

**UNIVERSITY OF SOUTH ALABAMA  
BOARD OF TRUSTEES/  
PRESIDENTIAL SEARCH COMMITTEE MEETING**

**April 3, 2013  
3:45 p.m.**

A combined meeting of the University of South Alabama Board of Trustees and the Presidential Search Committee was duly convened by Mr. Jim Yance, Chair *pro tempore* of the Board of Trustees, on Wednesday, April 3, 2013, at 3:45 p.m. in the Board Room of the Frederick P. Whiddon Administration Building.

**BOARD OF TRUSTEES:**

**Present:** Trustees Tom Corcoran, Steve Furr\*, Cecil Gardner, Bettye Maye, Christie Miree, Arlene Mitchell\*, Bryant Mixon, John Peek, Jimmy Shumock, Ken Simon\* and Jim Yance\*.

**Absent:** Trustees Robert Bentley, Tommy Bice, Scott Charlton, Sam Jones and Steve Stokes.

**PRESIDENTIAL SEARCH COMMITTEE\*:**

**Present:** Drs. Joe Busta, Phil Carr (Faculty Senate), Allan Tucker and Alvin Williams; Messrs. Parker Chastain (SGA), Stan Hammack and David Trent (Airbus Mobile); and Mss. Beth Anderson and Holle Briskman.

**Absent:** Mr. Nino Mole (AASA).

**OTHERS:** Acting President Dr. John Smith; Drs. Ron Franks, Doug Marshall and Bob Shearer; Mr. Wayne Davis; and Mss. Riley Davis (SGA Pres.-Elect) and Jean Tucker.

**PRESS:** Ms. Ellen Mitchell (Press-Register/al.com).

Chairman Yance called the meeting of the Board of Trustees to order, and he asked Dr. Smith, Acting President, to make opening remarks. President Smith thanked Board members for taking time to meet with representatives of the Southern Association of Colleges and Schools Commission on Colleges (SACSCOC). He said the SACSCOC visit was positive. Chairman Yance called upon Mr. Davis for presentation of **ITEM 1** as follows, which amends a resolution adopted by the Board on March 8. Mr. Davis detailed the reasons for revision. On motion by Mr. Corcoran, Chair of the Budget and Finance Committee, seconded by Mr. Shumock, the resolution was approved unanimously:

**RESOLUTION  
FINANCING OF CAPITAL IMPROVEMENTS**

**WHEREAS**, it is necessary, desirable and in the interest of the University of South Alabama (herein called the "University") that the University acquire certain real property and design, acquire, construct, install, furnish and equip various capital improvements on the property of the University including, without limitation, a physician's professional office building, improvements to the USA Children's and Women's Hospital of the

University, and various other capital improvements within the health care enterprise of the University, together having an estimated cost not to exceed \$50,000,000 (herein collectively called the "Improvements"), and

**WHEREAS**, it is expected that the University will issue one or more series of revenue obligations (herein collectively called the "Obligations") pursuant to a plan of financing for the purpose of providing funds to pay the costs of the Improvements, and it is expected that the aggregate principal amount of the Obligations will not exceed \$50,000,000, and

**WHEREAS**, it is anticipated that all or a portion of the Obligations to be issued by the University shall be sold to one or more financial institutions pursuant to a competitive bidding process, and

**WHEREAS**, the University expects to incur certain costs to be paid out of the general and plant funds of the University in connection with the design, acquisition, construction, installation, furnishing and equipping of the Improvements prior to the issuance of the Obligations, and the University intends to allocate a portion of the proceeds of the Obligations to reimburse the University for certain of the costs incurred in connection with said design, acquisition, construction, installation, furnishing and equipping of the Improvements paid prior to the issuance of the Obligations,

**NOW, THEREFORE, BE IT RESOLVED**, by the Board of Trustees of the University, that (i) the University hereby declares that it intends to allocate a portion of the proceeds of the Obligations to reimburse the University for expenditures incurred after the date that is no more than sixty (60) days prior to the date of the adoption of this Resolution, but prior to the issuance of the Obligations, in connection with the design, acquisition, construction, installation, furnishing and equipping of the Improvements; and (ii) this Resolution is being adopted pursuant to the requirements of the Internal Revenue Code of 1986, as amended (herein called the "Code"), and Treasury Regulations Section 1.150-2(e) promulgated thereunder, and

**BE IT FURTHER RESOLVED**, that the Board of Trustees hereby authorizes and designates the President of the University and the Vice President for Financial Affairs to declare official intent on behalf of the University from and after the date hereof for purposes of and pursuant to Treasury Regulations Section 1.150-2 promulgated under the Code; provided, that nothing herein shall permit the issuance of any bonds or other debt obligations of the University without the authorization and approval of the Board of Trustees of the University, and

**BE IT FURTHER RESOLVED**, that the President of the University and the Vice President for Financial Affairs are hereby authorized and directed to explore the feasibility of selling all or a portion of the Obligations to one or more financial institutions through a competitive process, and to bring to the Board of Trustees, for its approval, the University's selection of same.

Drs. Smith and Franks, and Mr. Davis left the meeting, and Chairman Yance addressed **ITEM 4**, the delegation of Presidential Search Committee duties of the Secretary of the Board of Trustees. He called for comments from Ms. Maye, who, due to the travel and time required to fulfill the role of Committee Secretary, recommended the Board's authorization of Dr. Bob Shearer to act on her behalf. On motion by Judge Simon, seconded by Ms. Maye, the Board granted unanimous approval.

With regard to **ITEM 2**, discussion of the search process, Chairman Yance indicated that the Presidential Search Guidelines had been provided. He asked that Board members pay particular attention to the code of ethics, and called for questions.



Chairman Yance called for consideration of **ITEM 3** as follows. There being no questions, and on motion by Mr. Peek, seconded by Mr. Corcoran, the charge to the Presidential Search Committee was approved unanimously:

**CHARGE TO THE PRESIDENTIAL SEARCH COMMITTEE**

The University of South Alabama Board of Trustees hereby charges the Presidential Search Committee to carry out the actions described in Section II.B. of the Presidential Search Guidelines, working in concert with the selected professional national search firm to seek applications from highly qualified individuals with a sincere interest in the University of South Alabama and the position of President, and, in doing so:

- thoroughly review each candidate's credentials;
- select and interview semifinalists; and
- select a slate of three to five candidates to recommend to the Board as finalists.

The committee will be guided in this process by the terms of the Presidential Search Guidelines, first adopted August, 2000, and amended August, 2001.

Chairman Yance called upon Dr. Furr, Chair of the Presidential Search Committee (PSC), to conduct the proceedings. Dr. Furr convened the PSC meeting, and Ms. Tucker gave background on the creation and revision of USA's Presidential Search Guidelines, and the requirement for a national professional search firm. Dr. Furr discussed the structure of the Committee, and credited Chairman Yance for his time and effort since initiation of the search process, and Dr. Shearer for agreeing to facilitate. Dr. Shearer discussed search firms previously engaged by the University for administrative searches. He identified eight firms that had submitted proposals, and gave an overview of each firm's size and relevant experience, including representation of institutions with medical schools and hospitals. Following discussion, Dr. Carr offered a motion that the Committee recommend the firm of R. William Funk and Associates for consideration by the Board of Trustees. Ms. Mitchell seconded and the motion was approved unanimously.

Brief discussion took place about a salary for the president, search fees and the potential for negotiation. Dr. Shearer recommended that consideration of a tentative search schedule, **ITEM 7**, be deferred for discussion with the search consultant at the next PSC meeting. Dr. Furr noted that a Web page had been created to keep the University community and public informed on the search process and the activities of the Committee. The Web address was provided. Chairman Yance thanked Drs. Carr and Marshall for meeting him to discuss the faculty's perspective. Dr. Furr stated that search costs would be paid with contingency funds. Chairman Yance thanked Mr. David Trent, Airbus Mobile, for agreeing to serve as a PSC member representing the community.

There being no further business, and on motion by Ms. Mitchell, seconded by Judge Simon, the Presidential Search Committee voted unanimously to adjourn the meeting.

Chairman Yance called for a motion to reconvene the Board meeting. On motion by Ms. Mitchell, seconded by Ms. Miree, the Trustees voted unanimously to reconvene the Board meeting. Chairman Yance thanked Dr. Furr for his service as Committee Chair.


As to the appointment of a search firm, **ITEM 8**, Dr. Furr offered a motion to accept the PSC's recommendation and hire the firm of R. William Funk and Associates. Judge Simon seconded and the motion was approved unanimously. The idea of a contingency plan was addressed briefly. Having discussed potential costs with Dr. Shearer, Chairman Yance expressed confidence that the overall cost of the search would be reasonable.

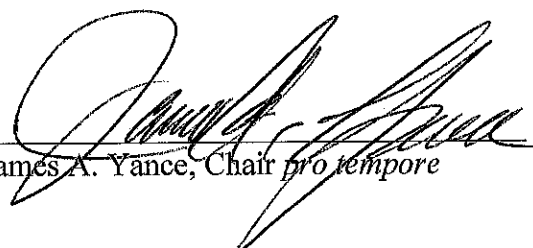
Chairman Yance called upon Dr. Shearer to present **ITEM 9**, consideration of a preliminary search budget. Dr. Shearer shared expectations on expenses additional to the search firm's fee, such as those pertaining to travel, administrative costs and background checks. He recommended a search budget of \$175,000. Chairman Yance called for questions, and Mr. Gardner moved to accept the recommendation as submitted. Ms. Maye seconded and the budget was authorized unanimously. Ms. Tucker recommended that the matter of the president's salary be discussed with the search consultant at the PSC next meeting.

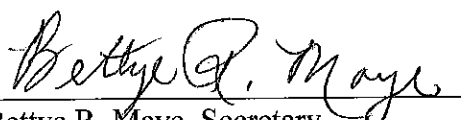
There being no further business, the meeting was adjourned at 4:55 p.m.


Attest to:

Respectfully Submitted:

  
Robert A. Shearer, J.D.,  
on behalf of:

  
James A. Yance, Chair *pro tempore*

  
Bettye R. Maye, Secretary

  
Steven P. Furr, M.D.,  
Chair, Presidential Search Committee