wright and Dean, the Shared Programs resolution was carried by unanimous vote. On motion by Trustee Dean, second by Trustee Parker, the class attendance resolution was carried by unanimous vote. The Items from the Academic Affairs Committee not approved by the Board will be deferred until a later meeting.

Agenda Item XII-D—Executive Committee Report. Chair Johnson read the minutes of the Executive Committee.

Agenda Item XV—Personnel Actions. On motion by Trustee Wright, second by Trustee Parker, the Personnel Actions were accepted by unanimous vote.

On motion by Trustee Reed, second by Trustees Parker and Wright, and carried by unanimous vote, the meeting was recessed to complete any unfinished and necessary business on call of the Chair.



Joe A. Lee, President of the University and
Secretary to the Board

APPROVED



Toreatha M. Johnson, Chair
Board of Trustees for Alabama State University