

UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES MEETINGS

WHIDDON ADMINISTRATION BUILDING – PRESIDENT’S OFFICE (STE. 130), BOARD ROOM

DECEMBER 4, 2024
1:30 P.M.

AUDIT COMMITTEE MEETING– RON GRAHAM, CHAIR

- 1 Roll Call
- 2 Approve: [Minutes](#)
- 3 Report: KPMG Audit Reports, Year Ended September 30, 2024
- 4 Report: [Office of Internal Audit](#)
- 5 Approve: [Audit Plan for Fiscal Year 2025](#)
- 6 Recommendation to Approve: [University of South Alabama Office of Internal Audit Charter](#)

DEVELOPMENT, ENDOWMENT AND INVESTMENTS COMMITTEE MEETING– JIM YANCE, CHAIR

- 7 Roll Call
- 8 Approve: [Minutes](#)
- 9 Report: [Endowment and Investment Performance](#)
- 10 Recommendation to Approve: [Evaluation of the University’s Endowment Fund and Non-Endowment Fund Investment Policy Statements](#)
- 11 Report: Development and Alumni Relations

HEALTH AFFAIRS COMMITTEE MEETING – JIMMY SHUMOCK, CHAIR

- 12 Roll Call
- 13 Approve: [Minutes](#)
- 14 Recommendation to Approve: [USA Health Hospitals Medical Staff Appointments & Reappointments for August, September and October 2024](#)
- 15 Recommendation to Approve: Department of Anesthesia Waiver of Eligibility Request
- 16 Report: USA Health and Whiddon College of Medicine

ACADEMIC EXCELLENCE AND STUDENT SUCCESS COMMITTEE MEETING – MIKE WINDOM, CHAIR

- 17 Roll Call
- 18 Approve: [Minutes](#)
- 19 Recommendation to Approve: [Sabbatical Awards](#)
- 20 Recommendation to Approve: [Faculty Emeritus](#)
- 21 Recommendation to Approve: [Honorary Doctorate Degree](#)
- 22 Report: Academic Affairs and Research and Economic Development
- 23 Report: Student Affairs
- 24 Report: Community Engagement

BUDGET AND FINANCE COMMITTEE MEETING – LENUS PERKINS, CHAIR

- 25 Roll Call
- 26 Approve: [Minutes](#)
- 27 Report: Quarterly Financial Statements for the Year Ended September 30, 2024
- 28 Recommendation to Approve: [Revised Amended Bylaws of the USA Research and Technology Corporation](#)
- 29 Recommendation to Approve: [Directors of the University of South Alabama Foundation for Research and Commercialization](#)
- 30 Report: Public Safety
- 31 Report: University Facilities

LONG-RANGE PLANNING COMMITTEE MEETING – CHANDRA BROWN STEWART, CHAIR

- 32 Roll Call
- 33 Approve: [Minutes](#)
- 34 Report: University Planning and Assessment

COMMITTEE OF THE WHOLE MEETING – ARLENE MITCHELL, CHAIR

- 35 Roll Call
- 36 Approve: [Minutes](#)
- 37 Approve: Executive Session

DECEMBER 5, 2024
10:30 A.M.

BOARD OF TRUSTEES MEETING – ARLENE MITCHELL, CHAIR PRO TEMPORE

- 1 Roll Call
- 2 Approve: [Minutes](#)
- 3 Report: University President
- 4 Report: Faculty Senate President
- 5 Report: Student Government Association President
- 6 Approve: Consent Agenda Items:
 - [University of South Alabama Office of Internal Audit Charter](#)
 - [Evaluation of the University’s Endowment Fund and Non-Endowment Fund Investment Policy Statements](#)
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 - [Directors of the University of South Alabama Foundation for Research and Commercialization](#)
- 7 Report: Audit Committee
- 8 Report: Development, Endowment and Investments Committee
- 9 Report: Health Affairs Committee
- 10 Report: Academic Excellence and Student Success Committee
- 11 Report: Budget and Finance Committee
- 12 Report: Long-Range Planning Committee

UNIVERSITY OF SOUTH ALABAMA BOARD OF TRUSTEES



MEETING SCHEDULE

WEDNESDAY, DECEMBER 4, 2024:

1:30 p.m. Committee Meetings (consecutive)

**Whiddon Administration Bldg.,
President's Office (Ste. 130), Board Room**

THURSDAY, DECEMBER 5, 2024:

10:30 a.m. Board of Trustees Meeting

**Whiddon Administration Bldg.,
President's Office (Ste. 130), Board Room**



UNIVERSITY OF SOUTH ALABAMA

BOARD OF TRUSTEES

STANDING COMMITTEES

2022-2025

EXECUTIVE COMMITTEE:

- Arlene Mitchell, **Chair pro tempore**
- Katherine Alexis Atkins, **Vice Chair**
- Lenus Perkins, **Secretary**
- Chandra Brown Stewart
- Steven P. Furr, M.D.
- James H. Shumock
- James A. Yance

DEVELOPMENT, ENDOWMENT AND INVESTMENTS COMMITTEE:

- Chandra Brown Stewart, **Vice Chair**
- Scott A. Charlton, M.D.
- Luis Gonzalez
- James H. Shumock
- Steven H. Stokes, M.D.
- Michael P. Windom
- James A. Yance, **Chair**

ACADEMIC EXCELLENCE AND STUDENT SUCCESS CTE.:

- Scott A. Charlton, M.D.
- Steven P. Furr, M.D., **Vice Chair**
- Luis Gonzalez
- William Ronald Graham
- Robert D. Jenkins III
- Bill W. Lewis II
- Lenus M. Perkins
- Michael P. Windom, **Chair**

EVALUATION AND COMPENSATION COMMITTEE:

- Katherine Alexis Atkins
- Scott A. Charlton, M.D., **Vice Chair**
- Steven P. Furr, M.D.
- Luis Gonzalez
- Robert D. Jenkins III, **Chair**
- James H. Shumock
- Michael P. Windom

AUDIT COMMITTEE:

- Katherine Alexis Atkins, **Vice Chair**
- William Ronald Graham, **Chair**
- Meredith Mitchell Hamilton
- Robert D. Jenkins III
- Bill W. Lewis II
- Lenus M. Perkins

HEALTH AFFAIRS COMMITTEE:

- Chandra Brown Stewart
- Scott A. Charlton, M.D.
- Steven P. Furr, M.D., **Vice Chair**
- Meredith Mitchell Hamilton
- James H. Shumock, **Chair**
- Steven H. Stokes, M.D.
- James A. Yance

BUDGET AND FINANCE COMMITTEE:

- Katherine Alexis Atkins
- Chandra Brown Stewart
- William Ronald Graham, **Vice Chair**
- Meredith Mitchell Hamilton
- Lenus Perkins, **Chair**
- James H. Shumock
- Steven H. Stokes, M.D.

LONG-RANGE PLANNING COMMITTEE:

- Chandra Brown Stewart, **Chair**
- Robert D. Jenkins III
- Bill W. Lewis II
- Lenus M. Perkins
- Steven H. Stokes, M.D., **Vice Chair**
- Michael P. Windom
- James A. Yance

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**



**MEETING AGENDA
AND MINUTES**

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES MEETINGS**

WHIDDON ADMINISTRATION BUILDING – PRESIDENT’S OFFICE (STE. 130), BOARD ROOM

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10:30 A.M.**

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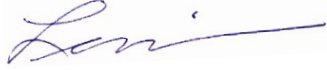
UNIVERSITY OF SOUTH ALABAMA

MEMORANDUM

Board of Trustees

DATE: November 25, 2024

TO: USA Board of Trustees

FROM: Lenus M. Perkins 
Secretary, Board of Trustees

SUBJECT: Meeting Minutes

Included herein are the unapproved minutes for the Board of Trustees and standing committee meetings held on September 12 and 13, 2024. Please review these documents for amendment or approval at the meetings on December 4 and 5, 2024.

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**

**September 13, 2024
10:30 a.m.**

A meeting of the University of South Alabama (“USA,” “University”) Board of Trustees was duly convened by Ms. Arlene Mitchell, Chair *pro tempore*, on Friday, September 13, 2024, at 10:31 a.m. in the Board Room of the Frederick P. Whiddon Administration Building. Meeting attendance was open to the public.

Members: Alexis Atkins, Chandra Brown Stewart, Scott Charlton, Steve Furr, Luis Gonzalez, Ron Graham, Ron Jenkins, Bill Lewis, Arlene Mitchell, Lenus Perkins, Jimmy Shumock, Steve Stokes, Mike Windom and Jim Yance were present.

Member Absent: Kay Ivey.

Administration & Guests: Owen Bailey, Jim Berscheidt, Joél Billingsley, David Blair, Jo Bonner, Jaclyn Bunch, Barbara and Tom Corcoran, Kristin Dukes, Joel Erdmann, Monica Ezell, Charlie Guest, Buck Kelley, Andi Kent, Kim and Nick Lawkis, Elliott Maisel, John Marymont, Abe Mitchell, Angela Mitchell, Mike Mitchell, Gary Montgomery (BSU), Delanie Quinnelly Richardson, Hank Rader (SGA), Preston Reed, Kristen Roberts, Steven Scyphers, Noah Sugg, Margaret Sullivan, Peter Susman, Vicki Tate (Faculty Senate), Gabrielle Tumbleston, John Usher, Christina Wassenaar and Bret Webb (Faculty Senate) and Camille Wilson.

Upon calling the meeting to order and following the attendance roll call, **Item 1**, Chair Mitchell welcomed everyone. She noted a tour for Trustees took place at USA Health Children’s & Women’s Hospital (“CWH”) on September 13 and thanked the facilitators and participants for their involvement.

Chair Mitchell asked Mr. Elliot Maisel to join President Bonner and Ms. Sullivan for the presentation of **Item 2** as follows. Following the reading of the resolution by Ms. Sullivan, Mr. Maisel stated it was his honor to contribute to the University and he encouraged USA’s people to think big in advancing the University’s mission. On motion by Mr. Yance, seconded by Capt. Jenkins, the Board voted unanimously to approve the resolution.

**RESOLUTION
COMMENDATION OF MR. ELLIOT B. MAISEL**

WHEREAS, Mr. Elliot B. Maisel has for many years demonstrated unwavering support for the University of South Alabama (“University”), both personally and through his business, making impactful contributions to key initiatives, including the Mitchell Cancer Institute, the scholarship established in honor of his beloved mother, Mrs. Frieda Gutlow Maisel, and the enhancement of Jewish Studies at the University, and

WHEREAS, Mr. Maisel serves as a valued member of the President’s Cabinet, offering leadership, insight, and dedication for the advancement of the University’s mission and strategic priorities, and

WHEREAS, Mr. Maisel is widely recognized among the region's foremost business leaders as Chairman and CEO of Gulf Distributing Holdings, LLC, a company founded by his mother which began with 15 employees and has grown to include more than 1,200 employees; represent more than 100 suppliers; and distribute over 1,000 beverage brands across the region, and

WHEREAS, in 2024, *Business Alabama* honored Mr. Maisel as Alabama's *CEO of the Year* in recognition of his vision, leadership, and remarkable contributions to the business community and the regional economy, and

WHEREAS, in addition to his contributions to Alabama's business community, Mr. Maisel, who also serves as Chairman of the Board of the Mobile Airport Authority, is strengthening the economic infrastructure of the region, ensuring its growth and prosperity, and leading the planning for the new passenger terminal needed to establish the Mobile International Airport, and

WHEREAS, in making the largest gift thus far from an individual to the campaign for the Frederick P. Whiddon College of Medicine ("College"), Mr. Maisel has created a transformational opportunity for the College, enabling profound and lasting beneficial impacts on medical education, research, and healthcare in our community and beyond, and

WHEREAS, in recognition of Mr. Maisel's extraordinary generosity, the large forum in the College's new building, that will host a wide range of medical, University and community events, will be named the *Maisel Family Forum*, forever associating the Maisel family with excellence in education, healthcare, and community engagement,

THEREFORE, BE IT RESOLVED, the Board of Trustees of the University of South Alabama extends its deepest appreciation and admiration to Mr. Elliot B. Maisel for his extraordinary generosity, vision and leadership; celebrates his enduring legacy of philanthropy and service to the University, the community, and the region; and extends profound thanks on behalf of the entire University community.

Chair Mitchell called for consideration of the minutes for a Board of Trustees meeting held on June 7, 2024, **Item 3**. On motion by Dr. Charlton, seconded by Mr. Shumock, the Board voted unanimously to adopt the minutes.

Chair Mitchell called for consideration of **Item 4** as follows and, on motion by Mr. Yance, seconded by Judge Windom, the Board voted unanimously to approve the resolution:

**RESOLUTION
EXECUTIVE COMMITTEE OF THE BOARD OF TRUSTEES**

WHEREAS, the Bylaws of the University of South Alabama Board of Trustees provide for the appointment by the Chair *pro tempore* of an Executive Committee, subject to the approval of the Board, for terms concurrent with the term of the Chair *pro tempore*, who shall serve as Chair of the Executive Committee,

- Mrs. Arlene Mitchell
- Mrs. Katherine Alexis Atkins
- Mr. Lenus Perkins
- Mrs. Chandra Brown Stewart
- Dr. Steven P. Furr
- Mr. James H. Shumock
- Mr. James A. Yance

THEREFORE, BE IT RESOLVED, the Board of Trustees of the University of South Alabama hereby authorizes the appointment of the following named Trustees to serve on the Executive Committee for terms concurrent with the term of the current Chair *pro tempore*.

Chair Mitchell called on President Bonner to deliver the President's Report, **Item 5**. President Bonner recognized Mr. Gary Montgomery, Black Student Union ("BSU") President; and Ms. Gabrielle Tumbleston and Mr. Preston Reed, Southerner ambassadors.

President Bonner discussed University news, initiatives and events, including the football team's outstanding win against Northwestern State University on September 12; the launch of USA's brand refresh featuring the taglines *Flagship of the Gulf Coast* and *Ready South Go* and a new commercial spot; increases in enrollment and campus housing occupancy for the Fall semester; the recognition the University and its people received in several *Lagniappe Nappie Award* categories; the dedication of a *Safe Haven Baby Box* at CWH; the Jag Day recruiting bus tours; the alumni and friends events hosted recently by Mr. Clyde Higg in Atlanta and by Mr. Gonzalez at an Arizona Diamondbacks game in Phoenix, as well as one being hosted by Capt. Jenkins in Tucson in October; and the Leadership's recommendation of a raise and one-time salary supplement for University general division employees.

President Bonner introduced Provost Kent, who shared information on a number of topics, including the opening of the Office of Military Services and the appointment of Mr. David Blair as the Director; the appointment of Dr. Darryl James as College of Engineering Dean, effective October 1, as well as the Fall launch of the Bachelor of Science in Aerospace Engineering program; the appointment of Dr. Steven Scyphers, Associate Professor in the Stokes School of Marine and Environmental Sciences, as Chief Sustainability Officer; and efforts underway to determine a path for the University to attain the R1 Carnegie Classification of Institutions of Higher Education, a designation denoting very high research activity by a doctoral institution. Provost Kent also recognized Dr. John Usher for his service as College of Engineering Dean over five years and detailed the College's accomplishments under his leadership. She added that Dr. Usher would continue to serve as a faculty member.

President Bonner introduced Ms. Camille Wilson, Secretary V in the Department of Political Science and Criminal Justice, advising of her selection as *Employee of the Quarter*. Also introduced was Dr. Jaclyn Bunch, Interim Chair of the Department, who read an excerpt from her nomination of Ms. Wilson. President Bonner presented Ms. Wilson with a certificate commemorating the award. Ms. Wilson expressed appreciation for the recognition.

President Bonner introduced Ms. Delanie Quinnelly Richardson, CWH Nurse, and shared her story of helping to rescue a shark-attack victim from the water while at a northwest Florida beach recently, adding that she, along with other medical professionals present, performed live-saving care, which included Ms. Quinnelly Richardson applying a drawstring tourniquet. Ms. Quinnelly Richardson received a round of applause.

President Bonner recognized and discussed career highlights for Ms. Angela Mitchell, noting she recently retired from her position as Unit Clerk at USA Health University Hospital with 50 years of service. Ms. Mitchell received a round of applause.

President Bonner recognized Ms. Kim Lawkis, outgoing USA NAA President, sharing insight on the NAA's accomplishments under her leadership. Ms. Lawkis received a certificate of appreciation for her service, as well as a round of applause.

President Bonner introduced Mr. Noah Sugg, USA freshman, and announced his selection as the *Board of Trustees Scholar* for 2024-2025. He provided background on Mr. Sugg's educational achievements that qualified him for the scholarship, and also discussed Mr. Sugg's collegiate and career aspirations. Mr. Sugg was presented a commemorative plaque, and he thanked the Board for the award.

Chair Mitchell called for a report from the President of the Faculty Senate ("Senate"), **Item 6**. Dr. Christina Wassenaar, 2024-2025 Senate President, talked about the Senate's particular focus on strengthening internal and external collaborations to develop the faculty experience. She noted the faculty want to be involved in the progress of the University, and added that the Senate was appreciative of opportunities to engage with the Board and University Leadership. She acknowledged the hard work of the people in the room that made faculty pay raises possible and conveyed thanks.

Chair Mitchell called for a report from the Student Government Association ("SGA") President, **Item 7**. Mr. Hank Rader, 2024-2025 SGA President, shared insight on the SGA's accomplishments over the summer term, which he noted included funding of campus projects and programs. He stated all SGA positions were filled for the Fall semester and noted the organization had engaged with a new First Year Council cohort. He touched on the SGA's goals and programming, framed around the key platform principles of growth, accessibility and unity.

Chair Mitchell called for consideration of consent agenda resolutions as follows, **Item 8**, all of which were unanimously recommended for Board approval by the respective committees that met on September 12, 2024. On motion by Ms. Atkins, seconded by Mr. Shumock, the Board voted unanimously to approve the resolutions:

**RESOLUTION
USA HEALTH HOSPITALS MEDICAL STAFF APPOINTMENTS AND REAPPOINTMENTS
FOR MAY, JUNE AND JULY 2024**

WHEREAS, the Medical Staff appointments and reappointments for May, June and July 2024 for the USA Health Hospitals are recommended for Board approval by the Medical Executive Committees and the USA Health Credentialing Board,

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

**RESOLUTION
DEPARTMENT OF PEDIATRICS WAIVER OF ELIGIBILITY REQUEST**

WHEREAS, as part of the leading academic health system on the upper Gulf Coast, USA Health Children's & Women's Hospital is the only stand-alone inpatient facility in the region dedicated to providing the most advanced and comprehensive healthcare to children and women, with services such as the Pediatric Epilepsy Program and Epilepsy Monitoring Unit that allow neurologists and other epilepsy specialists to monitor patients closely while an advanced diagnosis and treatment plan is developed, and

WHEREAS, recruitment for the Pediatric Neurology sub-specialty has been difficult in previous years, and

WHEREAS, Charbel El Kousseifi, MD, is an excellent candidate who could be a valuable faculty member and director for the Pediatric Epilepsy Program at Children's & Women's Hospital, as demonstrated by his curriculum vitae, yet he does not meet the eligibility criteria to join the medical staff in that, due to his foreign training, he is ineligible for American Board of Medical Specialties board certification; and, while the American Board of Psychiatry and Neurology requires at least two years of training in the United States to be board-eligible, Dr. El Kousseifi is board eligible in Canada, and

WHEREAS, a waiver of eligibility request for up to five years, with the requirement that Dr. El Kousseifi complete Canadian neurology board certification within this period of time, is recommended for Board approval by the Children's & Women's Hospital Medical Executive Committee and Credentialing Board of the USA Health Hospitals,

THEREFORE, BE IT RESOLVED, the Board of Trustees of the University of South Alabama hereby authorizes the waiver of eligibility as submitted.

**RESOLUTION
BANKING AND TREASURY SERVICES AUTHORITY**

BE IT RESOLVED, the President or the Chief Financial Officer, acting together with either the Executive Vice President or the Head of the Treasury Department of the University are authorized to:

1. open and close bank, brokerage, custody, safekeeping, treasury management or other accounts in the name of the University,
2. sell, transfer, and endorse for sale or transfer any and all securities on behalf of the University,
3. buy securities for the account of the University,
4. order the transfer or delivery of University securities to any other person,
5. open and close Letters of Credit, Lines of Credit or extensions of credit on behalf of the University,
6. pledge collateral, securities, or other property in the name of the University and to make withdrawals, substitutions, and exchanges in connection therewith,
7. exercise any other rights related to securities, including signing for all releases, powers of attorney, and/or other documents in connection with securities of the University,
8. designate individuals authorized to sign checks, drafts, notes, acceptances, and other orders for the payment of money or the withdrawal of funds for the account of the University,

9. designate individuals authorized to endorse, negotiate, receive, or authorize the payment of the proceeds of any instruments or orders for the payment of money to the University,
10. designate individuals authorized to make telephone transfer of funds of the University and the manner in which such funds can be transferred, and
11. issue any other instructions for the conduct of any accounts in the name of the University,

and

BE IT FURTHER RESOLVED, this resolution supersedes previous such resolutions of the University of South Alabama (USA) Board of Trustees authorizing the University's banking activities, and

BE IT ADDITIONALLY RESOLVED, as the individuals holding the positions of President, Executive Vice President, Chief Financial Officer, and the Treasury Department Head change from time to time, the secretary of the USA Board of Trustees is authorized to certify, under the corporate seal of the corporation, the names and signatures of the individuals succeeding to those positions, and

FINALLY, BE IT RESOLVED that the secretary of the USA Board of Trustees is hereby authorized to certify, under the corporate seal of the corporation, copies of this resolution with the names and specimen signatures of the persons authorized to act on behalf of the University.

Chair Mitchell called for a report from the Audit Committee, **Item 9**. Mr. Graham, Committee Chair, advised of a Committee meeting held on September 12, 2024, and he provided an overview on the business that occurred.

Chair Mitchell called for a report from the Development, Endowment and Investments Committee, **Item 10**. Mr. Yance, Committee Chair, noted that a Committee meeting took place on September 12, 2024, and presented a summary on the proceedings.

Chair Mitchell called for a report from the Health Affairs Committee, **Item 11**. Mr. Shumock, Committee Chair, stated that a Committee meeting was held on September 12, 2024, and gave a recap of the work accomplished. He also advised of an educational session held in August to update the Committee and all Trustees on various USA Health topics.

Chair Mitchell called for a report from the Academic Excellence and Student Success Committee, **Item 12**. Judge Windom, Committee Chair, said that the Committee met on September 12, 2024, and reviewed the matters addressed. He stated that the Committee voted unanimously to recommend Board approval of **Item 13** as follows and he made a motion to approve the resolution. Mr. Shumock seconded and the Board voted unanimously to approve the resolution:

**RESOLUTION
TENURE**

WHEREAS, in accordance with University policy, an application for tenure from Darryl James, Ph.D., who joins the University of South Alabama as College of Engineering Dean on October 1, 2024, has been reviewed by faculty peers, the departmental chair and college dean, and

by the Executive Vice President and Provost, as well as by the President, and is hereby recommended for approval effective October 1, 2024,

THEREFORE, BE IT RESOLVED, the University of South Alabama Board of Trustees hereby approves and grants tenure as recommended.

Chair Mitchell called for a report from the Budget and Finance Committee, **Item 14**. Mr. Perkins, Committee Chair, presented a summation on the action and reports that took place at a Committee meeting held on September 12, 2024. He advised that the Committee voted unanimously to recommend Board approval of **Item 15** as follows. (To view additional documents authorized, refer to Appendix A.) On motion by Mr. Shumock, seconded by Mr. Graham, the Board voted unanimously to approve the resolution:

**RESOLUTION
UNIVERSITY OF SOUTH ALABAMA FISCAL YEAR 2025 BUDGET**

BE IT RESOLVED, the University of South Alabama Board of Trustees approves the University of South Alabama Fiscal Year 2025 Budget, and

BE IT FURTHER RESOLVED, that the University of South Alabama Board of Trustees approves the University of South Alabama Fiscal Year 2025 Budget as a continuation for Fiscal Year 2026 in order to be in compliance with the bond trust indenture requirements if the budget process cannot be completed prior to beginning Fiscal Year 2026.

Chair Mitchell called for a report from the Long-Range Planning Committee, **Item 16**. Brown Stewart, Committee Chair, advised of a Committee meeting held on September 12, 2024, and she briefed the Board on the proceedings.

Chair Mitchell called on President Bonner for the presentation of **Item 17** as follows. President Bonner invited Mr. Tom Corcoran and Dr. Barbara Corcoran to join him, along with Dr. Furr, who read the resolution. On motion by Mr. Yance, seconded by Judge Windom, the Board voted unanimously to approve the resolution. Chair Mitchell stated she would miss spending time with the Corcorans. Mr. Corcoran returned the sentiment, and shared thoughts on the University's strong leadership and the hard work of its people that have turned the tide and propelled the progress of the *Flagship of the Gulf Coast* on many fronts, such as with the marked gains in enrollment.

**RESOLUTION
COMMENDATION OF MR. E. THOMAS CORCORAN**

WHEREAS, Mr. E. Thomas Corcoran was appointed to the Board of Trustees of the University of South Alabama in 2010, and

WHEREAS, during his 14-year tenure as a member of the Board, Mr. Corcoran played a key role on various Board committees, including the Audit Committee; Development, Endowment and Investments Committee; Health Affairs Committee; Long-Range Planning Committee; Evaluation and Compensation Committee; and Budget and Finance Committee, for which he served as chair for more than a decade, and

WHEREAS, Mr. Corcoran has been steadfast in ensuring responsible and sound fiscal practices while preparing the University for future growth, and his support of strategic initiatives has been instrumental to the University's reach and advancement, such as those that resulted in an expanded academic profile, strengthened student access and success, and furthered construction and renovation of campus and healthcare facilities, and

WHEREAS, Mr. Corcoran also served on the USA National Alumni Association Board of Directors, *Campaign USA* Leadership Committee, *Upward & Onward* Leadership Committee, Mitchell College of Business Executive Advisory Council and 50th Anniversary Alumni Council, and

WHEREAS, Mr. Corcoran and his wife, Dr. Barbara Corcoran, are loyal supporters of South Alabama and, over the years, have contributed generously to advance the mission of the Institution, supporting scholarships, Jaguar Athletics and the Mitchell Cancer Institute, and

WHEREAS, the couple endowed several scholarships, including the *Barbara Corcoran Endowed Scholarship* in the Frederick P. Whiddon College of Medicine; the *Corcoran Endowed Scholarship* in the Interdisciplinary Studies Adult Degree Program; the *Thomas and Barbara Corcoran Scholar Athlete Scholarship*; and the *Mildred Elizabeth Corcoran Endowed Scholarship* and the *Thomas Corcoran Endowed Scholarship for Adult Students* in the Mitchell College of Business; and also supported the USA Board of Trustees Scholarship, and

WHEREAS, Mr. Corcoran served as president of USA's Phi Kappa Sigma chapter before graduating with a Bachelor of Science in marketing in 1970 and he later led Fort Dodge Animal Health as its CEO for more than 20 years, accomplishments that, among others, earned him the USA National Alumni Association's *Distinguished Alumni and Service Award* in 2008, and

WHEREAS, Mr. Corcoran has served the University with distinction, graciously contributing his time, energy and wisdom to the growth and development of higher education in the state of Alabama and region, and to the students, alumni, faculty and administration of the University of South Alabama,

THEREFORE, BE IT RESOLVED, the University of South Alabama Board of Trustees expresses its deep appreciation and gratitude to Mr. E. Thomas Corcoran for his devotion, service and commitment to advancing the interests of the Institution and its constituencies, and

BE IT FURTHER RESOLVED that the Board of Trustees bestows upon Mr. Corcoran the title of *Trustee Emeritus*.

There being no further business, the meeting was adjourned at 11:55 a.m.

Attest to:

Respectfully submitted:

Lenus M. Perkins, Secretary

Arlene Mitchell, Chair pro tempore

APPENDIX A



UNIVERSITY OF SOUTH ALABAMA

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

PROPERTY ADDRESS:

5702 Pillichody Drive
Mobile, AL 36608

Parcel Number: 02-28-04-17-1-000-022

APPRAISAL INFORMATION:

Appraised by: Assured Appraisal Company
Date: 08/05/2024
Appraised Value: \$65,000.00

CONTRACTS RELATED TO THE PURCHASE:

Attached hereto

PURCHASE TERMS:

Cash Purchase

SOURCES OF FUNDS USED IN THE PURCHASE:

Unrestricted Funds

REAL ESTATE PURCHASE CONTRACT

The **University of South Alabama** ("Buyer"), a public body corporate, whose principal address is 307 University Boulevard North, Mobile, AL 36688 ("Buyer's Address"), hereby agrees to buy and **Pura Vida Ventures, LLC** ("Seller"), whose principal address is 5900 Grelot Road, #605, Mobile, Alabama 36695 ("Seller's Address"), hereby agrees to sell for the consideration and upon the terms hereinafter set forth, the real estate described as:

5702 Pillichody Dr., Mobile, Alabama 36608

Parcel: R02 28 04 17 1 000 022.XXX

Lot 17, Block 23 of Hillsdale Heights Subdivision according to plat thereof recorded in Map Book 10, Page 183, of the records in the office of the Judge of Probate, Mobile County, Alabama

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 **SEVENTY THOUSAND AND NO/100 DOLLARS (\$70,000.00)** (the "Purchase Price") and shall be payable on the day of Closing ("Closing Date") by cash, cashier's check, certified check or wire transfer. Seller 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, with Seller's costs not to exceed the sum of Two Thousand and No/100 Dollars (\$2,000.00). Buyer agrees to pay other closing and settlement costs, but shall not be responsible for Seller's attorneys' fees, if any. 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.

ARTICLE II - Closing

2.1 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 by or before August 31, 2024.

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

ARTICLE III - Possession

3.1 Possession shall be delivered to Buyer at Closing. 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 Seller 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 IV - Deed and Other Documents

4.1 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 of record, and other exceptions approved in writing by Buyer.

4.2 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 V, 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 V - Title Insurance

5.1 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 owner's title 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.

5.2 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.

5.3 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.

5.4 If the title insurance commitment or report shows any exceptions to title other than those referred to in Article 5.1 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 VI - Taxes and Assessments

6.1 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.

6.2 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 VII - Utility Charges

7.1 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 VIII - Risk of Loss

8.1 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 or until Seller delivers actual possession of the Property to Buyer, whichever is later.

ARTICLE IX - Conditions to Closing

9.1 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, and 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 with no further liability to Seller.

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

(g) Termination of any and all leases on the Property and removal of all occupants and contents held within any structures remaining.

ARTICLE X - Notices

10.1 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 5900 Grelot Road, #605, Mobile, Alabama 36695, and to Buyer at 775 N. University Boulevard, Suite 150, Mobile, AL 36608.

ARTICLE XI - Representations and Warranties

11.1 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 Contract. 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 Contract. 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.

11.2 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.

11.3 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.

ARTICLE XII – Termination, Default, and Remedies.

12.1 If Buyer fails or refuses to consummate the purchase of the Property pursuant to this Contract at the Closing or fails to perform any of Buyer's other obligations hereunder either prior to or at

the Closing for any reason other than termination of this Contract by Buyer pursuant to a right so to terminate expressly set forth in this Contract or Seller's failure to perform Seller's obligations under this Contract, then the Seller, as Seller's sole and exclusive remedy, shall have the right to terminate this Contract by giving written notice thereof to Buyer prior to or at the Closing, whereupon neither party hereto shall have any further rights or obligations hereunder.

12.2 If Seller fails or refuses to consummate the sale of the Property pursuant to this Contract at the Closing or fails to perform any of Seller's other obligations hereunder either prior to or at the Closing for any reason other than the termination of this Contract by Seller pursuant to a right so to terminate expressly set forth in this Contract, or Buyer's failure to perform Buyer's obligations under this Contract, then Buyer, as Buyer's sole and exclusive remedy, shall have the right to terminate this Contract by giving written notice thereof to Seller prior to or at the Closing, whereupon neither party hereto shall have any further rights or obligations hereunder.

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.

13.11 If any provision of this Contract, or the application thereof to any person, place, or circumstance, shall be held by a court of competent jurisdiction to be invalid, unenforceable, or void, the remainder of this Contract and such provisions as applied to other persons, places, and circumstances shall remain in full force and effect.

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 at 12:00pm NOON, Monday, August 19, 2024 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 X 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>TC</u>	Seller(s) initials: <u>AS</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 13th day of August, 2024.

BUYER:

UNIVERSITY OF SOUTH ALABAMA

By: Trae Catrett
Trae Catrett

Signed by Seller this 15th day of August, 2024.

SELLER:

PURA VIDA VENTURES, LLC

By: Angela H. Surgener
Print Name: Angela H. Surgener

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**



AUDIT COMMITTEE

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**

Audit Committee

**September 12, 2024
1:30 p.m.**

A meeting of the Audit Committee of the University of South Alabama (“USA,” “University”) Board of Trustees was duly convened by Mr. Ron Graham, Chair, on Thursday, September 12, 2024, at 1:42 p.m. in the Board Room of the Frederick P. Whiddon Administration Building. Meeting attendance was open to the public.

Members: Alexis Atkins, Ron Graham, Ron Jenkins and Lenus Perkins were present and Bill Lewis participated remotely.

Other Trustees: Chandra Brown Stewart, Scott Charlton, Steve Furr, Luis Gonzalez, Arlene Mitchell, Jimmy Shumock, Steve Stokes, Mike Windom and Jim Yance.

Administration & Guests: Owen Bailey, Jim Berscheidt, Joél Billingsley, Jo Bonner, Kristin Dukes, Joel Erdmann, Monica Ezell, Melinda Gratwick (KPMG), Charlie Guest, Buck Kelley, Andi Kent, Nick Lawkis, Sarah Beth Magette, (Warren Averett), John Marymont, Mike Mitchell, Carol Phillips (Warren Averett), Amanda Price (KPMG), Kristen Roberts, Margaret Sullivan, Peter Susman, Christina Wassenaar and Bret Webb (Faculty Senate), and Ashley Willson (KPMG).

Following the attendance roll call, **Item 1**, Mr. Graham thanked Ms. Atkins for presiding on his behalf at the Committee meeting held on June 6, 2024, and he called for consideration of the minutes for that meeting, **Item 2**. On motion by Ms. Atkins, seconded by Capt. Jenkins, the Committee voted unanimously to adopt the minutes.

Mr. Graham called on Ms. Roberts to introduce **Item 3**, a report from the KPMG Auditors. Ms. Roberts introduced Ms. Ashley Willson, Ms. Melinda Gratwick and Ms. Amanda Price, KPMG Lead Engagement Partner; Lead Senior Manager handling the uniform guidance audit; and Lead Senior Manager overseeing the financial statements audit, respectively. Ms. Willson, Ms. Price and Ms. Gratwick outlined plans for the University’s 2024 fiscal year audit and delivered the required communications.

Ms. Roberts shared highlights from the independent audit of the USA Foundation’s consolidated financial statements and the Disproportionate Share Hospital Funds combined financial statements for the fiscal year ended June 2024, **Item 4**. She noted both audits received an unqualified opinion.

Mr. Graham called on Mr. Susman to address **Item 5**, a report on the activities of the Office of Internal Audit (OIA). Mr. Susman introduced Ms. Carol Phillips and Ms. Sarah Beth Magette, partners with Warren Averett, advising that the firm had been retained to lead the OIA and that

Audit Committee
September 12, 2024
Page 2

Ms. Phillips and Ms. Magette would present the OIA reports to the Committee moving forward. Ms. Phillips and Ms. Magette addressed the Committee, discussing Warren Averett's responsibilities under the consulting arrangement, the status of 2024 fieldwork and the next steps for the OIA.

There being no further business, the meeting was adjourned at 2:09 p.m.

Respectfully submitted:

William Ronald Graham, Chair



2024

**Office of Internal Audit Annual
Report
Performance, Activities & Disclosures**

Prepared for the:

University of South Alabama Board
of Trustees Audit Committee

Issued: 11/2024

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EXECUTIVE SUMMARY

The Fiscal Year 2024 (FY24) Office of Internal Audit (OIA) Annual Report provides quantitative and qualitative data of key departmental operational factors, a summary of audits and projects completed and the Quality Assessment and Improvement Process (QAIP), as well as other mandatory reporting.

At the commencement of FY24, OIA budgeted department staff of seven full-time employees (one Director, two Supervisors, and four Staff). The OIA operated during the year with an average of three employees. In July 2024, Warren Averett was engaged to supplement the OIA by providing additional resources and expertise.

INTERNAL AUDIT PROJECT SUMMARY

During FY24, the OIA staff completed the projects summarized below.

Engagement Type	Auditable Unit
Audit	Controlled Substance Administration
Follow-up	Coach Run Camps Follow-up
Consultation	Enrollment Reporting Review – Registrar’s Office
Consultation	USA Health Providence Inventory Counts
Risk Assessment	Entity-Wide Risk Assessment
External Assist	NCAA Agreed Upon Procedures FY23

The below table provides a summary of the internal audit engagements that are still in process at the end of FY24.

Engagement Type	Auditable Unit
Audit	No Surprises Act
External Assist	NCAA Agreed Upon Procedures FY24

The OIA is responsible for managing the follow up of past engagement findings and confirming the implementation of recommendations or action plans from completed internal audit engagements. The OIA considered the open findings, recommendations, and action plans in developing the annual internal audit plan.

INTERNAL AUDIT STANDARDS - REPORTING

Organizational Independence: In accordance with the IIA Standard 1110 Organizational Independence: The chief audit executive must report to a level within the organization that allows the internal audit activity to fulfill its responsibilities. The chief audit executive must confirm to the board, at least annually, the organizational independence of the internal audit activity.

The OIA reports administratively to the Chief Administrative Officer and functionally to the Board of Trustees. Reporting functionally to the Board of Trustees promotes the independence necessary for the OIA to adequately perform duties and be in compliance with the *Standards*. Safeguards are in place to monitor and address any actual, potential, or perceived impairments.

Impairment to Independence or Objectivity: In accordance with the IIA Standard 1130 *Impairment to Independence or Objectivity: If independence or objectivity is impaired in fact or appearance [including personal conflict of interest, scope limitations, restrictions on access], the details of the impairment must be disclosed to appropriate parties. The nature of the disclosure will depend upon the impairment.*

The OIA noted no issues concerning the impairment of independence of the internal audit function during FY24. Safeguards are in place to monitor and address any actual, potential, or perceived impairments at both the organizational and engagement level. If such items are identified, the threats to independence or objectivity are evaluated and disclosed to the appropriate parties as needed. No such instances occurred in FY24.

Communicating Management's Acceptance of Risks: In accordance with the IIA Standard 2600 *Communicating the Acceptance of Risks: When the chief audit executive concludes that management has accepted a level of risk that may be unacceptable to the organization, the chief audit executive must discuss the matter with senior management. If the chief audit executive determines that the matter has not been resolved, the chief audit executive must communicate the matter to the board.*

The OIA noted no instances during FY24 in which management accepted a level of risk that exceeds the organization's risk appetite or risk tolerance.

External Assessments: In accordance with the IIA Standard 1312 *External Assessments: External assessments must be conducted at least once every five years by a qualified, independent assessor or assessment team from outside the organization.*

Prior to engaging Warren Averett for co-sourced internal audit services, USA engaged the firm to complete an external Quality Assessment Review (QAR) in early 2024. The resulting overall assessment was that USA OIA "Partially Conforms" with the *Standards* and the IIA Code of Ethics, noting 18 conformance gaps and 9 conformance improvement items. The next external assessment cycle will occur during FY29 and will be completed by a firm independent of the USA internal audit function.

Reporting on the Quality Assurance & Improvement Program: In accordance with the IIA *Standard 1320 Reporting on the Quality Assurance & Improvement Program: The chief audit executive must communicate the results of the quality assurance & improvement program to senior management and the board.*

The FY24 Quality Assurance & Improvement Program centered around the external quality assessment completed during FY24. The OIA is working diligently to remediate the findings in the report.

Disclosure of Non-Conformance: In accordance with the IIA *Standard 1322 – Disclosure of Nonconformance: When nonconformance with the Code of Ethics or the Standards impacts the overall scope or operation of the internal audit activity, the chief audit executive must disclose the nonconformance and the impact to senior management and the board.*

The OIA received a “partially conforms” opinion from the FY24 Quality Assessment Review. As such, the department is not permitted to include the following language, “Performed in Conformance with the Standards” in the issued internal audit reports.

Although this language cannot be stated on the audit reports, the OIA is addressing the items in the external quality assessment review and performing procedures in alignment with the *Standards*.

For further information regarding this report, please contact:

Sarah Beth Magette, CPA, CIA, CFE, Acting Director, Internal Audit

205-769-3411

sarahmagette@southalabama.edu



UNIVERSITY OF SOUTH ALABAMA

MEMORANDUM

Office of Internal Audit

TO: Audit Committee of the Board of Trustees

CC: Arlene Mitchell, Chair pro tempore, Board of Trustees
Jo Bonner, President
Andi M. Kent, Ph.D., Executive Vice President and Provost

FROM: Sarah Beth Magette, CPA, CIA, CFE, Acting Director, Internal Audit
Peter Susman, Chief Administrative Officer

DATE: November 19, 2024

SUBJECT: Fiscal Year 2025 Internal Audit Plan

The Institute of Internal Auditors' (IIA) Professional Practices Framework provides Standards with which the Office of Internal Audit (OIA) is to conform. As it relates to audit planning, the IIA Standards require that the Internal Audit Director develop a risk-based audit plan and present that plan to the Board of Trustees for approval on an annual basis.

The attached Fiscal Year 2025 risk-based audit plan is based on a risk assessment that was completed based on interviews and surveys with University leadership, as well as a review of emerging industry-specific risks in higher education and healthcare. The risk assessment was finalized by the OIA in November 2024 and serves as the foundation for the Fiscal Year 2025 risk-based audit plan.

An annual audit plan rooted in a risk assessment ensures that OIA resources are allocated effectively and efficiently, focusing on areas with the highest potential for significant impact, thereby enhancing the overall effectiveness and value of the audit process.

Please let me know if you have any comments or questions.

**The University of South Alabama
FY 2025 Proposed Internal Audit Plan**

Audit Plan					Proposed Schedule Current Year
Ref.	Entity	Auditable Unit	Description of Audit	Type of Engagement	FY 2025*
1	Entity-Wide	Cybersecurity	Recurring - Test controls around the IT environments at the Campus and USA Health related to cybersecurity such as network and user monitoring, incident response planning, etc	Audit	400
2	Entity-Wide	IT Infrastructure & Security (Cybersecurity)	Gain an understanding of policies, procedures, and controls around outdated or incompatible systems/applications throughout the Campus and USA Health and evaluate their impact on IT security	Advisory	300
3	Entity-Wide	User Access (Cybersecurity)	Audit user access to key systems/applications within the Campus and USA Health IT environments	Audit	300
4	Entity-Wide	Vendor Management (Cybersecurity)	Review the policies, procedures, and controls around the vendor management processes at the Campus and USA Health and assess the security posture over a sample of relationships	Audit	300
5	Entity-Wide	Physical Security	Review policies, procedures, and controls around physical access to buildings throughout the Campus and USA Health and perform testing over both badge access and physical key access	Audit	250
6	Entity-Wide	Insurance Coverage	Review the policies, procedures, and controls around insurance coverage requirements for the Campus and USA Health and perform testing over the sufficiency of such coverage	Audit	200
7	Entity-Wide	Ad Hoc/Special Projects	Recurring - Open for ad hoc/special projects as requested by management	Advisory	500
8	Campus	Compliance & Regulatory	Gain an understanding of the Campus' policies, procedures, and controls for managing existing and emerging regulations	Advisory	250
9	Campus	Compliance & Regulatory	Gain an understanding of the Campus' policies, procedures, and controls around the grant management process	Advisory	350
10	Campus	Enrollment Management	Review the Campus' policies, procedures, and, controls around student admittance and perform testing over a sample of student applications	Audit	300
11	Campus	Athletics	Recurring - Provide direct assistance to the external auditor by performing NCAA audit procedures	Audit	250
12	USA Health	Compliance & Regulatory	Gain an understanding of USA Health's policies, procedures, and controls for managing existing and emerging regulations	Advisory	300
13	USA Health	Billing, Coding, and Collections - Charge Capture	Gain an understanding of USA Health's policies, procedures, and controls over the revenue cycle charge capture process	Advisory	500
14	USA Health	No Surprises Act (NSA)	Review policies, procedures, and controls around the No Surprises Act and test USA Health's compliance with the Act	Audit	300
15	USA Health	Deteriorating Infrastructure	Gain an understanding of USA Health's policies, procedures, and controls surrounding facility maintenance	Advisory	200
16	USA Health	Pharmacy	Recurring - Review the policies, procedures, and controls around the pharmacy inventory counts and perform testing over the pharmacy inventory counts annually (year-end)	Audit	300
Total Hours					5,000

* For the period January 2025 - September 2025



UNIVERSITY OF SOUTH ALABAMA

MEMORANDUM

Office of Internal Audit

TO: Jo Bonner, President
Andi M. Kent, Ph.D., Executive Vice President and Provost

FROM: Sarah Beth Magette, CPA, CIA, CFE, Acting Director, Internal Audit
Peter Susman, Chief Administrative Officer

DATE: November 19, 2024

SUBJECT: Resolution to update Office of Internal Audit Charter

Attached is a resolution for consideration by the Board of Trustees for adoption of an updated Office of Internal Audit Charter (Charter), which accompanies the resolution. This Charter provides for updates based on the Institute of Internal Auditor's new standards, which are effective January 9, 2025, and supersedes the Charter that was approved in September 2023. In order to ensure integrity of the operations of the Office of Internal Audit, I recommend that this resolution be presented to the Board for approval at its meeting on December 5, 2024.

Attachment

A handwritten signature in black ink that reads "Jo Bonner". The signature is written in a cursive, flowing style. It is positioned on a light gray rectangular background.

RESOLUTION

UNIVERSITY OF SOUTH ALABAMA OFFICE OF INTERNAL AUDIT CHARTER

WHEREAS, the University of South Alabama Office of Internal Audit Charter documents the mandate, organizational position, reporting relationships, scope of work, types of services, and other specifications for the Office of Internal Audit, and

WHEREAS, it is essential the Office of Internal Audit Charter remain current and reflective of best practices and organizational needs, and

WHEREAS, the Institute of Internal Auditors released the *Global International Audit Standards* which are effective January 9, 2025, and replace the *International Standards for the Professional Practice of Internal Auditing*, and

WHEREAS, the Office of Internal Audit has conducted a comprehensive review and update of the Office of Internal Audit Charter to align with the latest standards and requirements,

THEREFORE, BE IT RESOLVED, the Board of Trustees of the University of South Alabama hereby approves the updates to the Office of Internal Audit Charter.

Internal Audit Charter for University of South Alabama

Purpose

The purpose of the Office of Internal Audit (OIA) is to strengthen the University of South Alabama's (USA) ability to create, protect, and sustain value by providing the Audit Committee of the Board of Trustees (Audit Committee) and management with independent, risk-based, and objective assurance, advice, insight, and foresight. In this Charter, USA will include both the University and the USA Health System, unless otherwise specified.

The OIA enhances USA's:

- Successful achievement of its objectives.
- Governance, risk management, and control processes.
- Decision-making and oversight.
- Reputation and credibility with its stakeholders.
- Ability to serve the public interest.

The OIA is most effective when:

- Internal auditing is performed by competent professionals in conformance with The IIA's Global Internal Audit Standards™, which are set in the public interest.
- The OIA is independently positioned with direct accountability to the Audit Committee.
- Internal auditors are free from undue influence and committed to making objective assessments.

Commitment to Adhering to the Global Internal Audit Standards

The OIA will adhere to the mandatory elements of The Institute of Internal Auditors' International Professional Practices Framework, which are the Global Internal Audit Standards and Topical Requirements (the "Standards"). The chief audit executive (Director, Office of Internal Audit) will report at least annually to the Audit Committee and senior management regarding the OIA's conformance with the Standards, which will be assessed through a quality assurance and improvement program.

Mandate

Authority

The Board of Trustees grants the OIA the mandate to provide the Audit Committee and senior management with objective assurance, advice, insight, and foresight.

The OIA's authority is created by its direct reporting relationship to the Audit Committee. Such authority allows for unrestricted access to the Board of Trustees.

The Audit Committee authorizes the OIA to:

- Have full and unrestricted access to all functions, data, records, information, physical property, and personnel pertinent to carrying out internal audit responsibilities. Internal auditors are accountable for confidentiality and safeguarding records and information.
- Allocate resources, set frequencies, select subjects, determine scopes of work, apply techniques, and issue communications to accomplish the OIA's objectives.
- Obtain assistance from the necessary personnel of USA and other specialized services from within or outside USA to complete internal audit services. Prior written approval of the Chief Administrative Officer is required prior to engaging specialized services from outside USA.

Independence, Organizational Position, and Reporting Relationships

The chief audit executive will be positioned at a level in the organization that enables internal audit services and responsibilities to be performed without interference from management, thereby establishing the independence of the OIA. (See "Mandate" section.) The chief audit executive will report functionally to the Audit Committee and administratively (for example, day-to-day operations) to the Chief Administrative Officer. This positioning provides the organizational authority and status to bring matters directly to senior management and escalate matters to the Audit Committee, when necessary, without interference and supports the internal auditors' ability to maintain objectivity.

The chief audit executive will confirm to the Audit Committee, at least annually, the organizational independence of the OIA. If the governance structure does not support organizational independence, the chief audit executive will document the characteristics of the governance structure limiting independence and any safeguards employed to achieve the principle of independence. The chief audit executive will disclose to the Audit Committee any interference internal auditors encounter related to the scope, performance, or communication of internal audit work and results. The disclosure will include communicating the implications of such interference on the OIA's effectiveness and ability to fulfill its mandate.

Changes to the Mandate and Charter

Circumstances may justify a follow-up discussion between the chief audit executive, Audit Committee, and senior management on the internal audit mandate or other aspects of the internal audit charter. Such circumstances may include, but are not limited to:

- A significant change in the Standards.

- A significant acquisition or reorganization within the organization.
- Significant changes in the chief audit executive, Audit Committee, and/or senior management.
- Significant changes to the organization's strategies, objectives, risk profile, or the environment in which the organization operates.
- New laws or regulations that may affect the nature and/or scope of internal audit services.

Board Oversight

To establish, maintain, and ensure that USA's OIA has sufficient authority to fulfill its duties, the Audit Committee will:

- Discuss with the chief audit executive and senior management the appropriate authority, role, responsibilities, scope, and services (assurance and/or advisory) of the OIA.
- Ensure the chief audit executive has unrestricted access to and communicates and interacts directly with the Audit Committee, including in private meetings without senior management present.
- Discuss with the chief audit executive and senior management other topics that should be included in the internal audit charter.
- Participate in discussions with the chief audit executive and senior management about the "essential conditions," described in the Standards, which establish the foundation that enables an effective internal audit function.
- Approve the OIA's charter, which includes the internal audit mandate and the scope and types of internal audit services.
- Review the internal audit charter periodically with the chief audit executive to consider changes affecting the organization, such as the employment of a new chief audit executive or changes in the type, severity, and interdependencies of risks to the organization; and approve the internal audit charter annually.
- Approve the risk-based internal audit plan.
- Approve the OIA's human resources administration and budgets, including expenses.
- Collaborate with senior management to determine the qualifications and competencies the organization expects in a chief audit executive, as described in the Standards.
- Authorize the appointment and removal of the chief audit executive.
- Provide input to senior management to support the performance evaluation and remuneration of the chief audit executive.
- Receive communications from the chief audit executive about the OIA, including its performance relative to its plan.

- Ensure a quality assurance and improvement program has been established and review the results annually.
- Make appropriate inquiries of senior management and the chief audit executive to determine whether scope or resource limitations are inappropriate.

Chief Audit Executive Roles and Responsibilities

Ethics and Professionalism

The chief audit executive will ensure that internal auditors:

- Conform with the Standards, including the principles of Ethics and Professionalism: integrity, objectivity, competency, due professional care, and confidentiality.
- Understand, respect, meet, and contribute to the legitimate and ethical expectations of the organization and be able to recognize conduct that is contrary to those expectations.
- Encourage and promote an ethics-based culture in the organization.
- Report organizational behavior that is inconsistent with the organization's ethical expectations, as described in applicable policies and procedures.

Objectivity

The chief audit executive will ensure that the OIA remains free from all conditions that threaten the ability of internal auditors to carry out their responsibilities in an unbiased manner, including matters of engagement selection, scope, procedures, frequency, timing, and communication. If the chief audit executive determines that objectivity may be impaired in fact or appearance, the details of the impairment will be disclosed to appropriate parties.

Internal auditors will maintain an unbiased mental attitude that allows them to perform engagements objectively such that they believe in their work product, do not compromise quality, and do not subordinate their judgment on audit matters to others, either in fact or appearance.

Internal auditors will have no direct operational responsibility or authority over any of the activities they review. Accordingly, internal auditors will not design or implement internal controls, develop procedures, install systems, or engage in other activities that may impair their judgment, including:

- Assessing specific operations for which they had responsibility within the previous year.
- Performing operational duties for USA or its affiliates.
- Initiating or approving transactions external to the internal audit function.
- Directing the activities of any USA employee that is not employed by the OIA, except to the extent that such employees have been appropriately assigned to internal audit teams or to assist internal auditors.

Internal auditors will:

- Disclose impairments of independence or objectivity, in fact or appearance, to appropriate parties, such as the chief audit executive, Audit Committee, management, or others, at least annually.
- Exhibit professional objectivity in gathering, evaluating, and communicating information.
- Make balanced assessments of all available and relevant facts and circumstances.
- Take necessary precautions to avoid conflicts of interest, bias, and undue influence.

Managing the Internal Audit Function

The chief audit executive has the responsibility to:

- At least annually, develop a risk-based internal audit plan that considers the input of the Audit Committee and senior management. Discuss the plan with the Audit Committee and senior management and submit the plan to the Audit Committee for review and approval.
- Communicate the impact of resource limitations on the internal audit plan to the Audit Committee and senior management.
- Review and adjust the internal audit plan, as necessary, in response to changes in USA's business, risks, operations, programs, systems, and controls.
- Communicate with the Audit Committee and senior management if there are significant interim changes to the internal audit plan.
- Ensure internal audit engagements are performed, documented, and communicated in accordance with the Standards.
- Follow up on engagement findings, confirm the implementation of recommendations or action plans, and communicate the results of internal audit services to the Audit Committee and senior management at least annually and for each engagement as appropriate.
- Ensure the OIA collectively possesses or obtains the knowledge, skills, and other competencies and qualifications needed to meet the requirements of the Standards and fulfill the internal audit mandate.
- Identify and consider trends and emerging issues that could impact USA and communicate to the Audit Committee and senior management as appropriate.
- Consider emerging trends and successful practices in internal auditing.
- Establish and ensure adherence to methodologies designed to guide the OIA.
- Ensure adherence to USA's relevant policies and procedures unless such policies and procedures conflict with the internal audit charter or the Standards. Any such conflicts will be resolved or documented and communicated to the Audit Committee and senior management.

- Coordinate activities and consider relying upon the work of other internal and external providers of assurance and advisory services. If the chief audit executive cannot achieve an appropriate level of coordination, the issue must be communicated to senior management and, if necessary, escalated to the Audit Committee.

Communication with the Board and Senior Management

The chief audit executive will report at least annually to the Audit Committee and senior management regarding:

- The OIA's mandate.
- The OIA's plan and performance relative to its plan.
- The OIA's budget.
- Significant revisions to the internal audit plan and budget.
- Potential impairments to independence, including relevant disclosures as applicable.
- Results from the quality assurance and improvement program, which include the OIA's conformance with the Standards and action plans to address the OIA's deficiencies and opportunities for improvement.
- Significant risk exposures and control issues, including fraud risks, governance issues, and other areas of focus for the Audit Committee.
- Results of assurance and advisory services.
- Resource requirements.
- Management's responses to risk that OIA determines may be unacceptable or acceptance of a risk that is beyond USA's risk appetite.

Quality Assurance and Improvement Program

The chief audit executive will develop, implement, and maintain a quality assurance and improvement program that covers all aspects of the OIA. The program will include external and internal assessments of the OIA's conformance with the Standards, as well as performance measurement to assess the OIA's progress toward the achievement of its objectives and promotion of continuous improvement. The program also will assess, if applicable, compliance with laws and/or regulations relevant to internal auditing. Also, if applicable, the assessment will include plans to address the OIA's deficiencies and opportunities for improvement.

Annually, the chief audit executive will communicate with the Audit Committee and senior management about OIA's quality assurance and improvement program, including the results of internal assessments (ongoing monitoring and periodic self-assessments) and external assessments. External assessments will be conducted at least once every five years by a qualified, independent assessor or assessment team from outside USA; qualifications must include at least one assessor holding an active Certified Internal Auditor® credential.

Scope and Types of Internal Audit Services

The scope of internal audit services covers the entire breadth of the organization, including all of USA's activities, assets, and personnel. The scope of internal audit activities also encompasses, but is not limited to, objective examinations of evidence to provide independent assurance and advisory services to the Audit Committee and management on the adequacy and effectiveness of governance, risk management, and control processes for USA.

The nature and scope of advisory services may be agreed with the party requesting the service, provided the OIA does not assume management responsibility. Opportunities for improving the efficiency of governance, risk management, and control processes may be identified during advisory engagements. These opportunities will be communicated to the appropriate level of management.

Internal audit engagements may include evaluating whether:

- Risks relating to the achievement of USA's strategic objectives are appropriately identified and managed.
- The actions of USA's officers, directors, management, employees, and contractors or other relevant parties comply with USA's policies and procedures and applicable laws, regulations, and governance standards.
- The results of operations and programs are consistent with established goals and objectives.
- Operations and programs are being carried out effectively and efficiently.
- Established processes and systems enable compliance with the policies, procedures, laws, and regulations that could significantly impact USA.
- The integrity of information and the means used to identify, measure, analyze, classify, and report such information is reliable.
- Resources and assets are acquired economically, used efficiently and sustainably, and protected adequately.

Approved by the Audit Committee at its meeting on December 5, 2024.

Acknowledgments/Signatures

Acting Director, Internal Audit

Date

Chair, Audit Committee

Date

Chief Administrative Officer

Date

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**



**DEVELOPMENT, ENDOWMENT
AND INVESTMENTS COMMITTEE**

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**

Development, Endowment and Investments Committee

September 12, 2024

2:09 p.m.

A meeting of the Development, Endowment and Investments Committee of the University of South Alabama (“USA,” “University”) Board of Trustees was duly convened by Mr. Jim Yance, Chair, on Thursday, June 6, 2024, at 2:09 p.m. in the Board Room of the Frederick P. Whiddon Administration Building. Meeting attendance was open to the public.

Members: Chandra Brown Stewart, Scott Charlton, Luis Gonzalez, Jimmy Shumock, Steve Stokes, Mike Windom and Jim Yance were present.

Other Trustees: Alexis Atkins, Steve Furr, Ron Graham, Ron Jenkins, Bill Lewis, Arlene Mitchell and Lenus Perkins.

Administration & Guests: Owen Bailey, Jim Berscheidt, Joél Billingsley, Jo Bonner, Kristin Dukes, Joel Erdmann, Monica Ezell, Charlie Guest, Buck Kelley, Andi Kent, Nick Lawkis, John Marymont, Mike Mitchell, Kristen Roberts, Margaret Sullivan, Peter Susman, Drew Underwood, and Christina Wassenaar and Bret Webb (Faculty Senate).

Following the attendance roll call, **Item 6**, Mr. Yance called for consideration of the minutes for a meeting held on June 6, 2024, **Item 7**. On motion by Dr. Stokes, seconded by Mr. Shumock, the committee voted unanimously to adopt the minutes.

Mr. Yance called on Ms. Roberts and Mr. Underwood, Director of Treasury Management, for the presentation of **Item 8**, a report on endowment and investment performance. Ms. Roberts made brief remarks and turn to Mr. Underwood, who provided a comprehensive overview on the University’s endowment fund, which included commentary on performance results for the fiscal year through June 30, 2024, as well as on key initiatives and next steps.

Mr. Yance called on Ms. Sullivan, who introduced a resolution commending and thanking Mr. Elliot B. Maisel for his generosity and support of the University, as recently demonstrated through his \$5 million gift for the Whiddon College of Medicine project, **Item 9**. (To view resolutions, policies and other documents authorized, refer to the minutes of the Board of Trustees meeting held on September 13, 2024.) On motion by Judge Windom, seconded by Mr. Yance, the Committee voted unanimously to recommend approval of the resolution by the Board of Trustees.

Ms. Sullivan presented **Item 10**, a report on the activities of the Office of Development and Alumni Relations. She noted new gifts and commitments for the 2024 fiscal year through September 10, 2024, totaling close to \$43 million, advising of another record fundraising year. She also shared details on the new capital campaign framed around the University’s strategic priorities,

Development, Endowment and Investments Committee
September 12, 2024
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as well as on recent and upcoming alumni and friends engagement functions, fundraising events and celebrations.

There being no further business, the meeting was adjourned at 2:33 p.m.

Respectfully submitted:

James A. Yance, Chair

University of South Alabama Endowment Investment Performance Review/Analysis

Fiscal Year 2024

USA Endowment Fund Performance - Fiscal Year to Date

October 1, 2023 to September 30, 2024

- USA Endowment Fund is up 19.4% versus its blended benchmark of 22.9%.

USA Endowment Fund Manager Performance - Fiscal Year to Date

October 1, 2023 to September 30, 2024

Individual Manager versus Benchmark performance:

- Mutual Funds (N.D. Pitman and USA Treasury) are up 23.7% versus its blended benchmark return of 27.9%.
- Gerber Taylor Hedged is up 9.0% versus its benchmark return of 10.9%.
- Gerber Taylor International is up 17.3% versus its benchmark return of 24.8%.
- Commonfund is up 25.1% versus its benchmark return of 24.0%.
- Hancock Whitney is up 21.3% versus its benchmark return of 25.9%.
- JP Morgan is up 19.2% versus its benchmark return of 25.6%.
- Jaguar Investment Fund (Student Investment Fund) is up 32.6% versus its benchmark return of 36.4%.



UNIVERSITY OF SOUTH ALABAMA

MEMORANDUM

Finance and Administration

DATE: November 13, 2024

TO: Jo Bonner
President

FROM: Kristen Roberts, Chief Financial Officer 

SUBJECT: Resolution for Evaluation of the University's Endowment Fund and Non-Endowment Fund Investment Policy Statements

Pursuant to the Southern Association of Colleges and Schools Commission on Colleges (SACSCOC) requirements, the Board of Trustees should evaluate the University's Investment Policy Statements regularly. The attached resolution directs the Development, Endowment, and Investments Committee to evaluate both the University's Endowment Fund Investment Policy Statement and the Non-Endowment Fund's Investment Policy Statement for the current year.

This resolution facilitates the evaluation process and requires Board approval for the adoption of the Endowment Fund's revised Investment Policy Statement, which must be signed by the Secretary of the Board of Trustees, and to confirm that no changes are needed to the Non-Endowment Fund's Investment Policy Statement at this time.

KCR:asu

Attachment



RESOLUTION

**EVALUATION OF THE UNIVERSITY'S ENDOWMENT FUND AND
NON-ENDOWMENT FUND INVESTMENTMENT POLICY STATEMENTS**

WHEREAS, the Southern Association of Colleges and Schools Commission on Colleges requires that investment policy statements be evaluated regularly, and

WHEREAS, the University of South Alabama ("University") Board of Trustees has previously approved the University's endowment fund and non-endowment fund investment policy statements,

THEREFORE, BE IT RESOLVED, the Board of Trustees of the University of South Alabama hereby acknowledges the annual evaluation of both policies for the current year by the Development, Endowment and Investments Committee; approves the Committee's recommendation to adopt the revised endowment fund investment policy statement; and affirms the Committee's recommendation that revision of the non-endowment fund investment policy statement is not needed at this time.

**Investment Policy Statement
for the University of South Alabama Endowment Fund**

Approved

December 5, 2024

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Mission Statement

“The Endowment exists to provide resources to the University, as provided for by the donors, while preserving capital for future generations and needs. The University seeks to maximize returns within prudent risk parameters and aims for long-term growth that outpaces inflation, using a balanced portfolio and top-tier management firms.”

The Development, Endowment, and Investment Committee (the “Investment Committee”) of the Board of Trustees (the “Board”) of the University of South Alabama (the “University”) is responsible for recommending investment policies and guidelines for approval by the Board. The Committee also oversees the implementation of these policies and guidelines, including the selection of qualified investment professionals, such as the Investment Management Consultant(s) (the “IMC”), Investment Manager(s), and Custodian(s). Additionally, the Committee is tasked with overseeing and delegating all investment activities, monitoring performance, and ensuring the prudent stewardship of the University’s Endowment Funds.

Currently, the Head of the Treasury Management Department (the “HTM”) has been delegated investment management authority over the Endowment Fund. The HTM reports to the Chief Financial Officer of the University and will provide periodic reports to the Committee and Board to ensure transparency and alignment with institutional objectives.

I. Purpose of this Investment Policy Statement

This Investment Policy Statement (the “IPS”) outlines the goals and guidelines for the accumulated investment funds of the University of South Alabama Endowment. The Investment Committee oversees the investments of the University Endowment’s long-term investment portfolio (the “Endowment Fund”). The purpose of this IPS is to delegate responsibilities among the parties involved in the oversight and management of the Endowment Fund and to describe the investment objectives, constraints, risk guidelines, policies, and procedures that apply. In addition, this IPS will guide the investment managers in achieving desired results. The goal of the Endowment Fund is to protect and grow the assets by earning a total return appropriate for the portfolio’s time horizon, distribution requirements, and risk tolerance to support projects endowed for specific purposes.

II. Roles and Responsibilities

The Board is responsible for directing and monitoring the investment management of the Endowment Fund. As such, the Board is authorized to delegate certain authority to professional experts in various fields. These roles are as follows:

1. Role of the University of South Alabama Board of Trustees:

The Board’s role is to oversee the management of the Endowment Fund’s assets. The Board shall discharge its duties in good faith, with the care that an ordinary,

prudent person in a similar position would exercise under comparable circumstances. The Board will supervise the Investment Committee and will assign the following authority and responsibilities.

Responsibilities of the Board:

- Develop sound and consistent investment policy guidelines for use by the HTM and the IMC(s) when making investment decisions.
- Monitor implementation of this IPS to ensure investment decisions are in line with goals.
- Review the IPS annually.
- Monitor and evaluate performance results.
- Review quarterly reports of portfolio results and notable market observations by the HTM.
- Act in accord with this IPS and all applicable laws and state and federal regulations that apply to endowments and organizations.
- Delegate selection of investments, securities, funds, Investment Managers, and Custodians to the HTM and the IMC(s).

2. Role of the Development, Endowment, and Investment Committee:

The Committee is responsible for overseeing the Endowment Fund's investment activities on behalf of the Board. The Committee will work in conjunction with the HTM and the IMC(s) to ensure that the Endowment's investment strategy aligns with the University's long-term objectives. The Committee approves policy recommendations, reviews performance, and provides ongoing oversight to maintain fiduciary standards and meet the Endowment Fund's objectives.

Responsibilities of the Committee:

- Review and recommend investment policies, objectives, and guidelines to the Board for approval.
- Approve the selection, retention, and replacement of investments, securities, funds, Investment Managers, and Custodians, as recommended by the HTM and the IMC(s).
- Oversee the HTM and IMC(s) to ensure the Endowment's investments are managed prudently and in accordance with IPS guidelines.
- Review periodic performance reports provided by the HTM and IMC(s) to assess the alignment with benchmarks and objectives.
- Make recommendations to the Board regarding any necessary policy updates or strategic adjustments to maintain alignment with the University's goals.

3. Role of the HTM and the IMC(s):

The HTM serves as the primary executive responsible for executing the investment policy as approved by the Board. This individual works with the University's CFO and IMC(s) to implement strategy, manage fund operations, and report on performance.

The consultant(s) may assist the HTM in establishing investment policy, objectives, and guidelines; selecting investment managers; reviewing such managers over time; measuring and evaluating investment performance; and other tasks as deemed appropriate.

Responsibilities of the HTM in coordination with the IMC(s):

- Acknowledge acceptance of responsibility as a fiduciary.
- Assist in establishing investment policies, objectives, and guidelines for the Committee to review and the Board to approve.
- Identify, evaluate, and recommend investment managers suitable for fulfilling the objectives and risk profile of the Endowment Fund.
- Regularly monitor and assess the performance of selected investment managers, benchmarking results relative to objectives and market indices to ensure alignment with expectations.
- Ensure that investments comply with established guidelines and regulatory requirements, advising on risk management practices and any necessary adjustments.
- Offer periodic insights on market trends, economic outlooks, and strategic adjustments to enhance the Endowment's investment positioning.
- Manage the Endowment Fund according to the investment guidelines, limitations, and restrictions set forth in this IPS.
- Make all decisions on a discretionary basis with the CFO's approval regarding assets placed under its jurisdiction. This discretion includes decisions to buy, hold, and sell securities in amounts and proportions that reflect the investment strategy and are compatible with the Endowment Fund's investment guidelines.
- Provide the Committee and Board with quarterly investment reports and notable market observations.
- Measure performance in terms of total return, net of management fees, in comparison to appropriate benchmarks.
- Keep the Committee and Board informed of major investment outlook, strategy, policy, or philosophy changes.
- Conduct quarterly meetings with the Board to formally review the investment portfolio.
- Participate in ongoing professional development, including attending relevant educational conferences and workshops, to remain informed about evolving investment strategies, market trends, regulatory changes, and best practices in endowment management.

4. Role of the Fund/Investment Manager(s):

The Endowment Funds will be managed primarily by external investment advisory organizations; both commingled vehicles and separate accounts may be used. The Fund/Investment Manager(s) has discretion to purchase or sell, in the University's name, the specific securities that will be used to meet the Endowment Fund's investment objectives.

In some instances, the ICM(s) will maintain portfolios to gain market exposure that the Fund/Investment Managers lack. All trades executed by the ICM(s) must be approved by the CFO or the HTM.

Responsibilities of the Fund/Investment Manager(s):

- Discretionary management of security transactions and asset allocation within the Manager's portfolio sleeve.
- Reporting investment performance and valuations on a timely basis.
- Notification of major changes in economic outlook, strategy, or other factors impacting the Endowment's objectives.
- Updating the HTM and IMC(s) on any organizational changes in management, ownership, or philosophy.
- Provide proof of liability and fiduciary insurance coverage.
- Acknowledge agreement to invest within the guidelines set forth in this IPS.
- Meet with the HTM and IMC(s) as needed.
- Proxy voting on behalf of the Endowment Funds, with records communicated promptly; the University reserves right to vote on specific issues.

5. Role of the Custodian(s):

The Custodian will physically (or through securities owned by the Endowment Fund) collect dividend and interest payments, redeem maturing securities, and effect receipt and delivery following purchases and sales. Additionally, the Custodian will perform regular accounting of all assets (owned, purchased, or sold) and monitor the movement of assets within the Endowment Fund's accounts.

III. Time Horizon

The Organization shall maintain a Long-Term Investment Portfolio with assets invested to support both current and future spending needs.

IV. Endowment Spending Policy

The objective of the Endowment Fund is to generate long-term growth and maintain purchasing power to support the University's needs. The Board reserves the right to withdraw funds as deemed appropriate to advance the University's mission. The University is subject to the "Uniform Prudent Management of Institutional Funds Act" (UPMIFA) of the Code of Alabama. This law allows the University, unless otherwise restricted by the donor, to spend net appreciation, realized and unrealized, of the endowment assets. The law also allows the University to appropriate for expenditure or accumulate to an endowment fund such amounts as the University determines to be prudent for the purposes for which the endowment fund was established. The endowment spending policy provides that 4.5% of the five-year invested net asset moving average value (inclusive of net realized and unrealized gains and losses), as measured at September 30, is available annually for spending in the next academic year. The policy further states that net interest, dividend income, and net realized and unrealized appreciation, after distributions allowed by the spending policy, shall be retained within the Endowment.

The annual internal management fee is calculated each year based on the total Endowment's fiscal year-end value. Endowments are billed or allocated for the internal management fee in October, rather than over the course of the year. In October, if there is a gain in the Endowment, the internal management fee is subtracted, and the difference is booked as a gain or loss for that month. The current internal management fee is 1.25%.

V. Gift Policy

The University may periodically receive gifts in the form of marketable securities. Upon receipt, the Treasury Management Department will liquidate these securities as promptly as possible. If regulatory restrictions prevent immediate sale, the University will hold the securities until the restriction period ends and then proceed with liquidation at the earliest opportunity. The University will not attempt to enhance the Endowment Fund's value by holding gifted securities.

The University may also accept land donations. Upon receipt, the University will evaluate the land for alignment with institutional needs and potential endowment benefits. If the land is not designated for specific university use, it will be liquidated in a manner consistent with maximizing value while adhering to applicable regulations and donor wishes, including any use or sale restrictions specified in the gift agreement or other supporting documentation.

VI. Liquidity

The Endowment Fund is structured to balance long-term growth objectives with liquidity needs, ensuring sufficient cash is available to meet the University's spending requirements and operational commitments. A portion of the total Endowment assets will be held in highly liquid instruments to meet short-term spending needs and capital calls

without necessitating forced asset sales. These assets may include cash equivalents and other readily marketable securities.

The HTM will conduct quarterly liquidity analyses and reports. This allows the HTM and the IMC(s) to monitor the liquidity profile of the total endowment, ensuring alignment with projected cash needs and addressing any rebalancing requirements.

The University's CFO should notify the HTM and IMC(s) of any liquidity needs and debt covenant issues.

VII. Investment Strategy

The investment strategy of the Endowment Fund emphasizes total return, defined as the combined return from capital appreciation and dividend and interest income. The Endowment Fund will be monitored for returns relative to objectives, consistency of investment philosophy, and investment risk.

VIII. Asset Types and Vehicles

The HTM and IMC(s) will consider underlying costs, diversification benefits, and the expected return and risk when selecting vehicles for each asset classes. Selected investments should have reasonable and competitive fees. Investment asset classes will be categorized as follows:

- Return Seeking Assets: These assets are expected to achieve higher long-term growth, but typically carry a higher level of risk. They include equities and other high-growth investments that are expected to outpace inflation over time. The Endowment Fund invests in these assets to support long-term growth that can sustain and enhance the institution's financial support.
- Risk-Mitigating Assets: These assets are expected to provide stability during periods of market volatility. They generally carry lower risk and tend to retain or appreciate in value during market downturns, helping to counterbalance the volatility in return-seeking assets. This category includes cash, fixed-income securities, and other investments that exhibit low correlation with equity markets aimed at protecting capital and managing downside risk.
- Diversifying Assets: These assets are expected to enhance the overall risk-adjusted returns and diversification by exhibiting low anticipated correlation with both return-seeking and risk-mitigating assets. These investments reduce the portfolio's dependence on any single economic factor or asset class. This category includes real assets (such as real estate and commodities), hedge fund strategies, private equity, and private credit.

IX. Portfolio Investment Guidelines

Long-Term Investment Portfolio

Risk Guidelines

The objective of the Endowment Fund is to maximize total return (capital appreciation and income) while managing the risk of significant principal decline. The Board acknowledges that short-term market fluctuation may result in capital loss; however, the Endowment Fund's asset value (without additional contributions or withdrawals) should grow over the long term, if it avoids excess risk.

Long-Term Investment Portfolio Strategic Asset Allocation Targets

To achieve its objective, the Board, in conjunction with the HTM and the IMC(s), has established the following long-term strategic asset allocation targets.

Asset Category	Target Asset Allocation Exposure	Target Allowable Range
Return-Seeking Assets	45%	33-80%
U.S. Large & Mid-Cap Equity ¹	27.5%	25-55%
U.S. Small-Cap Equity	5%	3-8%
Developed Large & SMID International Equity	8.25%	5-20%
Emerging Markets	4.25%	0-5%
Risk-Mitigating Assets	18%	15-55%
Multi-Strategy Bonds ¹	18%	15-40%
Cash	0%	0-5%
Diversifying Assets	37%	10-50%
Real Estate	2.25%	0-5%
Hedge Funds	18%	10-30%
Private Equity (Equity Alternative) ²	10%	0-15%
Private Credit (Fixed Income Alternative) ³	6.75%	0-15%
Total	100%	100%

¹ True Target Exposure Variability: True target exposures may vary based on Private Equity or Private Credit exposures and future capital calls.

² Private Equity Considerations: Private Equity is classified as an Equity Alternative. Any unfunded commitments may be temporarily allocated to the U.S. Large and Mid-Cap Equity asset class until capital calls are executed.

³ Private Credit Considerations: Private Credit is classified as a Fixed Income Alternative. Any unfunded commitments may be temporarily allocated to the Multi-Strategy Bond asset class until capital calls are executed.

Limitations on Allocations

1. No more than 10% of the Endowment Fund's assets will be allocated to any single actively managed fund.
2. No more than 35% of the Endowment Fund's assets will be allocated to a single "Fund of Funds" or multi-manager fund.
3. No more than 45% of the Endowment Fund's assets will be allocated to a single investment firm.

X. Rebalancing

The HTM and the IMC(s) will rebalance among the necessary asset categories and classes in accordance with its own internal rebalancing rules, which may be adjusted from time to time. This process may result in portfolio exposure to an asset category or class temporarily exceeding or falling below the stated maximum/minimum target range. The Endowment Fund should be analyzed and reviewed for rebalancing at least semi-annually.

XI. Investment Manager Due Diligence, Evaluation, Selection, Monitoring and Corrective Action

The University seeks investment managers who demonstrate effective strategies, sustainable advantages, and high-quality organizational structures. The Endowment Fund expects its active managers to generate superior risk-adjusted returns relative to benchmarks, net of fees, while its passive managers efficiently mirror and gain exposure to specific markets at relatively low costs. Attractive firm characteristics include:

1. A strong market reputation and a substantial, high-quality client base.
2. Alignment of interests and principles.
3. A stable, experienced professional team with employees holding equity in the firm.
4. Controlled growth with manageable assets.
5. Competitive long-term performance relative to peers and appropriate benchmark(s).
6. Competitive fees with minimum account sizes.
7. Annual audits conducted by an independent audit firm.

Performance (net of fees) will be provided monthly (quarterly for private funds) by the Investment Managers. Reports will include time-weighted total returns measured against the relative benchmark(s). Active Managers are expected to add value beyond these benchmarks. Historical data will also be included to assess short-term results within the context of long-term strategies (e.g., Rolling Period Analysis).

Corrective action may be taken as part of the ongoing review of Investment Managers. Instances warranting corrective action or termination include:

1. **Major Organizational Changes:** Significant changes within a firm, such as new portfolio managers, may necessitate re-evaluation and potentially a new contract. Failure to notify the University of such changes is grounds for termination. Managers are expected to maintain open communication with the University.
2. **Contract Violations:** Breach of contract terms constitutes grounds for termination.
3. **Style Drift:** Managers are selected to fulfill specific investment styles for diversification. Significant shifts in strategy may result in termination if they deviate from the Endowment Fund's original intent.
4. **Performance Review:** Managers will not typically be terminated for short-term underperformance if they adhere to their established style. Performance will be evaluated over an appropriate timeframe (three and five year comparisons) with guidance from the HTM and the IMC(s).
5. **Endowment Fund Rebalancing:** Managers may be replaced during Rebalancing.
6. **Other Circumstances:** Any other events or conditions deemed in the University's best interest.

XII. Performance Evaluation

The HTM and the IMC will evaluate the performance of Investment Managers and underlying funds in accordance with the Endowment Fund's stated time horizon. Performance evaluation will be made over a full market cycle, typically five to ten years. The HTM and the IMC(s) will review the performance of Investment Managers and their underlying funds relative to appropriate benchmarks, as well as their risk-return profiles, to ensure alignment with the Endowment's objectives and risk tolerance. Additionally, they will review the choice of benchmarks for each Investment Manager and underlying funds on an annual basis.

Overall, the Endowment Fund results will be evaluated on a rolling five-year basis against a blended benchmark as follows: 45% MSCI ACWI Index, 5% S&P 100 Equal Weight Index, 5% Russell 2000 Index, 12.5% Barcap US Agg. Index, 12.5% Barcap BB Agg. Intermediate Index, 2% Wilshire US REIT Index, 9% HFRI Fund of Funds Strategic Index, and 9% HFRI Fund of Funds Conservative Index. This benchmark will be reviewed and evaluated annually to ensure it remains aligned with the Endowment Fund's strategic objectives, investment goals, and asset allocation.

XIII. Reporting

The Investment Managers and underlying funds are expected to provide monthly statements and quarterly performance reports that include performance against their stated benchmarks, valuation, asset allocation, and cash flow summary.

XIV. Commingled Vehicle Guidelines

Investments in mutual funds, hedge funds, fund of funds, other alternative investments, and other commingled investment vehicles are permitted.

XV. Investment Advisory Fees

The University recognizes that investment advisory fees impact the net return of the Endowment Fund and is committed to managing these costs effectively. All investment advisory fees, including those for Investment Managers, the IMC(s), and related services, must be fully disclosed, transparent, reasonable, and competitive with industry standards. The HTM and the IMC will conduct an annual review of these fees to ensure they are fair and align with the value provided. Advisory fees and any changes will be reported to the Board annually to ensure transparency and accountability.

This Investment Policy Statement is hereby adopted by the University of South Alabama Board of Trustees.

Agreed and Acknowledged:

[University of South Alabama Board of Trustees]

By: _____ Date: _____

Name:

Title: Secretary, USA Board of Trustees

[Chief Financial Officer, University of South Alabama]

By: _____ Date: _____

Name:

Title: CFO

[Head of the Treasury Management Department, University of South Alabama]

By: _____ Date: _____

Name:

Title:

[Investment Management Consultant]

By: _____ Date: _____

Name:

Title:

Company: N.D. Pitman & Co., Inc.

UNIVERSITY OF SOUTH ALABAMA NON-ENDOWMENT CASH POOL INVESTMENT POLICIES

Purpose

The purpose of this Investment Policy is to provide a guideline by which the pooled funds (the current, loan, agency and plant fund groups) not otherwise needed to meet the daily operational cash flows for the University can be invested to earn a maximum return, yet still maintain sufficient liquidity to meet fluctuations in the inflow of funds from revenues, tuition payments and state appropriations.

The policies and practiced hereinafter set forth separate funds into three investment categories: (1) Short-term funds (2) Intermediate-term funds (3) Long-term funds.

INVESTMENT OBJECTIVES

The investment objectives for Operational Funds Investments are: (1) to maximize current investment returns consistent with the liquidity needs of the University. In keeping with the investment objectives noted above, it is acknowledged that there are Operational Funds which require short-term, intermediate-term and long-term investment strategies.

It is expected that the maturities of the investments in the Operational Funds will be matched against the cash flow needs of each campus to maximize yields consistent with the liquidity needs of the University.

Maintenance of Adequate Liquidity

The investment portfolio must be structured in such a manner that will provide sufficient liquidity to pay obligations such as normal operating expenses and debt service payments as they become due. A liquidity base will be maintained by the use of securities with active secondary markets, certificates of deposit, or repurchase agreements. These investments could be converted to cash prior to their maturities should the need for cash arise.

Return on Investments

The University seeks to optimize return on investments within the constraints of each investment objective. The portfolio strives to provide a return consistent with each investment category. The cash pool portfolio rate of return will be compared with the returns of broad indices representing the investment and maturity structure of the Pool.

DELEGATION OF AUTHORITY

The Board of Trustees is ultimately responsible for investment policy. By Board Resolution the Board of Trustees is delegating investment authority to the President or Vice President for Financial Affairs or other such persons as may be authorized to act on their behalf.

The Investment Policy is established to provide guidance in the management of the University's Non-Endowment Cash Pool to insure compliance with the laws of the State of Alabama and investment objectives. The Vice President for Financial Affairs or his designee is accorded full discretion, within policy limits, to select individual investments and to diversify the portfolio by applying their own judgments concerning relative investment values.

IMPLEMENTATION OF THE INVESTMENT POLICY

The Vice President for Financial Affairs or his designee is authorized to execute security transactions for the University investment portfolio. Reports of investments shall be presented to the Endowment and Investment Committee of the Board of Trustees.

AUTHORIZED INVESTMENT INSTRUMENTS

Short-Term Operational Funds

Safety of Capital

Preservation of capital is regarded as the highest priority in the handling of investments for the University of South Alabama. All other investment objectives are secondary to the safety of capital.

It is assumed that all investments will be suitable to be held to maturity. However, sale prior to maturity is warranted in some cases. For example, investments may be sold if daily operational funds are needed or if the need to change the maturity structure of the portfolio arises.

All investments will be restricted to fixed income securities with the maturity range to be consistent with the liquidity needs of the pooled fund groups. It is essential that cyclical cash flow be offset by liquid investments. Permissible investment instruments may include:

1. Checking and Money Market deposit accounts in banks. These funds are subject to full collateralization for the amounts above the FDIC \$250,000.00 coverage limit, or participation by the Bank in the State of Alabama's Security for Alabama Funds Enforcement Program.
2. Certificates of Deposit issued by banks and fully collateralized for the amounts above the FDIC \$250,000.00 coverage limit or participation by the bank in the State of Alabama's Security for Alabama Funds Enforcement Program. Negotiable Certificates of Deposit or

Deposit Notes issued by credit worthy U.S. Banks in amounts not to exceed the FDIC \$250,000.00 coverage limit.

3. Direct obligations of the United States or obligations unconditionally guaranteed as to principal and interest by the United States.
4. Obligations of a Federal Agency (including mortgage backed securities) or a sponsored instrumentality of the United States including but not limited to the following:
 - Federal Home Loan Bank (FHLB)
 - Federal Home Loan Mortgage Corporation (FHLMC)
 - Federal Farm Credit Banks (FFCB)
 - Government National Mortgage Association (GNMA)
 - Federal National Mortgage Association (FNMA)
 - Student Loan Marketing Association (SLMA)
 - Financing Corp (FICO)
 - Tennessee Valley Authority (TVA)
 - Government Trust Certificates (GTC)
5. Commercial paper of corporate issuers with a minimum quality rating of P-1 by Moody's, A-1 by Standard and Poor's or F-1 rating by Fitch. Corporate bonds will maintain a minimum "A" rating by both Moody's and Standard and Poor's at the time of purchase. No more than ten percent (10%) of the Total Cash and Investments shall be invested in a single corporation for Commercial Paper/Short-term Corporate Bonds and thirty-five percent (35%) per Federal Agency Obligation as described above. There will be no limit on U.S. Treasury Obligations. All such securities must have an active secondary market.

The maturity range of Short-Term Operational Funds Investments shall be consistent with liquidity requirements of the funds category. However, funds established under certain debt instruments may be invested in accordance with the applicable criteria. Typical maturity will range from one day to one year.

Intermediate-Term Investment of Operational Funds

Investments for those Operational Funds designated by the President as benefiting from investment over a one- to three-year period.

Permissible investments are consistent with all investments approved under short-term operational funds within a one- and three- year investment period. It is expected that the maturities of the investments within the intermediate-term funds will match against the cash flow needs of the University and to maximize yields consistent with the liquidity needs of the University.

Long-Term Investment of Operational Funds

From time to time management may have the opportunity to invest Operational Funds designated by the President to achieve higher earnings over a longer time horizon. These funds will be invested based on the Non-endowment Equity and Alternative Investment Pool Guidelines referenced in Appendix A.

PASS THROUGH OR DESIGNATED FUNDS

This policy shall also cover pass through funds (endowment funds to be forwarded to external endowment fund managers) and any funds managed by the University and designated for specific purposes and not covered by individual investment restrictions (i.e. endowment funds that may not be co-mingled, bond proceeds during construction, USA Health Plan, etc.)

PRUDENCE AND ETHICAL STANDARDS

The standard of prudence to be used by investment officials shall be the “prudent person” standard and shall be applied in the context of managing the overall portfolio. Persons performing the investment functions, acting in accordance with these written policies and procedures, and exercising due diligence shall be relieved of personal responsibility for an individual security’s credit risk or market price changes, provided deviations from expectations and appropriate recommendations to control adverse developments are reported in a timely fashion. The “prudent person” standard is understood to mean:

“Investments shall be made with judgment and care, under circumstances then prevailing, which persons of prudence, discretion and intelligence exercise in the management of their own affairs, not for speculation, but for investment, considering the probable safety of their capital as well as the probable income to be derived.”

EFFECTIVE DATE

This policy shall become effective immediately upon its adoption by the Board of Trustees. Further, this policy shall be reviewed at least annually and updated whenever changing market conditions or investment objectives warrant.

Appendix A



University of South Alabama

Non-Endowment Equity and Alternative Investment Pool Guidelines

Purpose

The purpose of the University's Non-Endowment Equity and Alternative Investment Pool (Equity and Alternative Pool) is to maximize returns for those operating funds that are not utilized for day to day cash management needs. These funds will have a seven- to ten- year time horizon. The goal of the Equity and Alternative Pool is to provide revenue while preserving principal to fund University projects as set forth by the University President.

Return on Investments

The University seeks to optimize return on these investments within the constraints of the Equity and Alternative Pool guidelines. The portfolio strives to provide a return consistent with each investment category.

Oversight and Delegation of Authority

The Equity and Alternative Pool will be governed by the Non-Endowment Cash Pool Investment Policy. The Board of Trustees is ultimately responsible for the Non-Endowment Cash Pool Investment Policy. Investment oversight will be delegated to the President or Vice President for Finance and Administration or other such persons as may be authorized to act on their behalf.

Investment Objectives

In order to meet its needs, the investment strategy of the Equity and Alternative Pool is to emphasize long-term growth; that is, the aggregate return from capital appreciation. The Equity and Alternative Pool shall be monitored for return relative to objectives, consistency of investment philosophy, and investment risk.

Portfolio Composition and Risk

- A. To achieve its investment objective, the Equity and Alternative Pool assets are considered as divided into two parts; an alternative investment component or hedged strategy and an equity component. Total Equity and Alternative Pool assets

should not exceed 25% of all non-endowment cash and cash-equivalents of the University as of September 30th of the prior fiscal year. This percentage will be reassessed periodically and any changes will be communicated to the Board. The Equity and Alternative Pool commitment to these funds shall be as follows:

	<u>Range</u>	<u>Long-term neutral</u>
Equity	45-85%	70%
Alternative Investment	10-35%	30%

- B. The purpose of the equity component is to provide appreciation of principal that more than offsets inflation and to provide a growing stream of capital appreciation and current income. It is recognized that the pursuit of this objective could entail the assumption of greater market variability and risk than investment in fixed-income securities. Equity and equity-substitute investments are broadly defined as common stocks, high-yield bonds, reorganization securities, venture capital, leveraged buyout investments, equity real estate, exchange traded index funds, etc.
- C. The purpose of the alternative investment component is to provide the Equity and Alternative Pool a source of returns with low to negative correlation to equity markets and volatility of one third to one half that of the U.S. equity market, while still achieving equity-like returns of Treasury Bills plus 2-8% over time. The alternative investment component should normally represent approximately 10-35 percent of the total Equity and Alternative Pool.
- D. Any assets not committed to the alternative investment component shall be allocated to the equity fund. The equity fund should normally represent approximately 45-85 percent of total the Equity and Alternative Pool assets at market value. Although the actual percentage of equities will vary with market conditions, levels outside this range should be closely monitored.
- E. The Equity and Alternative Pool includes investments in several categories:

Asset Class	Long-Term Strategic Target (%) of Funds	Range
<i>DOMESTIC EQUITY</i>	55%	40-70%
Large Cap	40%	30-65%
Mid Cap	10%	5-15%
Small Cap	5%	3-10%
<i>INTERNATIONAL STOCKS</i>	15%	5-25%
Developed Markets	10%	3-20%
Emerging Markets	5%	0-10%
<i>TOTAL EQUITY COMPONENT</i>	70%	45-85%
<i>ALTERNATIVE INVESTMENTS</i>	30%	10-35%
Absolute Return	30%	10-35%
<i>TOTAL ALTERNATIVE COMPONENT</i>	30%	10-35%
<i>TOTAL</i>	100%	

- F. Within the equity fund, certain investments can be included to provide a hedge against unanticipated, rapidly accelerating inflation. These include cash, real estate and oil and gas investments.
- G. The Equity and Alternative Pool investments shall be diversified both by asset class (e.g., equities and alternative investment securities) and within asset classes (e.g., within equities by economic sector, geographic area, industry, quality, and size). The purpose of diversification is to provide reasonable assurance that no single security or class of securities shall have a disproportionate impact on the endowment funds aggregate results. Equity securities in any single industry will

not exceed 20 percent, nor will equity securities in any single company exceed 10 percent of the market value of the endowment's allocation to equities.

Spending Policy

It shall be the policy of the Equity and Alternative Pool to preserve and maintain the real purchasing power of the principal of the Fund. The current spending policy of the Equity and Alternative Pool will be determined annually by the University President. The spending guideline is based on an expected total return over the long-term less expected inflation and will use the excess return over the inflation adjusted principal using a 3 year moving average to help fund the operating needs of the University.

Line of Credit

At times of extreme volatility related to the Equity and Alternative Pool a Line of Credit (LOC) will be utilized to meet day to day management of the University's operating needs. A LOC of up to \$30,000,000 will be established and available to meet those periods when operating cash is low due to seasonal tuition revenue. The LOC will be repaid in full as soon as sufficient cash is available. The Investment Manager will be required to inform the Vice-President for Finance and Administration, Treasurer and President and obtain appropriate approval of any draws and repayments on the LOC and will be required to provide them with balance reports throughout the year.

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**



**HEALTH AFFAIRS
COMMITTEE**

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**

Health Affairs Committee

**September 12, 2024
2:33 p.m.**

A meeting of the Health Affairs Committee of the University of South Alabama (“USA,” “University”) Board of Trustees was duly convened by Mr. Jimmy Shumock, Chair, on Thursday, September 12, 2024, at 2:33 p.m. in the Board Room of the Frederick P. Whiddon Administration Building. Meeting attendance was open to the public.

Members: Chandra Brown Stewart, Scott Charlton, Steve Furr, Jimmy Shumock, Steve Stokes and Jim Yance were present.

Other Trustees: Alexis Atkins, Luis Gonzalez, Ron Graham, Ron Jenkins, Bill Lewis Arlene Mitchell, Lenus Perkins and Mike Windom.

Administration & Guests: Owen Bailey, Jim Berscheidt, Joél Billingsley, Jo Bonner, Allen Broome, Kristin Dukes, Joel Erdmann, Monica Ezell, Charlie Guest, T. J. Hundley, Buck Kelley, Andi Kent, Nick Lawkis, John Marymont, Mike Mitchell, Kristen Roberts, Margaret Sullivan, Peter Susman, and Christina Wassenaar and Bret Webb (Faculty Senate).

Following the attendance roll call, **Item 11**, Mr. Shumock recognized Mr. Allen Broome, Assistant Administrator for Clinical Operations at USA Health Children’s & Women’s Hospital (“CWH”), who he noted had helped to facilitate the CWH tour for Trustees earlier in the day. He called for consideration of the minutes for a meeting held on June 6, 2024, **Item 12**. On motion by Dr. Charlton, seconded by Mr. Yance, the Committee voted unanimously to adopt the minutes.

Mr. Shumock called on Mr. Bailey, who introduced **Item 13**, a resolution authorizing the USA Health Hospitals medical staff appointments and reappointments for May, June and July 2024. (To view resolutions, policies and other documents authorized, refer to the minutes of the Board of Trustees meeting held on September 13, 2024.) On motion by Mr. Yance, seconded by Dr. Charlton, the Committee voted unanimously to recommend approval of the resolution by the Board of Trustees.

Mr. Bailey explained **Item 14**, a resolution authorizing a waiver of eligibility request in order to move ahead with the recruitment of a physician recommended to fill a clinical position with the Department of Pediatrics at USA Health. On motion by Dr. Stokes, seconded by Dr. Furr, the Committee voted unanimously to recommend approval of the resolution by the Board of Trustees.

Mr. Shumock called on Dr. Marymont to address **Item 15**, a report on the activities of USA Health and the Whiddon College of Medicine (“WCOM”). Dr. Marymont introduced and gave background on Dr. T. J. Hundley, USA alumnus and Associate Dean of Medical Education at the WCOM. Dr. Hundley discussed 2024 data from the Association of American Colleges of Medicine

Health Affairs Committee
September 12, 2024
Page 2

and *US News and World Report* that demonstrates the positive impact that the WCOM has on its students and the community. He also shared details on the WCOM's Continuous Professional Development Program.

There being no further business, the meeting was adjourned at 2:46 p.m.

Respectfully submitted:

James H. Shumock, Chair



UNIVERSITY OF SOUTH ALABAMA

MEMORANDUM

USA Health

DATE: November 5, 2024

TO: Jo Bonner
President

FROM: Owen Bailey, Chief Executive Officer

A handwritten signature in blue ink, appearing to read 'Owen Bailey'.

SUBJECT: Board Meeting Documents

Attached for review and approval by the Health Affairs Committee and the Board of Trustees are:

Resolution – USA Health Hospitals Medical Staff Appointments and Reappointments for August, September and October 2024

- USA Health Hospitals Medical Staff Appointments and Reappointments Board of Trustees Report

OB/kh

Attachments

A handwritten signature in black ink, appearing to read 'Jo Bonner'.

RESOLUTION

USA HEALTH HOSPITALS MEDICAL STAFF APPOINTMENTS AND REAPPOINTMENTS FOR AUGUST, SEPTEMBER AND OCTOBER 2024

WHEREAS, the Medical Staff appointments and reappointments for August, September and October 2024 for the USA Health Hospitals are recommended for Board approval by the Medical Executive Committees and the USA Health Credentialing Board,

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

**USA BOARD OF TRUSTEES REPORT
USA HEALTH HOSPITALS MEDICAL STAFF
APPOINTMENTS APPROVED IN AUGUST, SEPTEMBER, AND OCTOBER 2024**

The following is a listing of recommendations for approval of new appointments, reappointments and other status changes of physicians and APP staff professionals. These have been reviewed and are recommended by the Medical Executive Committees of the respective hospitals.

Initial Appointments:	USA Health Children's & Women's Hospital			USA Health University Hospital			USA Health Ambulatory Care		
Name	Type/Status	Category	Department	Type/Status	Category	Department	Type/Status	Category	Department
Al-Nufal, Mohammed, MD	Initial Appointment	Active USA	Pediatrics	Initial Appointment	Active USA	Pediatrics	Initial Appointment	Active USA	Pediatrics
Armstrong, Amy S., MD	N/A	N/A	N/A	Initial Appointment	Active HCA/JAG	Internal Medicine	Initial Appointment	Active HCA/JAG	Internal Medicine
Azmy, Mark, MD	N/A	N/A	N/A	Initial Appointment	Active USA	Emergency Medicine	N/A	N/A	N/A
Ball, Stuart Ross., MD	Initial Appointment	Consulting	Surgery	N/A	N/A	N/A	N/A	N/A	N/A
Baxter, Katelyn A., CRNA	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology	N/A	N/A	N/A
Bista, Puspita B., MD	Initial Appointment	Active USA	Internal Medicine	Initial Appointment	Active USA	Internal Medicine	Initial Appointment	Active USA	Internal Medicine
Borchardt, Jeffrey A., MD	Initial Appointment	Active USA	Anesthesiology	Initial Appointment	Active USA	Anesthesiology	N/A	N/A	N/A
Branning, Olivia, CRNA	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology
Brock, Alexandra, CRNA	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology	N/A	N/A	N/A
Brooks, Bradley M., DO	Initial Appointment	Consulting	Psychiatry	Initial Appointment	Consulting	Psychiatry	N/A	N/A	N/A
Bush, Aaron T., DO	Initial Appointment	Active	Radiology	Initial Appointment	Active	Radiology	N/A	N/A	N/A
Busowski, John D., MD	Initial Appointment	Contract/Locums	OBGYN	Initial Appointment	Contract/Locums	OBGYN	Initial Appointment	Contract/Locums	OBGYN
Chavarria Bernal, Hector D., MD	Initial Appointment	Active USA	Pathology	Initial Appointment	Active USA	Pathology	Initial Appointment	Active USA	Pathology
Clayton, Adrienne G., CRNP	Initial Appointment	APP USA	Pediatrics	N/A	N/A	N/A	Initial Appointment	APP USA	Pediatrics
Cunningham, Gregory A., CRNA	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology
DeJesus, Dennis, MD	Initial Appointment	Consulting	Radiology	Initial Appointment	Consulting	Radiology	N/A	N/A	N/A
Dickson, Hunter C., DO	Initial Appointment	Active USA	Internal Medicine	Initial Appointment	Active USA	Internal Medicine	Initial Appointment	Active USA	Internal Medicine
Downs, James Tyler, CRNA	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology
Edwards, Kane E., MD	N/A	N/A	N/A	Initial Appointment	Active HCA/JAG	Internal Medicine	Initial Appointment	Active HCA/JAG	Internal Medicine
Escobar, Daisy E., MD	Initial Appointment	Active USA	Internal Medicine	Initial Appointment	Active USA	Internal Medicine	Initial Appointment	Active USA	Internal Medicine
Fernandez, Jenelle M., MD	Initial Appointment	Active USA	Pediatrics	N/A	N/A	N/A	Initial Appointment	Active USA	Pediatrics
Gaines, Anna, CRNA	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology
Gaston, Jr., Charles V., MD	Initial Appointment	Active USA	Radiology	Initial Appointment	Active USA	Radiology	Initial Appointment	Active USA	Radiology
Gaucher, Danielle M., CRNP	Initial Appointment	APP USA	OBGYN	Initial Appointment	APP USA	OBGYN	Initial Appointment	APP USA	OBGYN
Gazaway, Rona L., MD	Initial Appointment	Consulting	Radiology	Initial Appointment	Consulting	Radiology	N/A	N/A	N/A
Gilfeather, Maryellyn, MD	Initial Appointment	Consulting	Radiology	Initial Appointment	Consulting	Radiology	N/A	N/A	N/A
Goodloe, III, Travis B., MD	Initial Appointment	Active USA	Ped. Emergency Medicine	Initial Appointment	Active USA	Emergency Medicine	N/A	N/A	N/A
Gurung, Aayushka, MD	Initial Appointment	Courtesy	Pediatrics	N/A	N/A	N/A	N/A	N/A	N/A
Harris, Kemoy K., MD	Initial Appointment	Contract/Locums	OBGYN	Initial Appointment	Contract/Locums	OBGYN	Initial Appointment	Contract/Locums	OBGYN
Harrison, James Mark, MD	Initial Appointment	Courtesy	Surgery	N/A	N/A	N/A	N/A	N/A	N/A
Hennessey, Jenae C., CRNP	Initial Appointment	APP USA	Pediatrics	N/A	N/A	N/A	Initial Appointment	APP USA	Pediatrics
Holloman, Conisha M., MD	Initial Appointment	Contract/Locums	OBGYN	Initial Appointment	Contract/Locums	OBGYN	Initial Appointment	Contract/Locums	OBGYN
Hsieh, Shenche, MD	Initial Appointment	Consulting	Radiology	Initial Appointment	Consulting	Radiology	N/A	N/A	N/A
Hutchison, Marshall J., DO	Initial Appointment	Active USA	Radiology	Initial Appointment	Active USA	Radiology	Initial Appointment	Active USA	Radiology
Isen, Danielle R., DO	Initial Appointment	Courtesy	Surgery	Initial Appointment	Courtesy	Surgery	N/A	N/A	N/A
Jeske, Theodore, DO	Initial Appointment	Active USA	Anesthesiology	Initial Appointment	Active USA	Anesthesiology	N/A	N/A	N/A
Johnston, Jr., David N., CRNA	Initial Appointment	APP Contract/Locums	Anesthesiology	Initial Appointment	APP Contract/Locums	Anesthesiology	N/A	N/A	N/A
Johnston, Katelyn S., CRNA	Initial Appointment	APP Contract/Locums	Anesthesiology	Initial Appointment	APP Contract/Locums	Anesthesiology	N/A	N/A	N/A
Joseph, Freddie, MD	Initial Appointment	Contract/Locums	Neurology	Initial Appointment	Contract/Locums	Neurology	Initial Appointment	Contract/Locums	Neurology
Kassels, Hayden H., MD	Initial Appointment	Contract/Locums	OBGYN	N/A	N/A	N/A	N/A	N/A	N/A
Kennington, Brandace L., CRNP	Initial Appointment	APP USA	OBGYN	N/A	N/A	N/A	Initial Appointment	APP USA	OBGYN
King, Jenna D., CRNP	Initial Appointment	APP USA	Neurosurgery	Initial Appointment	APP USA	Neurosurgery	Initial Appointment	APP USA	Neurosurgery
Kovalsky, Christopher J., MD	Initial Appointment	Active	Radiology	Initial Appointment	Active	Radiology	N/A	N/A	N/A
Lane, Molly, CRNA	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology
Manix, Marc C., MD	Initial Appointment	Active USA	Neurosurgery	Initial Appointment	Active USA	Neurosurgery	Initial Appointment	Active USA	Neurosurgery
McClenny, Garrett R., MD	Initial Appointment	Active USA	Internal Medicine	Initial Appointment	Active USA	Internal Medicine	Initial Appointment	Active USA	Internal Medicine
McGrew, Brandon H., CRNA	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology
McQueen, Teresa S., MD	Initial Appointment	Consulting	Radiology	Initial Appointment	Consulting	Radiology	N/A	N/A	N/A
Meier, Amanda L., DO	Initial Appointment	Active HCA	Family Medicine	Initial Appointment	Active HCA	Family Medicine	Initial Appointment	Active HCA	Family Medicine
Miller, Steven G., MD	N/A	N/A	N/A	Initial Appointment	Active USA	Surgery	Initial Appointment	Active USA	Surgery
Munsey, Megan E., CRNA	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology
Murphy, Sarah, PA	Initial Appointment	APP USA	Radiology	Initial Appointment	APP USA	Radiology	Initial Appointment	APP USA	Radiology
Nguyen, Kim P., DO	Initial Appointment	Active USA	Internal Medicine	Initial Appointment	Active USA	Internal Medicine	Initial Appointment	Active USA	Internal Medicine
Niehuss, Michael, CRNP	N/A	N/A	N/A	Initial Appointment	APP USA	Urology	Initial Appointment	APP USA	Urology
Noland, Dillon Kage, DO	Initial Appointment	Active HCA/JAG	Internal Medicine	Initial Appointment	Active HCA/JAG	Internal Medicine	Initial Appointment	Active HCA/JAG	Internal Medicine
Odom, Catherine, CRNP	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology
Papa, Tracy E., DO	Initial Appointment	Contract/Locums	OBGYN	Initial Appointment	Contract/Locums	OBGYN	Initial Appointment	Contract/Locums	OBGYN
Partin, Olivia Megan, CRNA	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology
Perry, Meredith U., CRNA	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology	Initial Appointment	APP USA	Anesthesiology
Psomiadis, Nicolas, MD	Initial Appointment	Contract/Locums	OBGYN	N/A	N/A	N/A	Initial Appointment	Contract/Locums	OBGYN
Rager, Kristin M., MD	Initial Appointment	Active USA	Pediatrics	Initial Appointment	Active USA	Pediatrics	Initial Appointment	Active USA	Pediatrics
Ramsey, Daniel S., DO	Initial Appointment	Active	Radiology	Initial Appointment	Active	Radiology	N/A	N/A	N/A
Rossi III, Frederick J., DO	Initial Appointment	Active USA	Internal Medicine	Initial Appointment	Active USA	Internal Medicine	Initial Appointment	Active USA	Internal Medicine
Rubenstein, Howard J., MD	N/A	N/A	N/A	Initial Appointment	Courtesy	Family Medicine	Initial Appointment	Courtesy	Family Medicine
Rudolf, Virginia D., CRNP	N/A	N/A	N/A	Initial Appointment	APP USA	Urology	Initial Appointment	APP USA	Urology
Schwan, Christopher P., MD	Initial Appointment	Active USA	Anesthesiology	Initial Appointment	Active USA	Anesthesiology	N/A	N/A	N/A
Scott, Trent M., MD	Initial Appointment	Active	Radiology	Initial Appointment	Active	Radiology	N/A	N/A	N/A

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Scott, Vincent S., MD	Initial Appointment	Active USA	OBGYN	Initial Appointment	Active USA	OBGYN	Initial Appointment	Active USA	OBGYN
Seims, Aaron D., MD	Initial Appointment	Active USA	Surgery	Initial Appointment	Active USA	Surgery	Initial Appointment	Active USA	Surgery
Sevilla Saez-Benito, Miriam M., MD	Initial Appointment	Consulting	Psychiatry	Initial Appointment	Consulting	Psychiatry	N/A	N/A	N/A
Shafir, Yuval, MD	Initial Appointment	Contract/Locums	Neurology	Initial Appointment	Contract/Locums	Neurology	Initial Appointment	Contract/Locums	Neurology
Smith, Emily M., MD	Initial Appointment	Active USA	Surgery	Initial Appointment	Active USA	Surgery	Initial Appointment	Active USA	Surgery
Smith, Kelsey, CRNP	Initial Appointment	APP USA	Pediatrics	N/A	N/A	N/A	Initial Appointment	APP USA	Pediatrics
Soltys, John N., MD	Initial Appointment	Active USA	Neurology	Initial Appointment	Active USA	Neurology	Initial Appointment	Active USA	Neurology
Stagner, Courtney C., CRNP	N/A	N/A	N/A	Initial Appointment	APP USA	Family Medicine	N/A	N/A	N/A
Stringfellow, Sara, PA	Initial Appointment	APP USA	Ped. Emergency Medicine	N/A	N/A	N/A	N/A	N/A	N/A
Sugg, Jr., Joseph H., MD	Initial Appointment	Consulting	Surgery	Initial Appointment	Consulting	Surgery	N/A	N/A	N/A
Swamy, Karthik, MD	Initial Appointment	Active USA	Anesthesiology	Initial Appointment	Active USA	Anesthesiology	Initial Appointment	Active USA	Anesthesiology
Tallent, Eric A., MD	Initial Appointment	Contract/Locums	OBGYN	N/A	N/A	N/A	Initial Appointment	Contract/Locums	OBGYN
Tidwell, Jonathan D., MD	Initial Appointment	Active USA	Anesthesiology	Initial Appointment	Active USA	Anesthesiology	N/A	N/A	N/A
Towles, Carrie S. CRNP	Initial Appointment	APP USA	Pediatrics	N/A	N/A	N/A	Initial Appointment	APP USA	Pediatrics
Turnquest, Danielle J., MD	Initial Appointment	Active USA	Family Medicine	Initial Appointment	Active USA	Family Medicine	Initial Appointment	Active USA	Family Medicine
Van Horn, Nathaniel A., MD	Initial Appointment	Active USA	Internal Medicine	Initial Appointment	Active USA	Internal Medicine	Initial Appointment	Active USA	Internal Medicine
Vickrey, Robert A., CRNP	N/A	N/A	N/A	Initial Appointment	APP USA	Family Medicine	N/A	N/A	N/A
Weidow, Nicole C., DO	Initial Appointment	Active USA	Pediatrics	N/A	N/A	N/A	Initial Appointment	Active USA	Pediatrics
White, Megan T., CRNP	Initial Appointment	APP USA	Pediatrics	N/A	N/A	N/A	Initial Appointment	APP USA	Pediatrics
Yen, Jessica, MD	Initial Appointment	Consulting	Neurology	Initial Appointment	Consulting	Neurology	N/A	N/A	N/A

Reappointments:									
USA Health Children's & Women's Hospital				USA Health University Hospital			USA Health Ambulatory Care		
Name	Type/Status	Category	Department	Type/Status	Category	Department	Type/Status	Category	Department
Aggen, Ashlen P., MD	Reappointment	Community Staff	Family Medicine	Reappointment	Community Staff	Family Medicine	N/A	N/A	N/A
Ahmed, Ibrahim, MD	Reappointment	Active USA	Pediatrics	Reappointment	Coverage USA	Pediatrics	Reappointment	Active USA/Consulting USA	Pediatrics
Aikin, Stephanie D., PA	Reappointment	APP USA	Pediatrics	N/A	N/A	N/A	Reappointment	APP USA	
Alford, Chad M., MD	N/A	N/A	N/A	Reappointment	Active USA	Internal Medicine	Reappointment	Active USA	Internal Medicine
Anderson, Stephanie J., MD	Reappointment	Active USA	Pediatrics	N/A	N/A	N/A	Reappointment	Active USA	Pediatrics
Avotri, Kosi J., MD	Reappointment	Courtesy	Pediatrics	N/A	N/A	N/A	N/A	N/A	N/A
Bailey, Lisa M., CRNP	Reappointment	APP USA	Pediatrics	N/A	N/A	N/A	Reappointment	APP USA	Pediatrics
Baldwin, Vicki L., MD	Reappointment	Community Staff	Internal Medicine	Reappointment	Community Staff	Internal Medicine	N/A	N/A	N/A
Baranano, Anne E., MD	Reappointment	Consulting	Surgery	Reappointment	Consulting	Surgery	N/A	N/A	N/A
Barnett, Cody B., MD	Reappointment	Consulting	Internal Medicine	Reappointment	Consulting	Internal Medicine	N/A	N/A	N/A
Batra, Mansi, MD	Reappointment	Active USA	Pediatrics	N/A	N/A	N/A	Reappointment	Active USA	Pediatrics
Batten, Kenneth D., MD	Reappointment	Consulting	Radiology	Reappointment	Active	Radiology	N/A	N/A	N/A
Baugh, Victoria L., CRNP	N/A	N/A	N/A	Reappointment	APP USA	Surgery	Reappointment	APP USA	Surgery
Bayer, Danielle E., MD	N/A	N/A	N/A	Reappointment	Active	Internal Medicine	N/A	N/A	N/A
Benjamin, Regina M., MD	Reappointment	Community Staff	Family Medicine	Reappointment	Community Staff	Family Medicine	N/A	N/A	N/A
Beverly, Brenda L., CCC-SLP, PhD	Reappointment	APP USA	Surgery	Reappointment	APP USA	Surgery	Reappointment	APP USA	Surgery
Blair-Elortegui, Judy, MD	Reappointment	Courtesy USA	Internal Medicine	Reappointment	Active USA	Internal Medicine	Reappointment	Courtesy USA/Active USA	Internal Medicine
Bodie, Frankie L., MD	Reappointment	Active USA	OBGYN	Reappointment	Courtesy USA	OBGYN	Reappointment	Active USA/Courtesy USA	OBGYN
Bogart, Heather A., CRNP	Reappointment	APP USA	Pediatrics	N/A	N/A	N/A	Reappointment	APP USA	Pediatrics
Bolkhovets, Dmitry, MD	Reappointment	Consulting	Radiology	Reappointment	Consulting	Radiology	N/A	N/A	N/A
Brooks, Ronald M., MD	Reappointment	Active USA	Surgery	Reappointment	Active USA	Surgery	Reappointment	Active USA	Surgery
Brown, Rhett H., CRNP	N/A	N/A	N/A	Reappointment	APP HCA/JAG	Internal Medicine	Reappointment	APP HCA/JAG	Internal Medicine
Burckhart, Barbara A., MD	Reappointment	Academic	Internal Medicine	Reappointment	Academic	Internal Medicine	N/A	N/A	N/A
Butler, Thomas W., MD	Reappointment	Active USA	Internal Medicine	Reappointment	Active USA	Internal Medicine	Reappointment	Active USA	Internal Medicine
Caldwell, Kelly T., PA	N/A	N/A	N/A	Reappointment	APP USA	Surgery	Reappointment	APP USA	Surgery
Campbell, III, Jonathan C., MD	Reappointment	Community Staff HCA	Family Medicine	Reappointment	Community Staff HCA	Family Medicine	N/A	N/A	N/A
Capasso, Thomas J., MD	Reappointment	Coverage USA	Surgery	Reappointment	Active USA	Surgery	Reappointment	Coverage USA/Active USA	Surgery
Carlyle, Megan E., PA	Reappointment	APP	Surgery	N/A	N/A	N/A	N/A	N/A	N/A
Carter, Jr., James Elliot, MD	Reappointment	Active USA	Pathology	Reappointment	Active USA	Pathology	Reappointment	Active USA	Pathology
Cartledge, Hollie V., CRNP	Reappointment	APP USA	Pediatrics	N/A	N/A	N/A	Reappointment	APP USA	Pediatrics
Ceballos, Darrel A., DO	Reappointment	Active USA	Radiology	Reappointment	Active USA	Radiology	Reappointment	Active USA	Radiology
Chalhub, Elias G., MD	Reappointment	Active USA	Neurology	N/A	N/A	N/A	Reappointment	Active USA	Neurology
Chung, Allison M., PharmD	Reappointment	APP	Pediatrics	Reappointment	APP	Pediatrics	Reappointment	APP	Pediatrics
Clark, Haley R., MD	Reappointment	Active	Radiology	Reappointment	Active	Radiology	N/A	N/A	N/A
Clay, Elizabeth A., DDS	Reappointment	APP	Surgery	N/A	N/A	N/A	N/A	N/A	N/A
Clukies, Matthew, DO	Reappointment	Courtesy HCA/JAG	Internal Medicine	Reappointment	Active HCA/JAG	Internal Medicine	Reappointment	Courtesy HCA/Active HCA	Internal Medicine
Cobb, Michael L., MD	Reappointment	Consulting	Radiology	Reappointment	Consulting	Radiology	N/A	N/A	N/A
Cochran, Melissa R., CRNP	Reappointment	APP USA	OBGYN	N/A	N/A	N/A	Reappointment	APP USA	OBGYN
Cohen-Colson, Mary E., MD	Reappointment	Consulting	Internal Medicine	Reappointment	Consulting	Internal Medicine	N/A	N/A	N/A
Cohen-Colson, Mary E., MD	Reappointment	Consulting	Psychiatry	Reappointment	Consulting	Psychiatry	N/A	N/A	N/A
Coleman, Jr., Clarence C., MD	Reappointment	Consulting	Radiology	Reappointment	Consulting	Radiology	N/A	N/A	N/A
Cook, Amy B., MD	Reappointment	APP USA	Pediatrics	N/A	N/A	N/A	Reappointment	APP USA	Pediatrics
Coronado, Yun A., MD	Reappointment	Active USA	Internal Medicine	Reappointment	Active USA	Internal Medicine	Reappointment	Active USA	Internal Medicine
Coumanis, Lewis G., MD	Reappointment	Consulting USA	Radiology	Reappointment	Consulting USA	Radiology	Reappointment	Consulting USA	Radiology
Courtney, Angel C., CRNA	Reappointment	APP USA	Anesthesiology	Reappointment	APP USA	Anesthesiology	N/A	N/A	N/A
Crenshaw, Danielle M., CRNP	Reappointment	APP USA	Pediatrics	N/A	N/A	N/A	Reappointment	APP USA	Pediatrics
Crenshaw, Danielle M., CRNP	Reappointment	APP USA	Pediatrics Emerg. Medicine	N/A	N/A	N/A	N/A	N/A	N/A
Cunningham, Erin B., CRNP	Reappointment	APP USA	Ped. Emerg. Medicine	Reappointment	APP USA	Emergency Medicine	N/A	N/A	N/A
Custodio, Haidee T., MD	Reappointment	Active USA	Pediatrics	Reappointment	Consulting USA	Pediatrics	Reappointment	Active USA/Consulting USA	Pediatrics
Daniels, Larkin J., MD	Reappointment	Community Staff	Surgery	Reappointment	Community Staff	Surgery	N/A	N/A	N/A
Das, Abijin, MD	Reappointment	Courtesy USA	Internal Medicine	Reappointment	Active USA	Internal Medicine	Reappointment	Courtesy USA/Active USA	Internal Medicine
Davis, Nita S., MD	Reappointment	Active USA	Pediatrics	Reappointment	Consulting USA	Pediatrics	Reappointment	Active USA/Consulting USA	Pediatrics

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Duke, Kenneth G., CRNA	Reappointment	APP USA	Anesthesiology	Reappointment	APP USA	Anesthesiology	N/A	N/A	N/A
Edwards, Robert L., MD	Reappointment	Consulting	Radiology	Reappointment	Consulting	Radiology	N/A	N/A	N/A
Estrada, Benjamin, MD	Reappointment	Active USA	Pediatrics	Reappointment	Consulting USA	Pediatrics	Reappointment	Active USA/Consulting USA	Pediatrics
Fiorito, Thomas F., MD	Reappointment	Consulting	Radiology	Reappointment	Consulting	Radiology	N/A	N/A	N/A
Foust, Anna C., MD	Reappointment	Active USA	Internal Medicine	Reappointment	Active USA	Internal Medicine	Reappointment	Active USA	Internal Medicine
Foust, Anna C., MD	Reappointment	Active USA	Pediatrics	Reappointment	Active USA	Pediatrics	Reappointment	Active USA	Pediatrics
Fox, Matthew A., MD	Reappointment	Consulting	Radiology	Reappointment	Consulting	Radiology	N/A	N/A	N/A
Franklin, Alan J., MD	Reappointment	Consulting	Surgery	Reappointment	Consulting	Surgery	N/A	N/A	N/A
Garcia Lopez de Victoria,	Reappointment	Consulting	Neurology	Reappointment	Consulting	Neurology	N/A	N/A	N/A
Goslowski, Melissa M., MD	Reappointment	Active USA	OBGYN	Reappointment	Courtesy USA	OBGYN	Reappointment	Active USA/Courtesy USA	OBGYN
Graf, Jr., Curtis M., MD	Reappointment	Consulting	Surgery	Reappointment	Consulting	Surgery	N/A	N/A	N/A
Hanes, II, Charles R., MD	Reappointment	Active USA	OBGYN	Reappointment	Courtesy USA	OBGYN	Reappointment	Active USA/Courtesy USA	OBGYN
Hannon, Jeffrey K., MD	Reappointment	Community Staff	Surgery	Reappointment	Community Staff	Surgery	N/A	N/A	N/A
Hardy, Warren D., MD	Reappointment	Active	Internal Medicine	Reappointment	Active	Internal Medicine	N/A	N/A	N/A
Harris, Janice D., CRNP	Reappointment	APP USA	Pediatrics	N/A	N/A	N/A	Reappointment	APP USA	Pediatrics
Harris, Jewel A., MD	N/A	N/A	N/A	Reappointment	Active HCA/JAG	Family Medicine	Reappointment	Active HCA	Family Medicine
Hassell, David R., MD	Reappointment	Active	Radiology	Reappointment	Active	Radiology	N/A	N/A	N/A
Hassouneh, Linda, MD	Reappointment	Active USA	Pediatrics	N/A	N/A	N/A	Reappointment	Active USA	Pediatrics
Hemphill, Michele L., RN	Reappointment	APP Non-Privileged	Internal Medicine	Reappointment	APP Non-Privileged	Internal Medicine	N/A	N/A	N/A
Hewes, Amelia R., MD	Reappointment	Active USA	OBGYN	Reappointment	Active USA	OBGYN	Reappointment	Active USA	OBGYN
Hightower, Emily E., CRNP	Reappointment	APP USA	Internal Medicine	Reappointment	APP USA	Internal Medicine	Reappointment	APP USA	Internal Medicine
Hines, IV, Robert D., MD	Reappointment	Active	Radiology	Reappointment	Active	Radiology	N/A	N/A	N/A
Houston, Eileen M., CRNP	Reappointment	APP USA	Pediatrics	N/A	N/A	N/A	Reappointment	APP USA	Pediatrics
Houston, John T., MD	Reappointment	Community Staff HCA	Family Medicine	Reappointment	Community Staff HCA	Family Medicine	N/A	N/A	N/A
Huddleston, Adam J., MD	Reappointment	Courtesy USA	Radiology Oncology	Reappointment	Active USA	Radiology Oncology	Reappointment	Courtesy USA/Active USA	Radiology Oncology
Hudson, Kendra D., CCC-SLP	Reappointment	APP USA	Surgery	Reappointment	APP USA	Surgery	Reappointment	APP USA	Surgery
Huettemann, Richard E., MD	Reappointment	Community Staff	OBGYN	N/A	N/A	N/A	N/A	N/A	N/A
Hundley, Terry J., MD	Reappointment	Courtesy USA	Internal Medicine	Reappointment	Courtesy USA	Internal Medicine	Reappointment	Courtesy USA	Internal Medicine
Johnson, Mikavla L., PA	Reappointment	APP USA	Internal Medicine	Reappointment	APP USA	Internal Medicine	Reappointment	APP USA	Internal Medicine
Jones, Jessica L., MD	Reappointment	Active	OBGYN	N/A	N/A	N/A	N/A	N/A	N/A
Kellam, Michael E., MD	Reappointment	Consulting	Surgery	Reappointment	Consulting	Surgery	N/A	N/A	N/A
Klecker, Rosemary J., MD	Reappointment	Active USA	Radiology	Reappointment	Active USA	Radiology	Reappointment	Active USA	Radiology
Kleinmann, Michael C., DO	Reappointment	Community Staff	Internal Medicine	Reappointment	Community Staff	Internal Medicine	N/A	N/A	N/A
Klisch, Gregory, MD	Reappointment	Consulting	Radiology	Reappointment	Consulting	Radiology	N/A	N/A	N/A
Kuebler, Sr., Richard S., MD	Reappointment	Consulting	Radiology	Reappointment	Consulting	Radiology	N/A	N/A	N/A
Kyriazis, Dimitris K., MD	Reappointment	Coverage USA	Surgery	Reappointment	Active USA	Surgery	Reappointment	Coverage USA/Active USA	Surgery
Lambie, Natalie D., DO	N/A	N/A	N/A	Reappointment	Contract Locums	Emergency Medicine	N/A	N/A	N/A
Lane, Daniel R., MD	Reappointment	Community Staff	Surgery	Reappointment	Community Staff	Surgery	N/A	N/A	N/A
Laskav, Kathleen M., CRNP	Reappointment	APP USA	Pediatrics	N/A	N/A	N/A	Reappointment	APP USA	Pediatrics
Lee, Bonnie K., MD	Reappointment	Courtesy USA	Surgery	Reappointment	Active USA	Surgery	Reappointment	Courtesy USA/Active USA	Surgery
Lewis, Emma J., PA	Reappointment	APP USA	Neurosurgery	Reappointment	APP USA	Neurosurgery	Reappointment	APP USA	Neurosurgery
Leytham, Thomas J., MD	Reappointment	Community Staff USA	Family Medicine	Reappointment	Community Staff USA	Family Medicine	N/A	N/A	N/A
Luterman, Arnold, MD	Reappointment	Academic	Surgerv	Reappointment	Academic	Surgerv	N/A	N/A	N/A
Macfarlane, Patricia O., MD	Reappointment	Consulting	Radiology	Reappointment	Consulting	Radiology	N/A	N/A	N/A
Maertens, Paul A., MD	Reappointment	Active USA	Neurology	Reappointment	Active USA	Neurology	Reappointment	Active USA	Neurology
Malozzi, Christopher M., DO	Reappointment	Active USA	Internal Medicine	Reappointment	Active USA	Internal Medicine	Reappointment	Active USA	Internal Medicine
Manci, Elizabeth A., MD	Reappointment	Active USA	Pathology	Reappointment	Active USA	Pathology	Reappointment	Active USA	Pathology
Martindale, Sr., George H., MD	Reappointment	Consulting	Radiology	Reappointment	Active	Radiology	N/A	N/A	N/A
Mbaka, Maryann L., MD	Reappointment	Coverage USA	Surgery	Reappointment	Active USA	Surgery	Reappointment	Coverage USA/Active USA	Surgerv
McGowin, Alinda G., MD	N/A	N/A	N/A	Reappointment	Consulting	Surgerv	N/A	N/A	N/A
McInnis, Cameron H., PA	Reappointment	APP USA	Neurosurgery	Reappointment	APP USA	Neurosurgery	Reappointment	APP USA	Neurosurgery
McMullan, Eddrice M., MD	Reappointment	Active USA	Anesthesiology	Reappointment	Consulting USA	Anesthesiology	N/A	N/A	N/A
McMullin, Sarah E., MD	Reappointment	Active USA	Pediatrics	N/A	N/A	N/A	Reappointment	Active USA	Pediatrics
Moblev, Norma D., MD	Reappointment	Active	Pediatrics	N/A	N/A	N/A	N/A	N/A	N/A
Molokhia, Ehab A., MD	Reappointment	Active USA	Family Medicine	Reappointment	Active USA	Family Medicine	Reappointment	Active USA	Family Medicine
Moore, Jeremy C., DO	Reappointment	Consulting	Psychiatry	Reappointment	Consulting	Psychiatry	N/A	N/A	N/A
Morris, Julia H., MD	Reappointment	Active	Radiology	Reappointment	Active	Radiology	N/A	N/A	N/A
Morrison, Katie L., PA	Reappointment	APP USA	Orthopaedics	Reappointment	APP USA	Orthopaedics	Reappointment	APP USA	Orthopaedics
Mose, Belinda N., CRNP	Reappointment	APP USA	Pediatrics	N/A	N/A	N/A	Reappointment	APP USA	Pediatrics
Nair, Athira U., MD	Reappointment	Community Staff	Pediatrics	Reappointment	Community Staff	Pediatrics	N/A	N/A	N/A
Nall, Molly A., PA	Reappointment	APP USA	Surgerv	Reappointment	APP USA	Orthopaedics	Reappointment	APP USA	Orthopaedics
Naritoku, Dean K., MD	Reappointment	Courtesy USA	Neurology	Reappointment	Active USA	Neurology	Reappointment	Courtesy USA/Active USA	Neurology
Neese, Forrest L., CRNA	Reappointment	APP USA	Anesthesiology	Reappointment	APP USA	Anesthesiology	N/A	N/A	N/A
Newell, Olivia M., CRNP	Reappointment	APP USA	Pediatrics	N/A	N/A	N/A	Reappointment	APP USA	Pediatrics
Ngando, George E., MD	N/A	N/A	N/A	Reappointment	Active USA	Emergency Medicine	N/A	N/A	N/A
Nguyen, Vincent T., MD	Reappointment	Consulting	Radiology	Reappointment	Consulting	Radiology	N/A	N/A	N/A
Nisar, Taha, MD	Reappointment	Consulting USA	Neurology	Reappointment	Active USA	Neurology	Reappointment	Consulting USA/Active USA	Neurology
Panacek, Edward A., MD	Reappointment	Coverage USA	Ped. Emerg. Medicine	Reappointment	Active USA	Emergency Medicine	N/A	N/A	N/A
Park, Christopher A., MD	Reappointment	Consulting	Surgerv	N/A	N/A	N/A	N/A	N/A	N/A
Pennington, Michael A., MD	Reappointment	Active	Radiology	Reappointment	Active	Radiology	N/A	N/A	N/A
Petrey, Wilkes B., MD	Reappointment	Active	Radiology	Reappointment	Active	Radiology	N/A	N/A	N/A
Pettaway, Jacqueline U., CRNP	Reappointment	APP USA	Pediatrics	N/A	N/A	N/A	Reappointment	APP USA	Pediatrics
Polite, Nathan M., DO	N/A	N/A	N/A	Reappointment	Active USA	Surgerv	Reappointment	Active USA	Surgerv
Polski, Jacek M., MD	Reappointment	Active USA	Pathology	Reappointment	Active USA	Pathology	Reappointment	Active USA	Pathology
Ramani, Manimaran, MD	Reappointment	Active USA	Pediatrics	N/A	N/A	N/A	Reappointment	Active USA	Pediatrics

**USA BOARD OF TRUSTEES REPORT
USA HEALTH HOSPITALS MEDICAL STAFF
APPOINTMENTS APPROVED IN AUGUST, SEPTEMBER, AND OCTOBER 2024**

Reich, Caroline A., MD	Reappointment	Active	Radiology	Reappointment	Active	Radiology	N/A	N/A	N/A
Revere, Cherie L., CRNP	N/A	N/A	N/A	Reappointment	APP USA	Internal Medicine	Reappointment	APP USA	Internal Medicine
Rich, Leonard S., MD	Reappointment	Consulting	Surgery	Reappointment	Consulting	Surgery	N/A	N/A	N/A
Richards, William O., MD	Reappointment	Courtesy USA	Surgery	Reappointment	Active USA	Surgery	Reappointment	Courtesy USA/Active USA	Surgery
Rifai, Aref, MD	Reappointment	Active	Surgery	N/A	N/A	N/A	N/A	N/A	N/A
Ringold, Forrest G., MD	Reappointment	Community Staff	Surgery	Reappointment	Community Staff	Surgery	N/A	N/A	N/A
Rippey, Peter C., MD	Reappointment	Active USA	Family Medicine	Reappointment	Active USA	Family Medicine	Reappointment	Active USA	Family Medicine
Rippey, Peter C., MD	Reappointment	Active USA	Orthopaedics	Reappointment	Active USA	Orthopaedics	Reappointment	Active USA	Orthopaedics
Roberson-Trammell, Katrina L., MD	Reappointment	Active USA	Pediatrics	N/A	N/A	N/A	Reappointment	Active USA	Pediatrics
Roberts, Lauren L., CRNA	Reappointment	APP USA	Anesthesiology	Reappointment	APP USA	Anesthesiology	N/A	N/A	N/A
Rodriguez, Ramon F., MD	Reappointment	Consulting	Orthopaedics	Reappointment	Consulting	Orthopaedics	N/A	N/A	N/A
Saitz, Marianne, DO	Reappointment	Consulting	Psychiatry	Reappointment	Consulting	Psychiatry	N/A	N/A	N/A
Saleemi, Muhammad A., MD	Reappointment	Consulting USA	Neurology	Reappointment	Active USA	Neurology	Reappointment	Consulting USA/Active USA	Neurology
Savells, Katherine L., MD	Reappointment	Consulting	Pediatrics	N/A	N/A	N/A	N/A	N/A	N/A
Schneider, Paul D., MD	Reappointment	Active USA	Ped. Emerg. Medicine	N/A	N/A	N/A	N/A	N/A	N/A
Scott, William D., CRNA	Reappointment	APP USA	Anesthesiology	Reappointment	APP USA	Anesthesiology	N/A	N/A	N/A
Sharbel, Leslie M., CRNP	Reappointment	APP USA	Neurosurgery	Reappointment	APP USA	Neurosurgery	Reappointment	APP USA	Neurosurgery
Shumaker, Robin H., PA	Reappointment	APP USA	Neurosurgery	Reappointment	APP USA	Neurosurgery	Reappointment	APP USA	Neurosurgery
Shumaker, Robin H., PA	Reappointment	APP USA	Surgery	Reappointment	APP USA	Surgery	Reappointment	APP USA	Surgery
Sidahmed, Shima M., MD	Reappointment	Courtesy USA	Internal Medicine	Reappointment	Active USA	Internal Medicine	Reappointment	Courtesy USA/Active USA	Internal Medicine
Skific, Karen E., CRNP	Reappointment	APP USA	Pediatrics	N/A	N/A	N/A	Reappointment	APP USA	Pediatrics
Smith, Royshanda C., MD	Reappointment	Courtesy	OBGYN	N/A	N/A	N/A	N/A	N/A	N/A
Soriano, Jason A., MD	Reappointment	Consulting	Neurology	Reappointment	Consulting	Neurology	N/A	N/A	N/A
Stella, Felicia G., MD	Reappointment	Community Staff	OBGYN	N/A	N/A	N/A	N/A	N/A	N/A
Swain, Jr., Ronnie E., MD	Reappointment	Active	Surgery	Reappointment	Active	Surgery	N/A	N/A	N/A
Taylor, Tawanda S., CRNP	Reappointment	APP Non-Privileged	Internal Medicine	Reappointment	APP Non-Privileged	Internal Medicine	N/A	N/A	N/A
Tengsupakul, Supatida, MD	Reappointment	Active USA	Pediatrics	N/A	N/A	N/A	Reappointment	Active USA	Pediatrics
Thomas, Jacqueline C., CRNP	Reappointment	APP USA	Ped. Emerg. Medicine	N/A	N/A	N/A	N/A	N/A	N/A
Thomas, Melanie J., CRNP	Reappointment	APP USA	Orthopaedics	Reappointment	APP USA	Orthopaedics	Reappointment	APP USA	Orthopaedics
Thompson, Aaron J., CRNP	N/A	N/A	N/A	Reappointment	APP HCA/JAG	Internal Medicine	Reappointment	APP HCA/JAG	Internal Medicine
Thrasher, Michelle R., CRNP	Reappointment	APP USA	Pediatrics	N/A	N/A	N/A	Reappointment	APP USA	Pediatrics
Tintner, Ron, MD	Reappointment	Consulting	Neurology	Reappointment	Consulting	Neurology	N/A	N/A	N/A
Van Kirk, Christian S., MD	Reappointment	Consulting	Radiology	Reappointment	Consulting	Radiology	N/A	N/A	N/A
Walker, Jennifer D., MD	Reappointment	Community Staff	Pediatrics	N/A	N/A	N/A	N/A	N/A	N/A
Watson, Robert C., MD	Reappointment	Consulting	Radiology	Reappointment	Consulting	Radiology	N/A	N/A	N/A
Watts, Justin T., MD	Reappointment	Active	Radiology	Reappointment	Active	Radiology	N/A	N/A	N/A
Weatherly, Daniela V., MD	Reappointment	Active HCA	Family Medicine	Reappointment	Active HCA/JAG	Family Medicine	Reappointment	Active HCA	Family Medicine
Weaver, Yaffa K., MD	N/A	N/A	N/A	Reappointment	Consulting	Surgery	N/A	N/A	N/A
Wei, Eric X., MD	Reappointment	Active USA	Pathology	Reappointment	Active USA	Pathology	Reappointment	Active USA	Pathology
Weidman, Tonya C., PA	Reappointment	APP USA	Pediatrics	N/A	N/A	N/A	Reappointment	APP USA	Pediatrics
Weishaar, Brendan A., CRNA	Reappointment	APP USA	Anesthesiology	Reappointment	APP USA	Anesthesiology	N/A	N/A	N/A
White, Lori C., MD	Reappointment	Coverage USA	Internal Medicine	Reappointment	Active USA	Internal Medicine	Reappointment	Coverage USA/Active USA	Internal Medicine
White, Parker A., MD	Reappointment	Active USA	Orthopaedics	Reappointment	Active USA	Orthopaedics	Reappointment	Active USA	Orthopaedics
Wiley, LaKendra C., PA	Reappointment	APP USA	Neurosurgery	Reappointment	APP USA	Neurosurgery	Reappointment	APP USA	Neurosurgery
Williams, III, Joseph P., MD	Reappointment	Consulting	Radiology	Reappointment	Consulting	Radiology	N/A	N/A	N/A
Williams, Kathryn L., DO	Reappointment	Active USA	Pediatrics	N/A	N/A	N/A	Reappointment	Active USA	Pediatrics
Willis Curry, Sandra Kay, MD	Reappointment	Consulting	Radiology	Reappointment	Consulting	Radiology	N/A	N/A	N/A
Wilson, Felicia L., MD	Reappointment	Active USA	Pediatrics	Reappointment	Coverage USA	Pediatrics	Reappointment	Active USA/Coverage USA	Pediatrics
Windham, Perrin F., MD	Reappointment	Active USA	Pediatrics	Reappointment	Coverage USA	Pediatrics	Reappointment	Active USA/Coverage USA	Pediatrics
Wood, Brian K., DO	Reappointment	Active USA	Radiology	Reappointment	Active USA	Radiology	Reappointment	Active USA	Radiology
Woods, Amy R., MD	N/A	N/A	N/A	Reappointment	Community Staff	Internal Medicine	N/A	N/A	N/A
Zhang, Jeanie C., MD	Reappointment	Consulting	Radiology	Reappointment	Consulting	Radiology	N/A	N/A	N/A

Change Requests:	USA Health Children's & Women's Hospital			USA Health University Hospital			USA Health Ambulatory Care		
Name	Type/Status	Category	Department	Type/Status	Category	Department	Type/Status	Category	Department
Anderson, Nikita, CRNP	N/A	N/A	N/A	Collaborative Physician	APP USA	Urology	Collaborative Physician	APP USA	Urology
Calhoun, Allison Casey, MD	Added Privileges/Status Changes	Active USA	OBGYN	Added Privileges	Active USA	OBGYN	Privileges/Status Changes	Active USA	OBGYN
Davis, Jennifer J., CRNP	Added Privileges	APP USA	Surgery	Added Privileges	APP USA	Surgery	Added Privileges	APP USA	Surgery
Godwin, Krista S., CRNP	Collaborative Physician	APP USA	Internal Medicine	Collaborative Physician	APP USA	Internal Medicine	Collaborative Physician	APP USA	Internal Medicine
Goslowski, Melissa M., MD	N/A	N/A	N/A	Change in Status	Active USA	OBGYN	N/A	N/A	N/A
Graf, Jr., Curtis M., MD	N/A	N/A	N/A	Added Privileges	Consulting	Surgery	N/A	N/A	N/A
Gronewold, Brian M., PA	Collaborative Physician	APP USA	Orthopaedics	Collaborative Physician	APP USA	Orthopaedics	Collaborative Physician	APP USA	Orthopaedics
Hollen, Jesse E., PA	Added Privileges	APP	Neurosurgery	Added Privileges	APP	Neurosurgery	N/A	N/A	N/A
Johnson, Mikayla, PA	Collaborative Physician	APP USA	Internal Medicine	Collaborative Physician	APP USA	Internal Medicine	Collaborative Physician	APP USA	Internal Medicine
Luscher, Elizabeth Hill, CRNP	Added Privileges	APP	Neurosurgery	Added Privileges	APP	Neurosurgery	N/A	N/A	N/A
Mazloom, Anita, MD	Changed Status	Active USA	Internal Medicine	Changed Status	Active USA	Internal Medicine	Changed Status	Active USA	Internal Medicine
McCullough-Harris, Amber, CRNP	Changed Department and Status	APP USA	Surgery	Changed Department and Status	APP USA	Surgery	Changed Department and Status	APP USA	Surgery
McRae, Carly, MD	Added Privileges	Active USA	Ped. Emerg. Medicine	Changed Status	Active USA	Emergency Medicine	N/A	N/A	N/A
Midgette, Joel A., CRNA	Added Privileges	APP USA	Anesthesiology	Added Privileges	APP USA	Anesthesiology	N/A	N/A	N/A
Pack-Mabien, Ardie V., CRNP	Collaborative Physician	APP USA	Internal Medicine	Collaborative Physician	APP USA	Internal Medicine	Collaborative Physician	APP USA	Internal Medicine
Pickens-Taylor, Pamela L., CRNP	Collaborative and Department	APP Non-Priv. USA	Pediatrics	Collaborative and Department	APP Non-Priv. USA	Pediatrics	Collaborative and Department	APP Non-Priv. USA	Pediatrics
Pinson, Robert F., CRNA	N/A	N/A	N/A	Added Privileges	APP Contract/Locums	Anesthesiology	N/A	N/A	N/A
Sansaricq, Jean A., MD	N/A	N/A	N/A	Deleting Privileges	OBGYN	OBGYN	Deleting Privileges	Courtesy HCA at UH Only	OBGYN
Shumaker, Robin H., PA	Collaborative and Privileges	APP USA	Neurosurgery	Collaborative and Privileges	APP USA	Internal Medicine	Collaborative and Privileges	APP USA	Internal Medicine
Thomas, Melanie J., CRNP	Adding Privileges	APP USA	Orthopaedics	Added Privileges	APP USA	Orthopaedics	Adding Privileges	APP USA	Orthopaedics

**USA BOARD OF TRUSTEES REPORT
USA HEALTH HOSPITALS MEDICAL STAFF
APPOINTMENTS APPROVED IN AUGUST, SEPTEMBER, AND OCTOBER 2024**

Weidman, Tonya C., PA	Collaborative and Privileges	APP USA	Pediatrics	N/A	N/A	N/A	Collaborative and Privileges	APP USA	Pediatrics	
Resigned/Retired		USA Health Children's & Women's Hospital			USA Health University Hospital			USA Health Ambulatory Care		
Name	Reason	Date	Department	Reason	Date	Department	Reason	Date	Department	
Allen Johnson, Jennifer C., MD	Resigned	08/21/2024	Pediatrics	N/A	N/A	N/A	N/A	N/A	N/A	
Allen, Elizabeth M., MD	Resigned	09/03/2024	Radiology	Resigned	09/03/2024	Radiology	Resigned	09/03/2024	Radiology	
Amberger, Melanie D., CRNP	Resigned	09/26/2024	Emergency Medicine	Resigned	09/26/2024	Emergency Medicine	N/A	N/A	N/A	
Bishop, Breanne C., CRNP	N/A	N/A	N/A	Resigned	07/30/2024	Pediatrics	N/A	N/A	N/A	
Bixler, Quin A., MD	Resigned	07/08/2024	OBGYN	N/A	N/A	N/A	N/A	N/A	N/A	
Blackburn, William P., MD	Resigned	08/15/2024	Anesthesiology	Resigned	08/15/2024	Anesthesiology	N/A	N/A	N/A	
Bruno, Jonathan J., MD	Resigned	08/20/2024	OBGYN	N/A	N/A	N/A	Resigned	08/20/2024	OBGYN	
Burke, Kendyl L., PA	Resigned	08/30/2024	Radiology	Resigned	08/30/2024	Radiology	Resigned	08/30/2024	Radiology	
Byrd, Sheena A., RN	Resigned	09/19/2024	OBGYN	Resigned	09/19/2024	OBGYN	N/A	N/A	N/A	
Cabrera, Pedro R., MD	Resigned	08/02/2024	Pediatrics	N/A	N/A	N/A	Resigned	08/02/2024	Pediatrics	
Caggiano, Dylan E., DO	N/A	N/A	N/A	Resigned	09/03/2024	Family Medicine	Resigned	09/03/2024	Family Medicine	
Calderon, Eduardo G., MD	Resigned	09/03/2024	Internal Medicine	Resigned	09/03/2024	Internal Medicine	Resigned	09/03/2024	Internal Medicine	
Courtney, James V., MD	Resigned	08/27/2024	Radiology	Resigned	08/27/2024	Radiology	N/A	N/A	N/A	
Evans, Gregory, MD	Resigned	08/28/2024	Internal Medicine	Resigned	08/28/2024	Internal Medicine	N/A	N/A	N/A	
Fagan, Karen A., MD	Resigned	08/01/2024	Internal Medicine	Resigned	08/01/2024	Internal Medicine	Resigned	08/01/2024	Internal Medicine	
Fannin, John M., MD	Resigned	09/23/2024	Anesthesiology	Resigned	09/23/2024	Anesthesiology	N/A	N/A	N/A	
Ferguson, Darrell J., MD	N/A	N/A	N/A	Resigned	08/07/2024	Anesthesiology	N/A	N/A	N/A	
Gamble, Charlotte A., CRNP	Resigned	09/03/2024	Family Medicine	Resigned	09/03/2024	Family Medicine	N/A	N/A	N/A	
Gandy, Roy E., MD	N/A	N/A	N/A	Resigned	08/22/2024	Surgery	N/A	N/A	N/A	
Gates, Jill R., CRNP	Resigned	09/09/2024	Urology	Resigned	09/09/2024	Urology	Resigned	09/09/2024	Urology	
Halliburton, Amy B., MD	Resigned	08/15/2024	Anesthesiology	Resigned	08/15/2024	Anesthesiology	N/A	N/A	N/A	
Harper, James V., MD	Resigned	08/15/2024	Anesthesiology	Resigned	08/15/2024	Anesthesiology	N/A	N/A	N/A	
Hedderich, Ronald L., MD	Resigned	07/30/2024	Anesthesiology	Resigned	07/30/2024	Anesthesiology	N/A	N/A	N/A	
Hellmich, Alexandria, CRNP	Resigned	08/09/2024	Internal Medicine	Resigned	08/09/2024	Internal Medicine	Resigned	08/09/2024	Internal Medicine	
Heusser, Margaret G., MD	Resigned	07/08/2024	OBGYN	N/A	N/A	N/A	N/A	N/A	N/A	
Johnson, Taylor M., CRNP	Maintains Privileges	N/A	OBGYN	Resigned	06/17/2024	OBGYN	Maintains Privileges at CW	N/A	OBGYN	
Lane, Laura M., CRNA	Resigned	08/13/2024	Anesthesiology	Resigned	08/13/2024	Anesthesiology	N/A	N/A	N/A	
Madison, Randall D., MD	Resigned	09/05/2024	Orthopaedics	Resigned	09/05/2024	Orthopaedics	Resigned	09/05/2024	Orthopaedics	
Mangold, Emma C., CRNA	Resigned	08/14/2024	Anesthesiology	Resigned	08/14/2024	Anesthesiology	N/A	N/A	N/A	
May, Carmen G., CRNP	Resigned	07/30/2024	Internal Medicine	Resigned	07/30/2024	Internal Medicine	Resigned	07/30/2024	Internal Medicine	
Maynard, Scott E., MD	Resigned	08/15/2024	Anesthesiology	Resigned	08/15/2024	Anesthesiology	N/A	N/A	N/A	
McKay, Brianna D., PA	Resigned	07/19/2024	Pediatrics	N/A	N/A	N/A	Resigned	07/19/2024	Pediatrics	
McKinney, Shane M., MD	Resigned	08/22/2024	Ped. Emergency Medicine	N/A	N/A	N/A	N/A	N/A	N/A	
Moss, Charlotte A., CRNP	Resigned	08/20/2024	Pediatrics	N/A	N/A	N/A	Resigned	08/20/2024	Pediatrics	
Nicell, Donald T., MD	Resigned	08/01/2024	Radiology	Resigned	08/01/2024	Radiology	N/A	N/A	N/A	
Persing, Brian E., MD	Resigned	09/02/2024	Internal Medicine	Resigned	09/02/2024	Internal Medicine	Resigned	09/02/2024	Internal Medicine	
Phung, Thuy L., MD	Resigned	08/15/2024	Pathology	Resigned	08/15/2024	Pathology	Resigned	08/15/2024	Pathology	
Pritchard, Charles T., MD	Resigned	09/06/2024	Radiology	Resigned	09/06/2024	Radiology	N/A	N/A	N/A	
Reus, Tammy W., RN	Resigned	08/14/2024	Surgery	Resigned	08/14/2024	Surgery	Resigned	08/14/2024	Surgery	
Richardson, Heather L., CRNA	Resigned	08/14/2024	Anesthesiology	Resigned	08/14/2024	Anesthesiology	N/A	N/A	N/A	
Roberts, Wilder M., CCCA	Resigned	10/01/2024	Surgery	Resigned	10/01/2024	Surgery	Resigned	10/01/2024	Surgery	
Sanders, Michael K., MD	N/A	N/A	N/A	Resigned	08/06/2024	Internal Medicine	N/A	N/A	N/A	
Shank, Sara G., MD	Resigned	09/23/2024	Pediatrics	N/A	N/A	N/A	Resigned	09/23/2024	Pediatrics	
Shouse, Courtney C., CRNA	Resigned	07/30/2024	Anesthesiology	Resigned	07/30/2024	Anesthesiology	N/A	N/A	N/A	
Siddiqui, Abdul H., MD	Resigned	08/26/2024	Pediatrics	N/A	N/A	N/A	Resigned	08/26/2024	Pediatrics	
Simmons, David N., MD	Resigned	09/04/2024	Radiology	Resigned	09/04/2024	Radiology	N/A	N/A	N/A	
Stout, Michael T., MD	Resigned	08/15/2024	Anesthesiology	Resigned	08/15/2024	Anesthesiology	N/A	N/A	N/A	
Sucar-Marquez, Jorge, MD	Resigned	07/26/2024	Pediatrics	N/A	N/A	N/A	Resigned	07/26/2024	Pediatrics	
Sullivan, James L., CRNA	Resigned	09/23/2024	Anesthesiology	Resigned	09/23/2024	Anesthesiology	N/A	N/A	N/A	
Travers, Ara B., MD	N/A	N/A	N/A	Resigned	09/27/2024	Family Medicine	Resigned	09/27/2024	Family Medicine	
Walters, Charles B., PA	N/A	N/A	N/A	Resigned	08/22/2024	Emergency Medicine	N/A	N/A	N/A	
Wilson, William C., MD	Resigned	08/07/2024	Psychiatry	Resigned	08/07/2024	Psychiatry	N/A	N/A	N/A	

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**



**ACADEMIC EXCELLENCE
AND STUDENT SUCCESS COMMITTEE**

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**

Academic Excellence and Student Success Committee

September 12, 2024

2:46 p.m.

A meeting of the Academic Excellence and Student Success Committee of the University of South Alabama (“USA,” “University”) Board of Trustees was duly convened by Judge Mike Windom, Chair, on Thursday, September 12, 2024, at 2:46 p.m. in the Board Room of the Frederick P. Whiddon Administration Building. Meeting attendance was open to the public.

Members: Scott Charlton, Steve Furr, Luis Gonzalez, Ron Graham, Ron Jenkins, Lenus Perkins and Mike Windom were present, and Bill Lewis participated remotely.

Other Trustees: Alexis Atkins, Chandra Brown Stewart, Arlene Mitchell, Jimmy Shumock, Steve Stokes and Jim Yance.

Administration & Guests: Owen Bailey, Angela Barlow, Jim Berscheidt, Joél Billingsley, Jo Bonner, Kristin Dukes, Joel Erdmann, Monica Ezell, Charlie Guest, Buck Kelley, Andi Kent, Nick Lawkis, John Marymont, Mike Mitchell, Anita Nguyen, Tracy O’Connor, Kristen Roberts, Jolehna Steward, Margaret Sullivan, Peter Susman, Tara Thompson, Christina Wassenaar and Bret Webb (Faculty Senate), and Shengua Zha.

Following the attendance roll call, **Item 16**, Judge Windom called for consideration of the minutes for a meeting held on June 6, 2024, **Item 17**. On motion by Capt. Jenkins, seconded by Dr. Charlton, the Committee voted unanimously to adopt the minutes.

Judge Windom called on Provost Kent, who presented **Item 18**, a resolution granting tenure to Dr. Darryl James, incoming Dean of the College of Engineering and Professor for the Department of Chemical Engineering, effective October 1, 2024. (To view resolutions, policies and other documents authorized, refer to the minutes for the Board of Trustees meeting held on September 13, 2024.) On motion by Dr. Charlton, seconded by Mr. Graham, the Committee voted unanimously to recommend approval of the resolution by the Board of Trustees.

Judge Windom noted that the reports on the activities of the offices of Academic Affairs and Research and Economic Development, **Items 19** and **22**, would be combined and he called on Provost Kent for remarks. Provost Kent discussed the status of the national search to fill the position of Vice President for Research and Economic Development. She announced that the USA National Alumni Association recently selected Ms. Sally Morris, Director of Academic Advising in the College of Education and Professional Studies (“CEPS”), and Dr. Abigail Baxter, Professor in the Department of Leadership and Teacher Education, to receive excellence awards for the categories of advising and research and scholarship, respectively. She introduced Dr. Angela Barlow, CEPS Dean, recognizing her for her leadership and involvement in campus life.

Dr. Barlow discussed efforts to advance STEM (Science, Technology, Engineering and Mathematics) educational programs to help address the shortage of K-12 math and science teachers in Alabama, made possible through grant funding totaling approximately \$8 million.

Judge Windom called on Dr. Mitchell to address **Item 20**, a report on the activities of the Office of Student Affairs. Dr. Mitchell shared information on *Week of Welcome* (“WOW”) programming that kicked off the 2024 Fall semester, and a video of WOW highlights was shown. He discussed *Move In Day* specifics and noted more than 2,600 students living on campus – a University record. He advised of the completion of interior renovations at the Fresh Food Company and the USA Bookstore managed by Barnes & Noble College, and photos and a video tour these facilities were shown.

Judge Windom called on Dr. Billingsley to address, **Item 21**, a report on the activities of the Office of Community Engagement. Dr. Billingsley recognized several individuals for excellence in service work, describing them as exemplars for the Office’s focus areas of campus engagement, community service, service learning and community-engaged research. She introduced and shared background on Ms. Anita Nguyen, a senior majoring in Biomedical Sciences; Ms. Jolehna Steward, a third-semester Nursing student; Drs. Tara Thompson and Tracy O’Connor, each an Assistant Professor in the Department of Occupational Therapy; and Dr. Shengua Zha, Associate Professor in the Department of Instructional Design and Development.

There being no further business, the meeting was adjourned at 3:06 p.m.

Respectfully submitted:

Michael P. Windom, Chair

RESOLUTION

SABBATICAL AWARDS

WHEREAS, in accordance with University policy, proposals for sabbatical awards from the following faculty have been reviewed and recommended by the respective faculty committees, departmental chair, and college dean; the Executive Vice President and Provost; and the University President,

- Claire Cage, Ph.D., History
- Pat Cesarini, Ph.D., English
- David Forbes, Ph.D., Chemistry
- Diane Gibbs, Art & Art History
- Lesley Gregoricka, Ph.D., Sociology, Anthropology and Social Work
- Khandokar Istiak, Ph.D., Economics, Finance, & Real Estate
- Min-Wook Kang, Ph.D., Civil, Coastal, and Environmental Engineering
- Saeed Latif, Ph.D., Electrical and Computer Engineering
- Christina Lindeman, Ph.D., Art & Art History
- David Meola, Ph.D., History
- Aviv Segev, Ph.D., Computer Science
- Ben Shamback, Art & Art History
- Elizabeth Shepard, University Library

THEREFORE, BE IT RESOLVED, the University of South Alabama Board of Trustees approves the sabbatical awards for Fall 2025 through Spring 2026 as recommended.



UNIVERSITY OF SOUTH ALABAMA

MEMORANDUM

Executive Vice President and Provost

DATE: November 13, 2024

TO: Jo Bonner, President

FROM: Andi M. Kent, Executive Vice President and Provost *Andi M. Kent*

SUBJECT: Sabbatical Recommendations for Fall 2025 – Spring 2026

In support of the respective dean recommendations, I recommend that the individuals whose names are listed below be granted a sabbatical for the period of time as indicated.

<u>Faculty Name</u>	<u>Discipline</u>	<u>Time Period</u>
Dr. Claire Cage	History	Fall 2025
Dr. Pat Cesarini	English	Spring 2026
Dr. David Forbes	Chemistry	Spring 2026
Ms. Diane Gibbs	Art & Art History	Spring 2026
Dr. Lesley Gregoricka	Sociology, Anthropology and Social Work	Spring 2026
Dr. Khandokar Istiak	Economics, Finance, & Real Estate	Fall 2025
Dr. Min-Wook Kang	Civil, Coastal, and Environmental Engineering	Fall 2025
Dr. Saeed Latif	Electrical and Computer Engineering	Fall 2025
Dr. Christina Lindeman	Art & Art History	Fall 2025
Dr. David Meola	History	Spring 2026
Dr. Aviv Segev	Computer Science	Fall 2025 & Spring 2026
Mr. Ben Shamback	Art & Art History	Fall 2025
Ms. Elizabeth Shepard	University Library	Fall 2025 & Spring 2026

Teaching coverage has been addressed in a satisfactory manner for all recommended proposals. Proposals have been reviewed and recommended at the department and college. Full applications and supporting materials are available in the Office of Academic Affairs. A brief summary of each request is attached.

Jo Bonner

SABBATICAL RECOMMENDATIONS

Fall 2025 – Spring 2026

College of Arts and Sciences

- 1) David Meola, Associate Professor of History
Sabbatical Request: Spring 2026 at full pay

Dr. Meola requests 1 semester of sabbatical leave in Spring 2026 to conduct research for his second book, *Friends and Revolutionaries: Jewish-Christian Networks during the Vormärz (1815 to 1848)*. This project focuses on Jewish and Christian networks and their roles in the development of German liberalism during the Vormärz period (1815-1848) in Germany. If awarded sabbatical, Meola has been invited as a Visiting Researcher at the University for Jewish Studies in Heidelberg, which will provide institutional support and a central location for his research. Additionally, Dr. Meola will conduct archival research at institutions in New York and Marbach, Germany. To support his research, Meola plans to apply for various grants, including the DLA Marbach Residential Research Fellowship, the American Philosophical Society's Franklin Research Grant, and the Humboldt Foundation grant for extended research in Germany.

- 2) Lesley Gregoricka, Professor of Sociology, Anthropology and Social Work
Sabbatical Request: Spring 2026 at full pay

Dr. Gregoricka requests one semester of sabbatical leave in Spring 2026 to continue work on two major ongoing projects and, time permitting, begin two new projects. The first ongoing project is the preparation and submission of two journal articles based on data from her 2019-2024 NSF-REU grant. The second ongoing project, that will also result in the submission of two journal articles, involves analyzing Bronze Age human dental enamel samples collected in Abu Dhabi during her Fulbright U.S. Award this year. Time permitting, Lesley Gregoricka will begin sampling Nubian skeletons for isotopic analysis and UAE Bronze Age skeletons for amelogenin peptides, which reveal the sex of individuals. Expected outcomes include the submission of four manuscripts to high-impact journals and several conference presentations. These projects are key to advancing her career by demonstrating research productivity and supporting future major grant applications, such as a 2026 NSF proposal based on preliminary data from Nubian skeleton samples. She makes a compelling case that the ambitious progress that her sabbatical would allow would further her career and make her even more competitive for future, major grants.

- 3) David Forbes, Professor of Chemistry
Sabbatical Request: Spring 2026 at full pay

Dr. Forbes requests one semester of sabbatical leave in Spring 2026 to work at Nagoya University's Institute of Transformative Bio-Molecules (ITbM) in Japan. This project, which builds on his current work and aligns with his pending U.S. Fulbright application, marks an exciting expansion of his research into the field of metal nanoclusters. The focus of the project is the development of selective inhibitors for protein phosphatase 5 (PP5), a promising target for cancer drug therapy. Working with Professor Cathleen Crudden, an internationally recognized

SABBATICAL RECOMMENDATIONS

Fall 2025 – Spring 2026

expert in metal nanoclusters, Forbes will gain access to world-class expertise and infrastructure needed for this innovative research.

- 4) Diane Gibbs, Professor of Art and Art History
Sabbatical Request: Spring 2026 at full pay

Prof. Gibbs requests one semester of sabbatical leave in Spring 2026. She would use her sabbatical to research the Surface Pattern Design facet of the design industry (stationary, paper goods, gift packaging) which involves traveling to interview designers and other individuals involved in the design industry. She describes this project as a huge pinnacle of her career. The outputs of the sabbatical are that she will write a book, create a website and podcast series, develop a new portfolio to show potential clients and create a special topics course for both graduate and undergraduate students. While these plans are ambitious, Prof. Gibbs has prepared for the sabbatical by researching surface pattern design, preparing a line up of the individuals she will interview, and providing a detailed outline for the planned book. Prof. Gibbs has some experience in publication and has a mentor for the publication process.

- 5) Claire Cage, Professor of History
Sabbatical Request: Fall 2025 at full pay

Dr. Cage requests one semester of sabbatical leave in Fall 2025 to complete significant work on her book-length manuscript *Caged: Animals, Empire, and Zoos in Modern Paris*. The project examines the history of zoos in Paris from the late 18th to the early 20th centuries, exploring how animals were central to both knowledge production and the expression of imperial power. During the sabbatical, Dr. Cage plans to draft one chapter, revise another, and prepare a book proposal. She will take a trip to France to acquire further archival materials if required. The project is supported by a virtual fellowship from the Linda Hall Library, which provides \$8,400 in funding for her research in Spring 2025 as well as numerous grants from the University of South Alabama. Additionally, she has applied for a National Endowment for the Humanities Fellowship and is preparing a grant application for the American Council of Learned Societies Fellowship. She expects to complete the book a year after the sabbatical as well as scholarly presentations.

- 6) Pat Cesarini, Associate Professor of English
Sabbatical Request: Spring 2026 at full pay

Dr. Cesarini requests one semester of sabbatical leave in Spring 2026 to continue work on a monograph titled *Reconstructing Mobile's Civil War Literature*. The sabbatical will allow time for travel to several archives throughout the U.S. to conduct essential primary research and to complete drafts of two chapters. The archival work requires extended site-specific research. These chapters will focus on Confederate veteran and memoirist Admiral Raphael Semmes, and Father Abram J. Ryan, known as the "Poet-Priest of the Confederacy." The goal is to submit a book proposal by summer 2026. In addition to advancing his book, which will help place him in a good position to apply for promotion to full professor, Pat Cesarini's research will inform new

SABBATICAL RECOMMENDATIONS

Fall 2025 – Spring 2026

teaching materials for his undergraduate and graduate courses and spur related research projects.

- 7) Christina Lindeman, Associate Professor of Art and Art History
Sabbatical Request: Fall 2025 at full pay

Dr. Lindeman requests one semester of sabbatical leave in F2025. She would use her sabbatical to develop a research project examining three 18th century women artists' impact on not only art but also their impact on the natural sciences and archeology, advanced by their artwork of the natural world and archaeologically significant classical sculptures. She would use the sabbatical to collect and study research materials at archives and museums in the United States, Germany, and the UK. The most immediate outputs of the sabbatical would be several professional articles, a conference presentation in summer 2026 and the development of a new upper level course on this topic. Over a longer time period, this would be laying groundwork for developing a third book. Her previous two books, including one developed during her last sabbatical, have been very well received with international impact. Dr. Lindeman plans to apply for several grants this year related to this project.

- 8) Benjamin Shamback, Professor of Art and Art History
Sabbatical Request: Fall 2025 at full pay

Prof. Shamback requests one semester of sabbatical leave in Fall 2025. The sabbatical will focus on the creation of a series of oil paintings that integrate artificial intelligence (AI)-generated imagery with traditional painting techniques. The project addresses mastering AI as a new medium, drawing parallels to how photography influenced painting in the 19th century for painting. It will address crucial concerns of attribution, source integrity, and, making it especially timely as AI's role in all fields rapidly evolves. The most immediate outputs of the sabbatical would be 10 labor-intensive paintings, in addition to smaller preparatory works and drawings, and hosting solo exhibitions in the spring of 2026, both within the department and at LeMieux Galleries in New Orleans. These paintings will reflect the artist's interest in Romanesque cathedral design, portraiture, and architectural interpretations, including explorations of unconventional subjects like red velvet cake.

Mitchell College of Business

- 9) Khandokar Istiak, Associate Professor of Economics, Finance and Real Estate
Sabbatical Request: Fall 2025 at full pay

The purpose of Dr. Istiak's sabbatical request is to focus on research related to his major field of study of macroeconomics and econometrics. His work will examine business license applications and how they are affected by macroeconomic uncertainty. As he teaches in both the areas listed above, the research should lead to knowledge he can bring into the classroom. Overall, it should

SABBATICAL RECOMMENDATIONS

Fall 2025 – Spring 2026

benefit his professional development and be a benefit to the college as he expects to represent USA by presenting the results of his research at conferences, and by submitting the final paper to a high-quality economics journal.

School of Computing

- 10) Aviv Segev, Professor of Computing
Sabbatical Request: Fall 2025 and Spring 2026 at half pay

During his sabbatical year while working at the Massachusetts Institute of Technology (MIT) in the Computer Science Artificial Intelligence Laboratory (CSAIL), Dr. Segev plans to further expand his previous research with collaborators at MIT to try to build a Game of Knowledge. The idea is to build an infrastructure of sets of rules that can represent any knowledge. Then each piece of knowledge can be fed into the system and analyzed regarding how the knowledge will evolve or change over time with each set of rules. The goal is to come up with rules which would be consistent across domains and still allow knowledge to expand over time.

College of Engineering

- 11) Min-Wook Kang, Professor of Civil, Coastal and Environmental Engineering
Sabbatical Request: Fall 2025 at full pay

Dr. Kang proposed four specific goals to be accomplished during his sabbatical leave, each of which enhances his academic research program and builds his reputation in the field. First, he will pursue a strategic partnership with local governments to promote workforce development; second, he will work with the City of Mobile to promote effective access management and development toolkits for transportation infrastructure; third, he will work to enhance research capabilities related to traffic signal coordination using AI; fourth, he will finalize research reports and present the findings for a long term project addressing efficient management of signalized intersections (yellow light dilemma).

- 12) Saeed Latif, Associate Professor of Electrical and Computer Engineering
Sabbatical Request: Fall 2025 at full pay

Dr. Latif proposed a single focused project in collaboration with Georgia Tech (GTRI), from who his work has strong supports. The work, Reconfigurable Metasurface Antennas and RF Devices for mmWave Applications, explores the use of metamaterials to develop antennas for future 5G/6G applications. The project will be completed in four phases (each approximately one month in duration), as outlined in his plan: 1) analysis of unit cell on thin substrates; 2) a study of multiple rings for multifrequency operation; 3) array formation and beamforming; 4) testing and manuscript preparation. The first phase will be completed at USA and the remaining three will be jointly accomplished by USA and GTRI. This project has the potential to have significant and transformative impacts on wireless communication and will be a major step forward in Dr. Latif's

SABBATICAL RECOMMENDATIONS

Fall 2025 – Spring 2026

research. Additionally, the collaboration with GTRI could initiate a collaborative effort that would strengthen Dr. Latif's research capabilities and help build his professional network.

University Libraries

- 13) Elizabeth Shepard, Associate Librarian
Sabbatical Request: Fall 2025 and Spring 2026 at half pay

Ms. Shepard plans to complete a Fulbright Scholar Award at the Institute of Information Science and Librarianship at Charles University in the Czech Republic during her proposed sabbatical. The fellowship comprises a 30% teaching and 70% research component. The research project focuses on Human Information Behavior (HIB), specifically addressing the gap in interventions designed to mitigate negative affective states during the information search process. Using a mixed-methods approach, the study aims to: Investigate the effectiveness of an intervention based on Kuhlthau's process intervention strategies in reducing research anxiety, increasing self-efficacy, and improving learning achievement among United States and Czech undergraduate students; Compare the interventions' effects on affect between US and Czech student populations; and explore how research findings differ across different cultural and educational contexts. The teaching component involves instructing courses tailored to the Czech educational context on Human Information Behavior and Instructional Design and Development for Information Literacy Instruction. This sabbatical project will contribute to HIB theory, enhance international collaboration in Library and Information Science, and improve information literacy instruction practices. The findings will contribute to dissertation research and will be disseminated through journal publications and conference presentations.



UNIVERSITY OF SOUTH ALABAMA

MEMORANDUM

Executive Vice President and Provost

DATE: November 13, 2024

TO: Jo Bonner, President

FROM: Andi M. Kent, Executive Vice President and Provost

A handwritten signature in blue ink that reads "Andi M. Kent".

SUBJECT: Emeritus Recommendations

In accordance with recommendations by the faculty, chairs and deans of the respective disciplines and colleges I recommend that the retired University of South Alabama faculty members listed below be granted the status of Professor Emeritus, Associate Professor Emeritus, and Senior Instructor Emeritus, appropriate for their respective rank at retirement effective upon approval by you and the Board of Trustees.

- David A. Bowers, Ph.D., Professor of Political Science and Criminal Justice
- Kristy M. Britt, Senior Instructor of Modern & Classical Languages & Literature
- Lanier S. Cauley, Ph.D., Professor of Mechanical, Aerospace, and Biological Engineering
- David F. Garmon, Senior Instructor of Emergency Medical Services (Posthumous)
- John E. Kovaleski, Ph.D., Professor of Health, Physical Education, and Leisure Studies
- David A. Nelson, Ph.D., Professor of Mechanical, Aerospace, and Biological Engineering
- Teresa G. Weldy, Ph.D., Associate Professor of Management

If you have any questions or concerns, please let me know.

AMK/rmh

A handwritten signature in black ink that reads "Jo Bonner".

RESOLUTION

FACULTY EMERITUS

WHEREAS, the following faculty members have retired from the University of South Alabama:

ACADEMIC AFFAIRS:

- David A. Bowers, Ph.D., Professor of Political Science and Criminal Justice
- Kristy M. Britt, Senior Instructor of Modern & Classical Languages & Literature
- Lanier S. Cauley, Ph.D., Professor of Mechanical, Aerospace, and Biological Engineering
- David F. Garmon, Senior Instructor of Emergency Medical Services (Posthumous)
- John E. Kovalski, Ph.D., Professor of Health, Physical Education, and Leisure Studies
- David A. Nelson, Ph.D., Professor of Mechanical, Aerospace, and Biological Engineering
- Teresa G. Weldy, Ph.D., Associate Professor of Management

and

WHEREAS, in recognition of their contributions to the University through extraordinary accomplishments in teaching and in the generation of new knowledge through research and scholarship; in serving to positively inspire students; and, regarding those with clinical backgrounds, for dedication to the treatment and healing of patients; all for which, in accordance with University policy, the respective faculty committees, departmental chair and college dean; the Executive Vice President and Provost; and the University President have duly recommended the aforementioned faculty retirees be appointed to the rank of Professor Emeritus, Associate Professor Emeritus, or Senior Instructor Emeritus,

THEREFORE, BE IT RESOLVED, the University of South Alabama Board of Trustees hereby appoints these individuals to the rank of Professor Emeritus, Associate Professor Emeritus, or Senior Instructor Emeritus with the rights and privileges thereunto appertaining, and

BE IT FURTHER RESOLVED that the Board of Trustees conveys its deep appreciation to these individuals in recognition of their significant contributions and dedicated service to the University of South Alabama.



UNIVERSITY OF SOUTH ALABAMA

MEMORANDUM

Executive Vice President and Provost

DATE: November 13, 2024

TO: Jo Bonner, President

FROM: Andi M. Kent, Executive Vice President and Provost

SUBJECT: Honorary Doctorate – Mayor William Sandys Stimpson

On behalf of the Honorary Doctorate Committee, I recommend support of the nomination by Dr. John Marymont of Mayor William Sandys Stimpson to receive an Honorary Doctorate from the University of South Alabama. The committee reviewed the criteria stated in the Faculty Handbook and unanimously agrees that Mayor Stimpson meets all of the following:

- Has achieved distinction in his/her profession;
- Has made an outstanding contribution or rendered an outstanding service to the University of South Alabama;
- Has made a significant public or scholarly contribution, or
- Has achieved personal status that will enhance the reputation of the University of South Alabama.

Thank you for your consideration.

Sincerely,

A handwritten signature in blue ink that reads "Andi M. Kent".

Andi M. Kent, Ph.D.

A handwritten signature in black ink that reads "Jo Bonner".

RESOLUTION
HONORARY DOCTORATE DEGREE FOR
MAYOR WILLIAM SANDYS STIMPSON

WHEREAS, the University of South Alabama seeks to honor exceptional individuals who have devoted a substantial part of their lives to the service of others and who have distinguished themselves throughout their professional careers, and

WHEREAS, Mayor William Sandys Stimpson is a native of the state of Alabama and is a 1970 graduate of University Military School, and

WHEREAS, he graduated from the University of Alabama in 1975 with a degree in civil engineering before beginning a nearly 40-year career in his family's lumber business, and

WHEREAS, Mayor Stimpson married his wife, Jean, in 1975, and together they have four children and 14 grandchildren, and

WHEREAS, in 2013, Sandy Stimpson became the 108th Mayor of the City of Mobile with a bold vision to become One Mobile – a safer, more business- and family-friendly city, and

WHEREAS, since 2013, Mayor Stimpson has ushered in a new culture at City Hall, emphasizing transparency, effectiveness, and efficiency, and

WHEREAS, the accomplishments of Mayor Stimpson have drastically improved the city's financial position, resulting in credit rating increases and major reductions in city debt, and

WHEREAS, he has served on the boards of the Boys & Girls Club of Southwest Alabama, the Mobile Area Chamber of Commerce, the Alabama Policy Institute and the Business Council of Alabama, and is a member of the President's Cabinets at the University of South Alabama and the University of Alabama, and

WHEREAS, Mayor Stimpson has recognized the University of South Alabama as one of the largest economic drivers and employers in Mobile with nearly 12,000 employees and over 100,000 alumni, and

WHEREAS, Mayor Stimpson recognized that the Whiddon College of Medicine construction project served a greater public purpose by contributing to the availability of medical services and physicians for the citizens of Mobile, and

WHEREAS, in the fall of 2023, Mayor Stimpson and the City Council announced a \$10 million allocation to USA to assist with the construction of the new Whiddon College of Medicine facility, which is notably the first time in USA's history to receive an allocation of that size and significance from the City of Mobile,

THEREFORE, BE IT RESOLVED, for his dedication and for his many contributions to the State of Alabama and support for the University, the Board of Trustees of the University of South Alabama is proud to bestow upon Mayor William Sandys Stimpson, this day, the degree of Doctor of Humane Letters (L.H.D.), honoris causa.

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**



**BUDGET AND FINANCE
COMMITTEE**

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**

Budget and Finance Committee

September 12, 2024

3:06 p.m.

A meeting of the Budget and Finance Committee of the University of South Alabama (“USA,” “University”) Board of Trustees was duly convened by Mr. Lenus Perkins, Chair, on Thursday, September 12, 2024, at 3:06 p.m. in the Board Room of the Frederick P. Whiddon Administration Building. Meeting attendance was open to the public.

Members: Alexis Atkins, Chandra Brown Stewart, Ron Graham, Lenus Perkins, Jimmy Shumock and Steve Stokes were present.

Other Trustees: Scott Charlton, Steve Furr, Luis Gonzalez, Ron Jenkins, Bill Lewis, Arlene Mitchell, Mike Windom and Jim Yance.

Administration & Guests: Owen Bailey, Jim Berscheidt, Joél Billingsley, Jo Bonner, Kristin Dukes, Joel Erdmann, Monica Ezell, Charlie Guest, Buck Kelley, Andi Kent, Nick Lawkis, John Marymont, Mike Mitchell, Kristen Roberts, Margaret Sullivan, Peter Susman, and Christina Wassenaar and Bret Webb (Faculty Senate).

Following the attendance roll call, **Item 23**, Mr. Perkins called for consideration of the minutes for a meeting held on June 6, 2024, **Item 24**. On motion by Ms. Atkins, seconded by Mr. Shumock, the Committee voted unanimously to adopt the minutes.

Mr. Perkins called on Ms. Roberts to present the quarterly financial statements for the nine months ended June 30, 2024, **Item 25**. Ms. Roberts reported an increase in net position of approximately \$105 million, indicating this was the result of increases in operational income from both the University general division and USA Health sectors, state appropriations, and investment returns.

Ms. Roberts explained **Item 26**, a resolution authorizing banking and treasury services provisions and permissions. (To view resolutions, policies and other documents authorized, refer to the minutes of the Board of Trustees meeting held on September 13, 2024.) On motion by Mr. Shumock, seconded by Ms. Atkins, the Committee voted unanimously to recommend approval of the resolution by the Board of Trustees.

Mr. Perkins called on Mr. Susman to discuss **Item 27**, a resolution authorizing the University of South Alabama fiscal year 2025 budget and approving it as a continuation budget for fiscal year 2026 to comply with bond trust indenture requirements should the budget process not be completed prior to the start of the 2026 fiscal year. Mr. Susman shared an overview on the budget development process and detailed highlights of the balanced budget proposal. On motion by Ms. Atkins, seconded by Mr. Shumock, the Committee voted unanimously to recommend approval of the resolution by the Board of Trustees.

Mr. Perkins called on Mr. Kelley for a report on University facilities, **Item 28**. Mr. Kelley gave an update on the Whiddon College of Medicine project. As photos and drone footage of the construction site were shown, Mr. Kelley shared background on the installation of pilings and other foundational work taking place, primarily focused at the research wing area. He added that work on utilities and the parking area at the North side of the site was also progressing, and discussed the next steps of construction.

There being no further business, the meeting was adjourned at 3:22 p.m.

Respectfully submitted:

Lenus Perkins, Chair



UNIVERSITY OF SOUTH ALABAMA

MEMORANDUM

Finance and Administration

DATE: November 22, 2024

TO: Jo Bonner, President

FROM: Kristen Roberts, Chief Financial Officer

A handwritten signature in black ink that reads "Kristen Roberts". The signature is written in a cursive, slightly slanted style.

SUBJECT: Agenda Item for the University of South Alabama Board of Trustees Meeting on December 5, 2024

I recommend the attached resolution be presented to the USA Board of Trustees at the December 5, 2024 meeting. The USA Research and Technology Corporation has voted unanimously to approve the amended bylaws.

Attachment

A handwritten signature in black ink that reads "Jo Bonner". The signature is written in a cursive, slightly slanted style.

RESOLUTION

REVISED AMENDED BYLAWS OF THE USA RESEARCH AND TECHNOLOGY CORPORATION

WHEREAS, the current Amended Bylaws (“Bylaws”) of the USA Research and Technology Corporation (“RTC”) provide that the University of South Alabama’s (“USA,” “University”) Vice President for Finance and Administration serves as an ex-officio member of the RTC Board of Directors, and

WHEREAS, the University’s Finance and Administration division was reorganized in 2023 and the duties related to RTC have been assigned to the new office of Chief Financial Officer, and

WHEREAS, the current Bylaws provide that the University Treasurer serves as an ex-officio member of the RTC Board of Directors, and

WHEREAS, the position of University Treasurer has been eliminated and, in its place, the position of Executive Vice President will be included as an ex-officio member of the RTC Board of Directors, and

WHEREAS, the RTC Board of Directors has unanimously approved the revised Amended Bylaws of the USA Research and Technology Corporation, attached hereto and incorporated herein by reference, updated to reflect the aforementioned changes in University personnel titles,

THEREFORE, BE IT RESOLVED, the Board of Trustees of the University of South Alabama hereby authorizes the revised Amended Bylaws of the USA Research and Technology Corporation, updated as set forth below:

1. Section 3.2 (a) (iii) is amended and the reference to “Vice President for Finance and Administration” is deleted and replaced with “Chief Financial Officer.”
2. Section 3.2 (a) (iv) is amended and the reference to “University Treasurer” is deleted and replaced with “Executive Vice President of the University.”

**AMENDED BYLAWS
OF THE
UNIVERSITY OF SOUTH ALABAMA
USA RESEARCH AND TECHNOLOGY CORPORATION**

an Alabama nonprofit corporation

Adopted September 30, 2024

ARTICLE I

Name and Location

Section 1.1 Name. The name of the corporation is USA Research and Technology Corporation, which shall be referred to in these Bylaws as the "Corporation."

Section 1.2 Location. The principal office of the Corporation is located at 307 University Boulevard, Mobile, Alabama, 36688. The Corporation may have such other office or offices within the State of Alabama as the Board of Directors may determine or as the business or activities of the Corporation may require. The registered office of the Corporation may, but need not be, the same as its principal office. The address of the registered office may be changed from time to time by the Board of Directors of the Corporation in the manner prescribed by the Alabama Nonprofit Corporation Act.

ARTICLE II

Purposes and Scope of Activity

Section 2.1 Purposes. The purposes of the Corporation are as set forth in its Articles of Incorporation.

Section 2.2 Scope of Activity. The Corporation shall be organized and operated exclusively for any one or more of the charitable purposes enumerated in Section 501(c)(3) of the Internal Revenue Code of 1986, as the same may be amended from time to time (the "Code"). The Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code. No part of the net earnings of the Corporation shall inure to the benefit of any private individual. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE III

Board of Directors

Section 3.1 General Powers. The duly elected or appointed Board of Directors of the Corporation (hereinafter referred to as the “Board”) shall have control and management of the affairs, business, property, and funds of the Corporation and shall have the authority to fashion and implement the policy, goals, and purposes of the Corporation. The Board may adopt such rules and regulations for the conduct of its meetings and the management of the Corporation as the Board may deem appropriate, not inconsistent with federal or state law or these Bylaws. The Board, by resolution thereof, shall from time to time enumerate the duties, obligations, and responsibilities of the directors, including their attendance at meetings of the Board and their participation in the activities of the Corporation.

Section 3.2 Number, Qualification, and Tenure.

(a) The number of directors comprising the Board shall be the sum of (i) four (4) ex-officio directors (as described below) who are affiliated with the University of South Alabama (the “University”) and (ii) up to five (5) directors who are not officers, employees, or trustees of the University. The ex-officio directors shall consist of those individuals holding the following positions at the University:

- (i) Chair Pro Tempore of the Board of Trustees of the University; and
- (ii) President of the University; and
- (iii) Chief Financial Officer of the University; and
- (iv) Executive Vice President of the University

(b) The Board of Trustees of the University shall elect five (5) directors to serve on the Board from a slate presented by the Board of the Corporation. These directors shall serve staggered terms as described in (c) below. The Board of Trustees of the University shall have the absolute right, in its sole discretion, to decline to elect any one or more of the director nominees included in the slate presented to it by the Board of the Corporation and to request that a substitute slate be presented with different nominees. This

process shall be repeated, if necessary, until the Board of Trustees of the University has selected directors to fill any directorships the term of which has expired or will expire at the next annual meeting of the Board.

(c) The term of office of the five (5) directors who are elected to serve on the Board in the manner described in (b) above shall be four consecutive years; Each term of the directors elected by the Board of Trustees of the University in accordance with (b) above shall expire four (4) years after said director's appointment. Directors shall hold office until their successors have been duly elected and qualified or until their deaths or until they shall resign or shall have been removed from office in the manner provided in these Bylaws. Directors need not be residents of the State of Alabama.

Section 3.3 Resignation. Any director may resign at any time by giving written notice of such resignation to the Chair or Vice-Chair of the Board and to the Chair Pro Tempore of the Board of Trustees of the University.

Section 3.4 Vacancies. In the event of a vacancy in the Board of Directors resulting from a vacancy of any of the positions at the University described in Section 3.2(a)(i) through (iv), the vacancy in the Board shall be filled at such time as the vacancy of such position at the University is filled; provided; however, that persons appointed as "acting" positions described in Section 3.2(a)(i) through (iv) shall serve on this Board consistent with said "acting" appointment at the University. In the event of a vacancy in the Board with respect to any of the five (5) directors elected by the Board of Trustees of the University in accordance with Section 3.2(b) above, such vacancy shall be filled using the procedures set forth therein with the replacing board member serving the remainder of the term associated with the vacant position.

Section 3.5 Annual and Regular Meetings. A regular meeting of the Board, which shall be the annual meeting thereof, shall be held in June of each year, unless the Board shall determine to hold its annual meeting at some other time. At the annual meeting, the Board shall appoint the officers of the Corporation for the coming year and shall transact such other business as shall come before the directors at such meeting. Additional regular

meetings of the Board shall be held at such times and places as may be determined by the Chair or Vice-Chair of the Board. There shall be at least one (1) regular meeting of the Board, including the annual meeting thereof, during each calendar year.

Section 3.6 Special Meetings. A special meeting of the Board may be called by the Chair or Vice-Chair of the Board or the President, or upon written request of two directors.

Section 3.7 Notice of Meetings. Written notice stating the place, date, and time of the meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called and the name or names of the person or persons by whom or at whose direction the special meeting is called shall, except in extraordinary situations, be given each director not less than five (5) days before the date of any annual or regular meeting and not less than two (2) business days before the date of any special meeting, either personally, by mail, by facsimile or by electronic mail, by or at the direction of the Chair or the Vice-Chair of the Board, the President, or the Secretary. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, addressed to the member at such member's address as it appears in the records of the Corporation, with postage thereon prepaid. If by facsimile or electronic mail, such notice shall be deemed to be delivered upon confirmation to the sender that such facsimile transmission or electronic mailing is complete. Each director shall be responsible for keeping the Secretary informed as to such director's proper mailing address and facsimile number. A director may waive his or her right to notice of the annual or a special meeting.

Section 3.8 Meeting by Telephone. Members of the Board or any committee designated thereby may participate in a meeting of the Board or a committee thereof by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time and participation by such means shall constitute presence in person at a meeting.

Section 3.9 Quorum. The presence of a majority of the directors then serving on the Board at the annual or any regular or special meeting thereof shall constitute a quorum for the conduct of business. If less than a majority of the directors are present at a meeting of the Board, a majority of the directors present may adjourn the meeting from time to time without further notice. At such adjourned meeting at which a quorum shall be present, any business may be transacted which might have been transacted at the meeting as originally noticed. Directors present at a duly organized meeting thereof may continue to transact business until adjournment, notwithstanding the withdrawal of enough directors to leave less than a quorum.

Section 3.10 Chair and Vice-Chair. At all meetings of the Board, the Chair, or in the absence of the Chair, the Vice-Chair, or in the absence of both the Chair and the Vice-Chair, an acting chair chosen by the Directors, shall preside over the meeting.

Section 3.11 Acts of the Board. The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board.

Section 3.12 Action Without a Meeting. Any action required or permitted to be taken by the Board or a committee thereof at a meeting may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the directors or all of the members of the committee, as the case may be. Such consent shall have the same effect as a unanimous vote of the directors or the members of such committee.

Section 3.13 Conflicts of Interest. Each director shall notify and disclose to the Board any real, potential or perceived conflict of interest of such director with respect to any matter coming before the Board for a vote or action thereon. No director having a conflict of interest shall vote on such matter and no such director shall be counted for purposes of determining whether a quorum exists at a meeting when such matter is considered and acted upon by the Board.

Section 3.14 Removal. A director may be removed or suspended at any time with or without cause by a majority vote of the Board of Trustees of the University, acting in its sole and absolute discretion.

ARTICLE IV

Officers

Section 4.1 Positions and Terms of Office. The officers of the Corporation shall consist of Chair and Vice-Chair of the Board, President, one or more Vice-Presidents, Secretary, Treasurer, and such other officers with such powers not inconsistent with these Bylaws as may be appointed by the Board. The Chair of the Board shall be the Chair Pro Tempore of the Board of Trustees of the University. The President of the Corporation shall be the President of the University. Any two or more offices of the Corporation, except those of the Chair and Vice-Chair and the President and Secretary, may be held by the same person.

Section 4.2 Election and Term of Office. The Vice-Chair shall be appointed by the Board from among their number. The officers of the Corporation authorized herein shall be elected by the Board, except the Chair of the Board and the President of the Corporation, and need not be members thereof at the time of their appointment. Unless otherwise determined by the Board, each officer, except the Chair of the Board and the President of the Corporation, shall hold office for a three year term commencing with the date of such officer's appointment by the Board unless such officer is earlier removed from office by the Board in the manner hereinafter provided or until the death, retirement, resignation, or other event resulting in such officer ceasing to hold office. The Chair of the Board and President of the Corporation shall remain as Chair of the Board and President of the Corporation so long as each remains Chair Pro Tempore of the Board of Trustees of the University and President of the University respectively.

Section 4.3 Vacancies. In case any office of the Corporation becomes vacant by death, resignation, retirement, disqualification, or any other cause, such vacancy shall be filled by the Board, and the officer so elected shall hold office and serve until the appointment

and qualification of his or her successor, except that the Chair of the Board must be the person acting as Chair Pro-Tempore of the Board of Trustees of the University and the President of the Corporation must be the person acting as President of the University.

Section 4.4 Removal. Any officer, except the Chair of the Board and the President of the Corporation, may be removed from office by the Board at any regular or special meeting called for that purpose.

Section 4.5 Duties of Officers. The officers of the Corporation, if and when elected by the Board, shall have the following duties:

(a) Chair of the Board. The Chair of the Board, subject to the direction of the Board, shall supervise and control the business and affairs of the Corporation. The Chair shall preside at all meetings of the Board and may call special meetings as provided herein. He/she shall serve as Chair of the Executive Committee, and shall appoint such committees as may be authorized by these Bylaws, or as he/she may deem desirable, fill vacancies which will occur on such committees, and give final approval to the agenda for the Board meeting. In general, the Chair shall perform all duties incident to the office of Chair of the Board and such other duties as may be prescribed by the Board.

(b) Vice-Chair of the Board. At the request of the Chair, or in the absence of the Chair, the Vice-Chair shall perform the duties and possess and exercise the powers of the Chair and, to the extent authorized by applicable law and these Bylaws, the Vice-Chair shall have such other powers as the Board may determine, and shall perform such other duties as may be assigned to the Vice-Chair by the Board.

(c) President. The President shall be the chief executive officer of the Corporation and he/she shall serve as a member of the Executive Committee. He/she shall have in his or her charge the general and active management of its affairs and of such areas and divisions of the business of the Corporation as may be designated by the Board. In the absence of the Chair and the Vice-Chair or in the event of each their deaths or inability

to act, the President shall perform the duties of the Chair and the Vice-Chair, and when so acting, shall have all the powers of and be subject to all the restrictions upon the Chair and the Vice-Chair. With appropriate authorization by the Board, the President may sign deeds, mortgages, bonds, contracts or other instruments on behalf of the Corporation except where required by law to be otherwise signed and executed and except where the signing and execution thereof shall be expressly delegated by the Board to some other officer or agent of the Corporation. In general, the President shall perform all duties incident to the offices of President and Chief Executive Officer and such other duties as may be prescribed by the Board.

(d) Vice-Presidents. In the absence of the President or in the event of the President's death or inability to act, the Vice-President (or in the event there be more than one vice-president, the Vice-Presidents in the order determined by the Board) shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. Any vice-president shall perform such duties as from time to time may be assigned to him by the Chair, the President or the Board.

(e) Secretary. The Secretary shall keep the minutes of the proceedings of the Board and any committees appointed by the Board in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; be custodian of the corporate records and of the seal of the Corporation; see that the seal of the Corporation is affixed to all documents, the execution of which on behalf of the Corporation under its seal is duly authorized; keep a register of the post office address of each member which shall be furnished to the Secretary by such member; and in general perform all duties incident to the Office of Secretary and such other duties as from time to time may be assigned to the Secretary by the Chair, the President or the Board. If there is no Treasurer of the Corporation, the Secretary shall assume the authority and duties of Treasurer.

(f) Treasurer. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Corporation, receive and give receipts for

moneys due and payable to the Corporation from any source whatsoever, and deposit all such moneys in the name of the Corporation in such banks, trust companies or other depositories as may be designated by the Board, and in general perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to the Treasurer by the Chair or Vice-Chair, the President, or the Board. With the approval of the Board, the Treasurer shall have the authority to cause all stocks, bonds, securities, and other financial instruments not constituting readily available funds that are received by the Corporation to be sold in such a manner as to not result in any diminution in the value thereof and the proceeds therefrom to be deposited to one or more accounts of the Corporation. If required by the Board, the Treasurer shall give a bond for the faithful discharge of his or her duties in such sum and with such surety or sureties as the Board shall determine.

(g) Assistant Secretaries and Assistant Treasurers. The Assistant Secretary, or if there shall be more than one, the Assistant Secretaries in the order determined by the Board, shall, in the absence or disability of the Secretary, perform the duties and exercise the powers of the Secretary. The Assistant Treasurer, or if there shall be more than one, the Assistant Treasurers in the order determined by the Board, shall, in the absence or disability of the Treasurer, perform the duties and exercise the powers of the Treasurer. The Board may require any Assistant Treasurer to give a bond for the faithful discharge of his or her duties in such sums and with such surety or sureties as the Board shall determine. The Assistant Secretaries and Assistant Treasurers shall all perform such other duties as shall be assigned to them by the Secretary and Treasurer, respectively, or by the Chair or Vice-Chair, the President, or the Board.

ARTICLE V

Committees

Section 5.1 Committees of Directors. The Board, by resolution adopted by a majority of the directors at a duly called meeting thereof, may designate one or more committees, which committees, to the extent provided in such resolution, shall have and exercise the authority of the Board in the management of the Corporation, except that no such

committee shall have the authority of the Board in reference to amending, altering or repealing these Bylaws; electing, appointing or removing any member of any such committee or any director or officer of the Corporation; amending the Articles of Incorporation of the Corporation, restating the Articles of Incorporation of the Corporation, adopting a plan of merger or adopting a plan of consolidation with another organization; authorizing the sale, lease, exchange or mortgage of all or substantially all of the property and assets of the Corporation; authorizing the voluntary dissolution of the Corporation or revoking proceedings therefor; adopting a plan for the distribution of the assets of the Corporation; or amending, altering or repealing any action or resolution of the Board which by its terms provides that it shall not be amended, altered or repealed by such committee. Each committee so designated by the Board shall be comprised of two or more directors and such other persons as are appointed to the committee by the Board. The Board may at any time, in its sole and absolute discretion, terminate the existence of any committee designated pursuant to this Section 5.1.

Section 5.2 Executive Committee. The Corporation shall have an Executive Committee which shall be comprised of the Chair of the Board, the President of the Corporation, and any other directors appointed by the Board from time to time to serve on the Executive Committee. Except as provided in Section 5.1 above, the Executive Committee shall possess and may exercise all the powers and functions of the Board in the management and direction of the affairs of the Corporation in all cases in which specific directions shall not have been given by the Board.

Section 5.3 Standing Committees. The Chair shall have authority to appoint standing committees and to designate the chairperson of each such committee. Each standing committee of the Corporation shall be chaired by a member of the Board, but may have as part of its membership persons not presently serving as a director of the Corporation. A written statement of the purposes and responsibilities of each standing committee shall be prepared by the Chair thereof and submitted to the Executive Committee for its approval. Each standing committee shall keep records of its activities and shall, at such time as requested by the Executive Committee or Board of the Corporation, submit a report on work done by the said committee. No standing committee shall enter into any contract or incur any

indebtedness or financial obligation of any kind for or on behalf or in the name of the Corporation except as expressly authorized by the Executive Committee or the Board.

Section 5.4 Other Committees. It is anticipated that from time to time *ad hoc* committees will be appointed and approved by the Board.

Section 5.5 Committee Governance. Subject to approval by the Board or the Executive Committee, each committee of the Corporation shall have the power to adopt such rules and procedures as may be necessary for the effective conduct of the work entrusted to it.

ARTICLE VI

Financial Reporting and Compensation

Section 6.1 Financial Reports and Audits. The Corporation shall cause to be prepared and delivered to the Board of Trustees of the University an annual report containing a summary of operations of the Corporation for the immediately preceding year and financial and other information for such year similar to that which is required to be reported on an IRS Form 990 filed by tax-exempt organizations with the Internal Revenue Service. The Board of Trustees shall have the right at any time, and from time to time, to cause an audit of the Corporation's financial records to be performed at the expense of the Corporation.

Section 6.2 Compensation. Directors, officers and committee members are expected to serve without compensation. A director, officer or committee member shall be reimbursed for properly substantiated expenses incurred in connection with the fulfillment of that director's, officer's or committee member's authorized duties or responsibilities or which are otherwise directly related to the business or affairs of the Corporation and which are deemed to be reasonable in amount by an officer of the Corporation.

ARTICLE VII

Contracts; Commitments

Unless expressly authorized by the Board or Executive Committee of the Corporation, and except as provided in these Bylaws, no officer, agent, employee or other person or persons having any relationship or affiliation with the Corporation shall have any power or authority to cause the Corporation to enter into any contract or commitment or to undertake any obligation or incur any liability for any purpose whatsoever.

ARTICLE VIII

Exculpation of Directors

Section 8.1 Acts of Director. No director shall be liable to anyone for any acts on behalf of the Corporation or any omissions with respect to the Corporation committed by such director, except for his or her own willful neglect or default.

Section 8.2 Acts of Other Directors. No director shall be liable to anyone for any act of neglect or default on the part of any one or more of the other directors in the absence of specific knowledge on the part of such director of such neglect or default.

Section 8.3 Indemnification of Directors, Officers and Others. The Corporation shall indemnify any member of the Board or officer or former member of the Board or former officer, or any person who is serving or who has served at the request of the Corporation as a director or officer of another Corporation, whether such other Corporation be for profit or not for profit, in which the Corporation owns shares of capital stock or of which it is a creditor, against expenses (including attorneys' fees) actually and reasonably incurred by him in connection with the defense of any action, suit or proceeding, civil or criminal, in which he is made a party by reason of his being or having been such director or officer, except in relation to matters as to which he shall have been adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of his duty with respect to the matter in which indemnity is sought. By order of the Board, the Corporation may, under comparable terms and limitations, indemnify employees and agents of the Corporation with respect to activities within the scope of their services.

Section 8.4 Insurance. Nothing herein provided shall limit or otherwise affect the power of the Corporation to purchase and maintain insurance on behalf of any person who is or was a director, trustee, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation in any of such capacities with respect to another Corporation, against any liability asserted against him and incurred by him in any such capacity or arising out of his status as such, whether or not the Corporation would have the power or would be required to indemnify him against such liability under the provisions of these Bylaws or any applicable law.

ARTICLE IX

General

Section 9.1 Fiscal Year. The Corporation shall operate on the basis of a fiscal year ending on September 30 of each year.

Section 9.2 Checks. All checks or demands for money and notes of the Corporation shall be signed by any two of the following officers: Chair of the Board, President of the Corporation, or Treasurer of the Corporation. The Board, by resolution from time to time, may confer like powers upon any other person or persons.

Section 9.3 Deposits. All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in one or more banks, trust companies or other depositories as the Board or the Executive Committee may from time to time designate, upon such terms and conditions as shall be fixed by the Board or the Executive Committee. The Board or the Executive Committee may from time to time authorize the opening and keeping, with any such depository as it may designate, of general and special bank accounts and may make such special rules and regulations with respect thereto, not inconsistent with the provisions of these Bylaws, as it may deem necessary.

Section 9.4 Corporate Seal. The Board shall select a corporate seal which shall have inscribed thereon the name of the Corporation, the words "Alabama" and

"Corporate Seal," and such seal may include the date of incorporation of the Corporation. The seal may be used by causing it or a facsimile thereof to be impressed or affixed or in any manner reproduced.

Section 9.5 Voting of Corporation's Securities. Unless otherwise ordered by the Board, the Chair or Vice-Chair of the Board, the President or any Vice-President, or such other officer as may be designated by the Board to act in the absence of the Chair or Vice-Chair of the Board, the President or any Vice-President, shall have full power and authority on behalf of the Corporation to attend and to act and to vote, and to execute a proxy or proxies empowering others to attend and to act and to vote, at any meetings of security holders of any Corporation in which the Corporation may hold securities, and at such meetings the Chair of the board, or such other officer of the Corporation, or such proxy, shall possess and may exercise any and all rights and powers incident to the ownership of such securities, and which as the owner thereof the Corporation might have possessed and exercised, if present. The Secretary or any Assistant Secretary may affix the corporate seal to any such proxy or proxies so executed by the Chair of the Board, or such other officer, and attest the same. The Board by resolution from time to time may confer like powers upon any other person or persons.

Section 9.6 Gifts. The Board may accept on behalf of the Corporation any contribution, gift, bequest or devise for and consistent with the general purposes, or for and consistent with any specific purpose, of the Corporation.

Section 9.7 Limitation on Pecuniary Obligations. No pecuniary obligation of more than Twenty-Five Thousand Dollars (\$25,000.00) shall be undertaken by the Corporation or any director, officer or employee thereof, without sanction by resolution of the Board or the Executive Committee adopted at a duly called meeting thereof or by an action by written consent signed by all the members thereof unless said obligation is deemed necessary for normal operations of the assets of the Corporation. In such case, this limit shall be increased to Fifty Thousand Dollars (\$50,000.00) and each such expenditure shall be communicated to the Board at the next immediate meeting of the Board.

Section 9.8 Additional Organizations. The Board may authorize the formation of such subsidiary, auxiliary, associated and affiliated organizations as will in the opinion of the Board assist in effecting the purposes of the Corporation. The organizational and governing documents and instruments of any subsidiary, auxiliary, associated or affiliated organization so authorized shall be subject to the approval of the Board or the Executive Committee. Each such authorization shall, regardless of its terms, be revocable at any time in the sole discretion of the Board.

ARTICLE X

Amendment of Bylaws

Any amendment of the provisions of these Amended Bylaws shall require the joint approval of the Board and the Board of Trustees of the University. No amendment to these Amended Bylaws may be made so as to avoid any limitations imposed by the Articles of Incorporation of the Corporation as they may at any time exist.

The foregoing were adopted as the Amended Bylaws of USA Research and Technology Corporation, a nonprofit corporation organized pursuant to the Alabama Nonprofit Corporation Act, at the meeting of its Board of Directors held on September 30, 2024.

Board Secretary

STATE OF ALABAMA

COUNTY OF MOBILE

The undersigned authority hereby certifies that _____, whose name as Secretary for the USA Research and Technology Corporation is signed to the foregoing document, and who is known to me, acknowledged before me on this date that, being informed of the contents of the foregoing document, _____, as such officer and with full authority, executed the same voluntarily for and as the act of the USA Research and Technology Corporation. Given under my hand the _____ day of _____ of 2024.

NOTARY PUBLIC

My commission expires: _____



UNIVERSITY OF SOUTH ALABAMA

MEMORANDUM

Office of Research and Economic Development

DATE: November 7, 2024

TO: President Jo Bonner

FROM: Michael Chambers, Interim Vice President for Research

A handwritten signature in black ink, appearing to read 'Michael Chambers', written in a cursive style.

SUBJECT: Agenda Item for the University of South Alabama Board of Trustees Meeting on December 5, 2024

Cc: Monica G. Ezell, Executive Assistant to the Board of Trustees (by email)

I recommend the attached resolution be presented for consideration to the USA Board of Trustees at the December 5th, 2024 meeting. The USA Foundation for Research and Commercialization (FRAC) Board of Directors recently approved, by unanimous consent, the nomination of individuals to serve an additional term as FRAC director, as set forth in the resolution.

Attachment

A handwritten signature in black ink, appearing to read 'Jo Bonner', written in a cursive style.

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 was approved by the Board of Trustees (“Board”) of the University of South Alabama (“University”) 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 who currently serve as USAFRAC directors have been nominated and are eligible and willing to serve another term, to become effective forthwith and expiring October 2026:

- Mr. David Trent
- Mr. Glyn Agnew

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

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**



**LONG-RANGE PLANNING
COMMITTEE**

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**

Long-Range Planning Committee

September 12, 2024

3:22 p.m.

A meeting of the Long-Range Planning Committee of the University of South Alabama (“USA,” “University”) Board of Trustees was duly convened by Ms. Chandra Brown Stewart, Chair, on Thursday, September 12, 2024, at 3:22 p.m. in the Board Room of the Frederick P. Whiddon Administration Building. Meeting attendance was open to the public.

Members: Chandra Brown Stewart, Ron Jenkins, Lenus Perkins, Steve Stokes, Mike Windom and Jim Yance were present, and Bill Lewis participated remotely.

Other Trustees: Alexis Atkins, Scott Charlton, Steve Furr, Luis Gonzalez, Ron Graham, Arlene Mitchell and Jimmy Shumock.

Administration & Guests: Owen Bailey, Jim Berscheidt, Joél Billingsley, Jo Bonner, Casey Cascio, Angela Coleman, Kristin Dukes, Joel Erdmann, Monica Ezell, Charlie Guest, Buck Kelley, Andi Kent, Nick Lawkis, John Marymont, Mike Mitchell, Kristen Roberts, Margaret Sullivan, Peter Susman, and Christina Wassenaar and Bret Webb (Faculty Senate).

Following the attendance roll call, **Item 29**, Ms. Brown Stewart called for consideration of the minutes for a meeting held on June 6, 2024, **Item 30**. On motion by Mr. Yance, seconded by Capt. Jenkins, the Committee voted unanimously to adopt the minutes.

Ms. Brown Stewart called on Dr. Angela Coleman, Associate Vice President for Institutional Effectiveness, who provided a report on the newly developed University Scorecard, **Item 31**. Dr. Coleman reviewed the Scorecard purpose and goals, and pointed out the differences between the new and previous Scorecards. She introduced and gave background on Dr. Casey Cascio, Coordinator of University Surveys in the Office of Institutional Effectiveness, who shared a brief overview on the Scorecard, reviewing the institutional priorities; addressing key terms and data sources; and sharing examples of items in the Scorecard. Dr. Coleman talked about updates being made to the survey program, and she noted the Scorecard would continue to evolve with input from the University’s Institutional Planning and Assessment Committee. In closing, she invited the Trustees to share their feedback on the Scorecard.

There being no further business, the meeting was adjourned at 3:36 p.m.

Respectfully submitted:

Chandra Brown Stewart, Chair

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**



COMMITTEE OF THE WHOLE

**UNIVERSITY OF SOUTH ALABAMA
BOARD OF TRUSTEES**

Committee of the Whole

**September 12, 2024
3:36 p.m.**

A meeting of the Committee of the Whole of the University of South Alabama (“USA,” “University”) Board of Trustees was duly convened by Ms. Arlene Mitchell, Chair *pro tempore*, on Thursday, September 12, 2024, at 3:36 p.m. in the Board Room of the Frederick P. Whiddon Administration Building. Meeting attendance was open to the public.

Members: Alexis Atkins, Chandra Brown Stewart, Scott Charlton, Steve Furr, Luis Gonzalez, Ron Graham, Ron Jenkins, Arlene Mitchell, Lenus Perkins, Jimmy Shumock, Steve Stokes, Mike Windom and Jim Yance were present, and Bill Lewis participated remotely.

Member Absent: Kay Ivey.

Administration & Guests: Owen Bailey, Jim Berscheidt, Joél Billingsley, Jo Bonner, Kristin Dukes, Joel Erdmann, Monica Ezell, Charlie Guest, Buck Kelley, Andi Kent, Nick Lawkis, John Marymont, Mike Mitchell, Kristen Roberts, Margaret Sullivan, Peter Susman, and Christina Wassenaar and Bret Webb (Faculty Senate).

Following the attendance roll call, **Item 32**, Chair Mitchell called for consideration of the minutes for a meeting held on June 6, 2024, **Item 33**. On motion by Ms. Atkins, seconded by Dr. Stokes, the Committee voted unanimously to adopt the minutes.

Chair Mitchell called for consideration of a resolution authorizing the membership of the Executive Committee, **Item 34**. On motion by Mr. Shumock, seconded by Capt. Jenkins, the Committee voted unanimously to recommend approval of the resolution by the Board of Trustees.

Chair Mitchell called for consideration of a resolution of commendation recognizing Mr. Tom Corcoran for his service as a member of the Board of Trustees and conveying to Mr. Corcoran the title of *Trustee Emeritus*, **Item 35**. On motion by Dr. Furr, seconded by Mr. Yance, the Committee voted unanimously to recommend approval of the resolution by the Board of Trustees.

In accordance with the provisions of the Alabama Open Meetings Act, Chair Mitchell made a motion to convene an executive session for an anticipated duration of 45 minutes for the purpose of discussing pending or threatened litigation, as well as preliminary negotiations involving a matter of trade or commerce, **Item 36**. She stated that Ms. Dukes had submitted the required written declaration for the minutes and that adjournment of the meeting would be in effect upon the conclusion of the executive session. Dr. Charlton seconded and, at 3:39 p.m., the Committee voted unanimously to convene an executive session, as recorded herein. The executive session began at 3:46 p.m.:

AYES:

- Ms. Atkins
- Ms. Brown Stewart
- Dr. Charlton
- Dr. Furr
- Mr. Gonzalez
- Mr. Graham
- Capt. Jenkins
- Judge Lewis
- Ms. Mitchell
- Mr. Perkins
- Mr. Shumock
- Dr. Stokes
- Judge Windom
- Mr. Yance

There being no further business, the meeting was adjourned at 4:23 p.m.

Respectfully submitted:

Arlene Mitchell, Chair *pro tempore*