

**AUBURN UNIVERSITY BOARD OF TRUSTEES  
SPECIAL CALLED TELEPHONE MEETING  
FRIDAY, APRIL 3, 2020  
9:00 A.M. (CST)**

*Telephone conference instructions to join by phone:*

*(312) 626-6799*

*or*

*(346) 248-7799*

*Conference ID: 452 787 9439*

*Password for Listeners/Public: 123456*

1. Approval of the February 7, 2020 Reconvened Meeting Minutes
2. Approval of the March 26, 2020 Special Called Telephone Meeting Minutes
3. Resolution Authorizing North Alabama Horticulture Substation Conveyance (Dan King)
4. Resolution Authorizing the Issuance of Revenue Bonds (Kelli Shomaker)
5. Resolution - Awarding of Degrees for Spring Semester 2020
6. President Gogue's Update Regarding COVID-19

**MINUTES NOT YET APPROVED**

MINUTES OF RECONVENED MEETING OF THE  
BOARD OF TRUSTEES  
OF  
AUBURN UNIVERSITY

FEBRUARY 7, 2020

**RECONVENED MEETING AGENDA**

**AUBURN UNIVERSITY BOARD OF TRUSTEES**

1. Approval of the November 22, 2019 Reconvened Meeting Minutes
2. AUM Chancellor's Report
3. President's Report
4. Action Items and Committee Reports
  - A. Joint Audit and Compliance and Finance Committee | Chairperson Dumas
    1. Proposed Auburn University Affiliated Housing Rate for the 2020-2021 Academic Year
  - B. Property and Facilities Committee | Chairperson DeMaioribus
    1. Tony and Libba Rane Culinary Science Center, Budget Increase
    2. Leach Science Center Basement Build-Out, Final Approval
    3. University Student Housing – Phase 1, Architect Selection
    4. Goodwin Hall Professional Recording Studio, Project Initiation and Architect Selection
    5. Ham Wilson Arena Renovation, Project Initiation and Architect Selection
    6. Jordan-Hare Stadium Annual Maintenance, Project Approval and Authorization to Execute the Work
  - C. Academic Affairs Committee | Chairperson Newton
    1. Proposed Bachelor of Landscape Architecture
    2. Proposed Master of Science in Brewing Science and Operations (Non-Thesis)
    3. Proposed Department of Supply Chain Management
    4. Proposed Renaming of the Department of Psychology as the Department of Psychological Sciences

## MINUTES NOT YET APPROVED

### D. Executive Committee | Chairperson McCrary

1. Posthumous Awarding of the Bachelor of Science in Business Administration to Robert C. Watson
  2. Discussion Concerning Dr. Gogue's Title
  3. Proposed 2020-2021 Board of Trustees Meeting Dates
  4. Proposed Awards and Namings
5. Recess Meeting



## MINUTES NOT YET APPROVED

### MINUTES OF A RECONVENED MEETING OF THE AUBURN UNIVERSITY BOARD OF TRUSTEES FRIDAY, FEBRUARY 7, 2020 ROOMS 222-223, TAYLOR CENTER AUBURN UNIVERSITY AT MONTGOMERY

The Board of Trustees of Auburn University convened its meeting at 9:30 a.m., Friday, February 7, 2020, in Rooms 222-223 of the Taylor Center at Auburn University at Montgomery. *President Pro Tempore* Wayne Smith asked for the roll call by Board Secretary Jon Waggoner. The following named members of the Board of Trustees were deemed to be in attendance: Lloyd Austin, Mike DeMaoribus, Bob Dumas, Elizabeth Huntley, Gaines Lanier, Charles McCrary, Sarah Newton, James Pratt, Jimmy Rane, Quentin Riggins, B.T. Roberts, Clark Sahlie, Jimmy Sanford, and Wayne Smith.

Governor Kay Ivey, Chairperson of the Board of Trustees and Raymond Harbert were absent from the meeting. The individuals listed above represent all persons recognized as members of the Board of Trustees of Auburn University at the time of the meeting. Also sitting with the Board were Michael Baginsky, Faculty Advisor for Auburn University; Aaron Cobb, Faculty Advisor for AUM; Mary Margaret Turton, Auburn University Student Government Association President; and Ciara Freeman, AUM Student Government Association President. Jon Waggoner attended as Secretary to the Board of Trustees.

Other persons in attendance at the meeting included the following: Jay Gogue, Interim President; Bill Hardgrave, Provost and Senior Vice President for Academic Affairs; Carl Stockton, Chancellor of AUM; Mrinal Varma, Provost of AUM; Maran White, University Counsel; Bobby Woodard, Senior Vice President for Student Affairs; Kelli Shomaker, Vice President for Business and Finance and Chief Financial Officer; Brian Keeter, Director of Public Affairs; Jared White, Executive Director of Governmental Affairs; Allen Greene, Director of Athletics; Dan King, Associate Vice President for Facilities; Larry Filmer, Executive Director of External Engagement and Support; Steve Pelham, Associate Vice President for Economic Development; Mike Clardy, Assistant Vice President for Communications and Marketing; Benny LaRussa, Chair of the Auburn University Foundation Board of Directors; Van Henley, President of the Auburn Alumni Association; Nedret Billor, Chair of the Auburn University Senate and Auburn University Faculty Representative, Academic Affairs Committee; Tara L.R. Beziat, Auburn University Senate, AUM Committee; Ira Bowen, Auburn University Faculty Representative, Agriculture and Natural Resources Committee; Andrew McLelland, Auburn University Faculty Representative, Finance Committee; Kim Brackett, AUM Faculty Representative, Finance Committee; Ana Franco-Watkins, Auburn University Faculty Representative, Institutional Advancement Committee; David Hinson, Auburn University Faculty Representative, Property and Facilities Committee; Karley Riffe, Auburn University Faculty Representative, Student Affairs Committee; Paige Patterson, Chair-Elect of the Auburn University Administrative and Professional Assembly; Kim Brumeloe, Chair-Elect of the Auburn University Staff Council; and Audrey Shaw, President of the AUM Staff Council.

## MINUTES NOT YET APPROVED

At 11:00 a.m., *President Pro Tempore* Smith asked University Counsel White if there were matters to be discussed in Executive Session. University Counsel White indicated that there were pending or potential litigation matters to discuss. A motion was received from *President Pro Tempore* Smith to move into Executive Session. The motion was seconded by Ms. Huntley, and the Board of Trustees unanimously approved the motion to enter Executive Session and reconvene in approximately thirty minutes.

After reconvening the meeting at 11:30 a.m., *President Pro Tempore* Smith asked for a motion to adopt the minutes from the November 22, 2019 Reconvened Meeting. A motion was received from Ms. Huntley. The motion was seconded by Ms. Newton, and the Board of Trustees unanimously approved the following minutes:

**MINUTES NOT YET APPROVED**

RESOLUTION

APPROVAL OF MINUTES

WHEREAS, copies of the minutes of the Reconvened Meeting on Friday, November 22, 2019 have been distributed to all members of the Board of Trustees for review; and

WHEREAS, the members have reviewed the minutes and determined that they constitute a true and correct recitation of the business of such a meeting.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees that the minutes of its Friday, November 22, 2019 meeting is hereby approved and distributed.



## MINUTES NOT YET APPROVED

Following the approval of the November 22, 2019 Meeting Minutes, *President Pro Tempore* Smith called upon Dr. Stockton for the AUM Chancellor's Report. Dr. Stockton began his report by welcoming everyone to the AUM campus. Then, Dr. Stockton reported on the following items: hiring of a new Dean of Students, Josh Roberts; a partnership between AUM and Chattahoochee Valley Community College; re-establishing the AUM Business Breakfasts; increasing the internet speed on the AUM campus from 1 GB to 10 GB; AUM online programs earning recognition in the *U.S. News & World Report's* 2020 Best Online Programs list; growth in enrollment; and the implementation of a new strategic plan. Dr. Stockton concluded by thanking the Board for their support during his tenure as Chancellor and acknowledged the impact the Board has had on AUM.

Subsequently, *President Pro Tempore* Smith called upon Dr. Gogue for the President's Report. Dr. Gogue began his report by welcoming everyone to the first meeting of the year, especially at the AUM Campus in Montgomery. Then, Dr. Gogue reported on the following items: a restatement of AUM's partnership with Chattahoochee Valley Community College which closely mirrors that of Auburn's relationship with Southern Union State Community College; a congratulations to AUM on being recognized in the recent *U.S. News & World Report* online program rankings; a commendation of Auburn University Student Government Association President Mary Margaret Turton for a successful term; a brief report on the Alabama legislative session and the outstanding work Jared White, Executive Director of Governmental Affairs, has done for the University over the past year; an announcement of the University's recommendation concerning travel plans outside of the United States concerning the Coronavirus; and a congratulations to Kevin Robinson, Associate Vice President for Audit, Compliance and Privacy, for his outstanding work.

After the President's Report, *President Pro Tempore* Smith then moved to Committee Reports as follows:

## **MINUTES NOT YET APPROVED**

### **Joint Audit and Compliance and Finance Committee**

Chairperson Dumas indicated that the Joint Audit and Compliance and Finance Committee met earlier in the day and discussed one item. Chairperson Dumas moved for adoption of a unanimous consent agenda. The motion was seconded by Ms. Huntley, and the following resolution was approved by voice vote.

The following resolution was approved in the unanimous consent agenda:

**MINUTES NOT YET APPROVED**

RESOLUTION

PROPOSED AUBURN UNIVERSITY AFFILIATED HOUSING RATE FOR  
2020-2021 ACADEMIC YEAR

WHEREAS, Auburn University Housing (AUH) has negotiated a lease of apartments in the 160 Ross apartment complex, which AUH will offer to students as university affiliated housing; and

WHEREAS, AUH proposes the housing rates for 160 Ross that appear in Attachment A for the 2020-2021 academic year.

NOW THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that Dr. Jay Gogue, Interim President, or such person as may be acting as President, be and the same is hereby authorized to affect the proposed student housing rates for Auburn University affiliated housing, as displayed on Attachment A to this resolution, with the new rates becoming effective with the 2020 fall semester.

ATTACHMENT A



AUBURN UNIVERSITY  
UNIVERSITY HOUSING  
STUDENT AFFAIRS

Proposed Semester Rental Rates for Academic Year 2020-2021

Area	Room Type	Rental Rate
160 Ross	Double	\$5,000
	Quad	\$4,780

\*Summer Rate: (fall rate + spring rate)/3

\*\*Mini-mester Rate: (summer rate) x2

## MINUTES NOT YET APPROVED

### Property and Facilities Committee

Chairperson DeMaoribus indicated that the Property and Facilities Committee met earlier in the day and discussed numerous items. Chairperson DeMaoribus moved for adoption of a unanimous consent agenda. The motion was seconded by Mr. Lanier, and the resolutions were approved by voice vote with one abstention as follows: Mr. Rane abstained from voting on item number one, Tony and Libba Rane Culinary Science Center, Budget Increase. Concerning the sixth item, Jordan-Hare Stadium Maintenance, *President Pro Tempore* Smith expressed, on behalf of the Board of Trustees, a great urgency in completing the project as quickly, resourcefully, and efficiently as possible.

The following resolutions were approved in the unanimous consent agenda:



## MINUTES NOT YET APPROVED

### RESOLUTION

#### TONY AND LIBBA RANE CULINARY SCIENCE CENTER APPROVAL OF PROJECT BUDGET INCREASE

WHEREAS, at its meeting on February 15, 2019, the Board of Trustees adopted a resolution to approve a total project budget of \$95.4 million for the Tony and Libba Rane Culinary Science Center project; and

WHEREAS, the project was originally bid on April 25, 2019, with the low bid resulting in a total project cost of \$113.4 million, which exceeded the previously approved budget; and

WHEREAS, since that time, the Office of Development has identified approximately \$9.4 million in naming gift opportunities, with some naming gifts already committed, and has initiated conversations with donors regarding potentially significant gifts of other types; and

WHEREAS, the project was rebid on February 4, 2020, with four bids being received, all of which were lower than the original bid; and

WHEREAS, the lowest bid for the project establishes a new total project cost of \$110.0 million; and

WHEREAS, it is requested that the Board of Trustees adopt a resolution to establish a revised budget of \$110.0 million for the Tony and Libba Rane Culinary Science Center project to be financed by University General Funds, gifts, and operating revenues.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that the revised project budget for the Tony and Libba Rane Culinary Science Center is approved, and Jay Gogue, Interim President, or such other person as may be acting as President, in consultation with the Chair of the Property and Facilities Committee, is authorized to establish a revised budget for the project of \$110.0 million.

## MINUTES NOT YET APPROVED

### RESOLUTION

#### LEACH SCIENCE CENTER BASEMENT BUILD-OUT FINAL PROJECT APPROVAL

WHEREAS, at its previous meeting on November 22, 2019, the Board of Trustees adopted a resolution that approved the initiation and architect selection for the Leach Science Center Basement Build-Out project; and

WHEREAS, the project will build out shell space located in the Leach Science Center basement to provide additional research space for the Physics Department, to include two laser laboratories, a biophysics laboratory, and laboratory support areas; and

WHEREAS, the project will also relocate the College of Sciences and Mathematics Information Technology Department to the Leach Science Center basement; and

WHEREAS, the estimated total project cost for the Leach Science Center Basement Build-Out project is \$2.2 million, to be financed by College of Sciences and Mathematics funds; and

WHEREAS, pursuant to the Board of Trustees policy "D-3, Capital Projects Approval," the final approval of the project must be submitted to the Auburn University Board of Trustees through the Property and Facilities Committee.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that the Leach Science Center Basement Build-Out project is approved and that Jay Gogue, Interim President, or such other person as may be acting as President, be and the same is hereby authorized and empowered to perform the following tasks:

1. Establish a budget for the Leach Science Center Basement Build-Out project in the amount of \$2.2 million, to be financed by College of Sciences and Mathematics funds; and
2. Direct the consultants to complete the required plans and bid documents for the project; and
3. Solicit bids and award a contract for construction conditioned upon the lowest responsible and responsive bid being consistent with the project budget approved above.

## MINUTES NOT YET APPROVED

### RESOLUTION

#### UNIVERSITY STUDENT HOUSING – PHASE I APPROVAL OF PROJECT ARCHITECT SELECTION

WHEREAS, at its meeting of September 13, 2019, the Board of Trustees adopted a resolution that approved the initiation of the University Student Housing – Phase I project and authorized the commencement of the architect selection process; and

WHEREAS, the University Architect published a Request for Qualifications for design services, and thirteen architectural firms submitted their qualifications; and

WHEREAS, the University Architect, after conducting interviews with four candidate firms, determined that Niles Bolton Associates, of Atlanta, Georgia, was the firm best qualified to provide design services on this project; and

WHEREAS, pursuant to the Board of Trustees policy “D-3, Capital Projects Approval,” the selection of the project architect must be submitted to the Auburn University Board of Trustees, through the Property and Facilities Committee, for approval.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that Jay Gogue, Interim President, or such other person as may be acting as President, be and the same is hereby authorized and empowered to perform the following tasks:

1. Engage Niles Bolton Associates, of Atlanta, Georgia, to consult in the development of the facility program and project design; and
2. Limit the project planning and design development to the schematic design phase until such time as the program requirements, budget, funding plan, and site are approved by the Board.



## MINUTES NOT YET APPROVED

### RESOLUTION

#### GOODWIN HALL PROFESSIONAL RECORDING STUDIO APPROVAL OF PROJECT INITIATION AND PROJECT ARCHITECT SELECTION

WHEREAS, the College of Liberal Arts proposes a project to renovate existing areas in Goodwin Hall to provide a multipurpose professional recording studio; and

WHEREAS, the proposed project would support existing program and faculty needs, allow the College of Liberal Arts to expand its academic program in the Department of Music, and foster collaboration with the Harbert College of Business and the Samuel Ginn College of Engineering; and

WHEREAS, the University Architect recommends the approval of the firm C. Paul Butler, III Architects LLC of Montgomery, Alabama, as the architect for the project; and

WHEREAS, it is anticipated this project will be financed by College of Liberal Arts and University Repair and Renovation Funds; and

WHEREAS, pursuant to the Board of Trustees policy "D-3, Capital Projects Approval," the initiation of a project and the selection of the architect must be submitted to the Auburn University Board of Trustees through the Property and Facilities Committee.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that the initiation of the Goodwin Hall Professional Recording Studio project is approved and that Jay Gogue, Interim President, or such other person as may be acting as President, be and the same is hereby authorized and empowered to perform the following tasks:

1. Engage C. Paul Butler, III Architects LLC of Montgomery, Alabama, as project architect to consult in the development of the facility program and project design; and
2. Limit the project planning and design development to the schematic design phase until such time as the program requirements, budget, funding plan, and site are approved by the Board.

## MINUTES NOT YET APPROVED

### RESOLUTION

#### HAM WILSON ARENA RENOVATION APPROVAL OF PROJECT INITIATION AND ARCHITECT SELECTION

WHEREAS, the Associate Vice President for Facilities Management proposes a project to renovate the Ham Wilson Arena into a training facility for university staff; and

WHEREAS, Ham Wilson Arena was originally constructed in 1957 and has served many purposes over the years in support of the College of Agriculture, including livestock shows, classes, extension programs, and special events; and

WHEREAS, these activities have occurred less frequently in recent years, and as a result, Ham Wilson Arena has become underutilized and, due to its age, in need of a significant upgrade and repairs; and

WHEREAS, over the last several years, Facilities Management has accumulated reserve funds to build a training facility for its staff, and recent discussions with the College of Agriculture indicate that a mutually beneficial solution could be achieved by using the Facilities Management funds to renovate the Ham Wilson Arena into a training facility, principally for Facilities Management and other university staff; and

WHEREAS, to facilitate an accelerated design process, the University Architect recommends the approval of the firm JMR+H Architecture of Montgomery, Alabama, as the architect for the project; and

WHEREAS, pursuant to the Board of Trustees policy "D-3, Capital Projects Approval," the initiation of a project and the selection of the architect must be submitted to the Auburn University Board of Trustees through the Property and Facilities Committee.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that the initiation of the Ham Wilson Arena Renovation project is approved and Jay Gogue, Interim President, or such other person as may be acting as President, be and the same is hereby authorized and empowered to perform the following tasks:

1. Engage JMR+H Architecture of Montgomery, Alabama, as project architect to consult in the development of the facility program and project design; and
2. Limit the project planning and design development to the schematic design phase until such time as the program requirements, budget, funding plan, and site are approved by the Board.

**MINUTES NOT YET APPROVED**

**RESOLUTION**

**JORDAN-HARE STADIUM ANNUAL MAINTENANCE  
PROJECT APPROVAL AND AUTHORIZATION TO EXECUTE THE WORK**

WHEREAS, each year the Athletics Department plans and budgets for maintenance to be performed at Jordan-Hare Stadium; and

WHEREAS, in preparation, a building envelope and structural review of the stadium is conducted annually to identify and prioritize required maintenance and repair work; and

WHEREAS, the 2020 maintenance project consists of the application or replacement of deck coatings with associate joint sealants, extensive expansion joint replacements, concrete repairs, maintenance of steel railings, and miscellaneous painting; and

WHEREAS, the anticipated schedule for this maintenance is to begin after A-Day and to complete the work prior to the 2020 football season; and

WHEREAS, the overall cost of the maintenance project will not exceed \$1.4 million, to be financed by the Athletics Department.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that the Jordan-Hare Stadium Annual Maintenance project is approved and that Jay Gogue, Interim President, or such other person as may be acting as President, be and the same is hereby authorized and empowered to execute the project.

## MINUTES NOT YET APPROVED

### Academic Affairs Committee

Chairperson Newton indicated that the Academic Affairs Committee met earlier in the day and discussed numerous items. Chairperson Newton moved for adoption of a unanimous consent agenda. The motion was seconded by Ms. Huntley, and the resolutions were approved by voice vote.

The following resolutions were approved in the unanimous consent agenda:



## MINUTES NOT YET APPROVED

### RESOLUTION

#### PROPOSED BACHELOR OF LANDSCAPE ARCHITECTURE

WHEREAS, the College of Architecture, Design and Construction is committed to providing the highest quality instruction by offering programs that advance design thinking and building science to address critical challenges in the natural, built, and virtual environments; and

WHEREAS, the School of Architecture, Planning and Landscape Architecture is proposing a new program, the Bachelor of Landscape Architecture, for students interested in careers as licensed landscape architects; and

WHEREAS, the establishment of a Bachelor of Landscape Architecture would provide students with a curriculum that promotes sustainable and equitable solutions in all areas of the built environment and product development; and

WHEREAS, the proposed Bachelor of Landscape Architecture would address the growing need for professionals committed to developing solutions to urban and rural landscape issues and would be the only degree of its type in the State of Alabama; and

WHEREAS, the request to create the Bachelor of Landscape Architecture has been endorsed by the Dean of the College of Architecture, Design and Construction, the University Curriculum Committee, the Provost, and the Interim President.

NOW, THEREFORE, BE IT RESOLVED by Auburn University's Board of Trustees that the proposed Bachelor of Landscape Architecture from the College of Architecture, Design and Construction be approved and submitted to the Alabama Commission on Higher Education for review and approval.



**MINUTES NOT YET APPROVED**

**RESOLUTION**

**PROPOSED MASTER OF SCIENCE IN BREWING SCIENCE  
AND OPERATIONS (NON-THESIS)**

WHEREAS, the State of Alabama continues to experience a significant increase in tourism and tourism-related activity, resulting in a growing demand for qualified individuals to work across various aspects of the hospitality industry; and

WHEREAS, the Department of Nutrition, Dietetics and Hospitality Management supports Alabama's tourism industry by preparing graduates to work in Alabama's hospitality and restaurant industries; and

WHEREAS, the Department of Nutrition, Dietetics and Hospitality Management currently offers a graduate certificate in Brewing Sciences for professionals seeking advanced knowledge and skills in the malting, brewing and distilling industries; and

WHEREAS, the Department requests to establish a new graduate degree, the Master of Science in Brewing Science and Operations (Non-Thesis), to be offered via distance education; and

WHEREAS, the proposed degree would provide students and professionals with an advanced degree that combines the fields of craft brewing science and business practices appropriate for brewers, managers, and executives in the brewing industry; and

WHEREAS, the College of Human Sciences would be one of only two institutions nationally that offer such a degree program; and

WHEREAS, the proposal to establish a Master of Science in Brewing Science and Operations has been endorsed by the Dean of the College of Human Sciences, the Graduate Council, the Provost, and the Interim President.

NOW, THEREFORE, BE IT RESOLVED by Auburn University's Board of Trustees that the establishment of a Master of Science in Brewing Science and Operations (Non-Thesis), in the Department of Nutrition, Dietetics and Hospitality Management in the College of Human Science be approved and submitted to the Alabama Commission on Higher Education for review and approval.

**MINUTES NOT YET APPROVED**

RESOLUTION

PROPOSED DEPARTMENT OF SUPPLY CHAIN MANAGEMENT

WHEREAS, the Harbert College of Business is committed to offering innovative, nationally ranked academic programs that produce highly desired graduates and generate knowledge that drives industry thought and practice; and

WHEREAS, the Department of Systems and Technology currently oversees the undergraduate degree and graduate certificate offered in the field of Supply Chain Management as well as the Center for Supply Chain Innovation; and

WHEREAS, the Supply Chain Management program has experienced significant growth in student demand, resulting in the need for increased faculty and staff over the past five years; and

WHEREAS, the Harbert College of Business has proposed the establishment of a new Department of Supply Chain Management to support the program's growth and enhance the visibility and overall national reputation of the supply chain program; and

WHEREAS, the Harbert College of Business has presented clear and compelling evidence that it meets the Provost's guidelines for designation as a department within the college; and

WHEREAS, the formation of a Department of Supply Chain Management will provide opportunities to enhance the college's historic commitment to the study and advancement of supply chain innovation, resulting in increased student enrollment and program graduates; and

WHEREAS, the proposal to form a Department of Supply Chain Management has been endorsed by the faculty, the Dean of the Harbert College of Business, the Provost, and the Interim President.

NOW, THEREFORE, BE IT RESOLVED by Auburn University's Board of Trustees that the proposed formation of a Department of Supply Chain Management within the Harbert College of Business be approved and reported to the Alabama Commission on Higher Education as an item of information.

RESOLUTION

PROPOSED RENAMING OF THE DEPARTMENT OF PSYCHOLOGY AS THE  
DEPARTMENT OF PSYCHOLOGICAL SCIENCES

WHEREAS, the College of Liberal Arts is committed to providing the highest quality instruction to its students by offering programs that advance the social sciences and humanities; and  
WHEREAS, the field of psychology continues to experience a high demand for qualified professionals working in the areas of psychology, neuroscience, behavioral analysis, and organizational psychology; and

WHEREAS, the Department of Psychology promotes the study of psychological processes by offering undergraduate and graduate degrees that lead to diverse careers in business, law, public health, medicine, neuroscience, and human services; and

WHEREAS, the unit has proposed a change in nomenclature from the Department of Psychology to the Department of Psychological Sciences to better reflect the diversity of programs currently offered and to better align with current nomenclature at peer institutions; and

WHEREAS, the proposal has been endorsed by the Dean of the College of Liberal Arts, the University Curriculum Committee, the Graduate Council, the Provost, and the Interim President.

NOW, THEREFORE, BE IT RESOLVED by Auburn University's Board of Trustees that the renaming of the Department of Psychology as the Department of Psychological Sciences be approved, with notice of this change being sent to the Alabama Commission on Higher Education as an item of information.



## MINUTES NOT YET APPROVED

### Executive Committee

Chairperson McCrary indicated that the Executive Committee met earlier in the day and discussed numerous items. Chairperson McCrary moved for adoption of a unanimous consent agenda. The motion was seconded by Mr. Rane, and the resolutions were unanimously approved by a voice vote. The motion concerning removal of the term "interim" from Dr. Gogue's title was unanimously approved by a roll call vote.

The following resolutions were approved in the unanimous consent agenda:

**MINUTES NOT YET APPROVED**

**RESOLUTION**

**POSTHUMOUS AWARDING OF THE BACHELOR OF SCIENCE IN BUSINESS  
ADMINISTRATION TO ROBERT C. WATSON**

WHEREAS, Mr. Robert Cole Watson, an undergraduate student in the Department of Systems and Technology in the Harbert College of Business at Auburn University, passed away on January 7, 2020; and

WHEREAS, Mr. Watson passed away before he could complete the final requirements necessary for a Bachelor of Science in Business Administration in Information Systems Management; and

WHEREAS, the faculty in the Department of Systems and Technology, the dean of the Harbert College of Business, the Provost, and the Interim President recommends that the Bachelor of Science in Business Administration in Information Systems Management be awarded posthumously.

NOW, THEREFORE, BE IT RESOLVED by the Auburn University Board of Trustees that the degree of Bachelor of Science in Business Administration in Information Systems Management is hereby granted posthumously to Mr. Robert Cole Watson in recognition of his academic achievements as a student at Auburn University.

BE IT FURTHER RESOLVED that the Board hereby expresses its sympathy and condolences to the family of Mr. Robert Cole Watson in this period of sadness and that a copy of this resolution be presented to them so that they will know of this action and the university's deep loss.

**MINUTES NOT YET APPROVED**

RESOLUTION

REMOVAL OF "INTERIM" FROM DR. JAY GOGUE'S TITLE

WHEREAS, Dr. Jay Gogue was appointed as Auburn's Eighteenth President effective July 16, 2007, after a national search process including the participation of all Auburn's constituent organizations; and

WHEREAS, Dr. Jay Gogue was appointed as Interim President on July 8, 2019, following the resignation of President Steven Leath; and

WHEREAS, after instructive and helpful input from Auburn's key constituent organizations over the last few months, the Auburn Board of Trustees has determined that removing the "Interim" designation from Dr. Gogue's title would serve the University in numerous ways; and

WHEREAS, Dr. Gogue is demonstrably worthy and deserving of the title he held for ten years, as Auburn's advances its current strategic plan and then searches for its next President.

NOW, THEREFORE, BE IT RESOLVED by the Auburn University Board of Trustees that the designation of "Interim" is hereby removed from Dr. Gogue's title and that he is hereby appointed as Auburn's 20<sup>th</sup> President, effective immediately.

## MINUTES NOT YET APPROVED

Chairperson McCrary moved to the next item, approval of the 2020-2021 meeting dates. He indicated that adequate time for thorough review had been given, and that barring any issues, he moved for approval of the meeting dates. The motion was seconded by Mr. Sahlie, and the following dates were unanimously approved:

### 2020-2021 BOARD OF TRUSTEES MEETING DATES

September 4, 2020

November 20, 2020

February 5, 2021 (AUM Campus)

April 16, 2021

June 11, 2021

## MINUTES NOT YET APPROVED

### RESOLUTION

#### NAMING THE DR. FRED ALLISON CONFERENCE ROOM IN THE LEACH SCIENCE CENTER

WHEREAS, the Leach Science Center houses physics instructional and research laboratories, classrooms and student success areas, departmental offices and a conference room, which is a multi-purpose area with modern technology in a highly visible space that facilitates communication, collaboration, and innovation; and

WHEREAS, Dr. Fred Allison (1882-1974), founded the Auburn University physics department in 1922 as a modern department that served the mission of the University; and

WHEREAS, Dr. Allison, who received a Doctor of Science degree from Auburn University in 1931, provided leadership for the physics department with distinction for 31 years, and served as Dean of the Graduate School for four years; and

WHEREAS, Dr. Allison led a physics research program that attracted international attention when he conducted remarkable precision optical measurement research and discovered two new elements that filled gaps in the periodic table; and

WHEREAS, a new Auburn University science complex opened in 1963, with the physics building being named Allison Laboratory in recognition of Dr. Fred Allison and his service and contributions to Auburn University and the field of physics; and

WHEREAS, Allison Laboratory has been demolished to make way for new University facilities.

NOW, THEREFORE, BE IT RESOLVED that the Leach Science Center Conference Room be named The Dr. Fred Allison Conference Room.



**MINUTES NOT YET APPROVED**

RESOLUTION

APPROVAL OF COMMEMORATIVE MARKER  
HONORING ROD AND PAULA BRAMBLETT

WHEREAS, it is proposed that a commemorative marker honoring Rod and Paula Bramblett be erected at the Transit Hub on the Auburn University campus, to be funded by gift donation(s); and

WHEREAS, Rod Bramblett, sportscaster and 1988 graduate of Auburn University, served as radio play-by-play announcer for Auburn University's baseball, football and men's basketball teams; and

WHEREAS, Paula Bramblett worked in Auburn University's Office of Information Technology for over 26 years; and

WHEREAS, Rod Bramblett was honored by Sports Illustrated as the 2013 Play-by-Play Announcer of the Year and thrice named Alabama Sportscaster of the Year.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that the request to install a commemorative marker honoring Rod and Paula Bramblett be on the Auburn University campus is approved, and that Jay Gogue, President, or such other person as may be acting as President, be and the same is hereby authorized and empowered to fundraise and establish a commemorative marker.

## MINUTES NOT YET APPROVED

### RESOLUTION

#### NAMING A STUDY ROOM ON THE TOP FLOOR OF THE BROWN-KOPEL ENGINEERING STUDENT ACHIEVEMENT CENTER AS THE J. EDWARD CHAPMAN STUDY ROOM

WHEREAS, J. Edward Chapman graduated from Auburn University with a bachelor's degree in electrical engineering in 1956, and immediately started his career with Southern Bell Telephone Company; and

WHEREAS, after serving two years in the Army Signal Corps., Edward returned to Southern Bell in 1958, where he worked in various capacities before retiring in Birmingham, Ala; and

WHEREAS, Edward worked for BellSouth Telecommunications for 35 years, culminating in his appointment as assistant vice president for network planning; and

WHEREAS, he demonstrated a strong commitment to Auburn University, Auburn Athletics, and the Samuel Ginn College of Engineering, making his first gift in 1960; and

WHEREAS, Edward has been an active member of the Auburn Engineering Alumni Council and a lifetime member of the Auburn Alumni Association; and

WHEREAS, he has remained committed to the Samuel Ginn College of Engineering by previously establishing the Chapman Family Endowed Scholarship, giving annually as a member of the Eagles Society, Ginn, and Keystone Societies; and

WHEREAS, Edward is a member of the University's 1856 and Samford societies, as well as the Tigers Unlimited All-American Society because of his support; and

WHEREAS, Cathy Chapman Whatley has been a generous supporter of Auburn University since 2012, and through her most recent commitment has chosen to honor her father.

NOW, THEREFORE, BE IT RESOLVED that a top floor study room in the Brown-Kopel Engineering Student Achievement Center be named The J. Edward Chapman Study Room in honor of his generous support and ongoing dedication.

**MINUTES NOT YET APPROVED**

**RESOLUTION**

**NAMING THE MACHINE SHOP ON THE GROUND FLOOR OF THE  
BROWN-KOPEL ENGINEERING STUDENT ACHIEVEMENT CENTER AS  
THE LARRY AND MARY MONTGOMERY MACHINE SHOP**

WHEREAS, Larry and Mary Montgomery are the representatives of the Montgomery Foundation;  
and

WHEREAS, Larry serves as president of the foundation and manages Montgomery Farms in Georgia and the Double U Ranch in Texas; and

WHEREAS, he received a bachelor's degree in mechanical engineering from the Georgia Institute of Technology and a Master of Business Administration with an emphasis in marketing and finance from Emory University; and

WHEREAS, Larry retired after 30 years with the Kimberly-Clark Corporation, where he served in engineering, manufacturing, research and development, and management of major capital projects;  
and

WHEREAS, the Montgomery Foundation is a member of the Engineering Eagles and Ginn societies, as well as the University's 1856 and Samford societies.

NOW, THEREFORE, BE IT RESOLVED that the machine shop on the ground floor of the Brown-Kopel Engineering Student Achievement Center be named The Larry & Mary Montgomery Machine Shop in honor of the foundation's generous support and ongoing dedication.

## MINUTES NOT YET APPROVED

*President Pro Tempore* Smith announced that, with there being no further items for review, the meeting was recessed at Noon.

Respectfully Submitted,

---

Jon G. Waggoner  
Secretary to the Board of Trustees

**MINUTES NOT YET APPROVED**

MINUTES OF A SPECIAL CALLED MEETING OF THE  
BOARD OF TRUSTEES  
OF  
AUBURN UNIVERSITY

MARCH 26, 2020

**MINUTES NOT YET APPROVED**

**SPECIAL CALLED MEETING AGENDA**

**AUBURN UNIVERSITY BOARD OF TRUSTEES**

*Telephone conference instructions to join by phone:*

*(646) 876-9923*

*Meeting ID: 230 117 704*

1. Status Update from University Administration on COVID-19 (Jay Gogue)



MINUTES OF A SPECIAL CALLED MEETING OF THE  
AUBURN UNIVERSITY BOARD OF TRUSTEES  
THURSDAY, MARCH 26, 2020, AT 1:00 P.M.  
VIA TELEPHONE CONFERENCE CALL

As *President Pro Tempore* of the Auburn University Board of Trustees, Mr. Wayne Smith convened the Special Called Meeting via telephone conference call at 1:00 p.m. on Thursday, March 24, 2020, for an update from President Gogue on COVID-19. The *President Pro Tempore* welcomed members of the public and the news media who joined in, and offered a couple of reminders as follows: First, the dial-in number used by the public is listen-only so that members of the Board may both hear and be heard for our discussion. Second, it was noted that today's call was for information purposes only. Since there were no action items or deliberations, it was not necessary to call the roll or establish a quorum. *President Pro Tempore* Smith then called upon President Gogue for an update from the University Administration on COVID-19.

**Update from President Jay Gogue**

Dr. Gogue welcomed everyone and indicated there would be four brief presentations, including himself. He informed the Board that all hourly employees and students are being paid through the end of the semester. He also indicated that all classes have converted to remote delivery. Dr. Gogue then informed everyone that in the beginning, there were a few glitches, but the system is now working great. He also indicated that most of the students have been vacated from residence halls with the exception of a few international students and students with medical issues who are now receiving boxed meals.

Dr. Gogue informed everyone that all employees have been given the flexibility to work from home when possible and where working from home is not possible, Auburn University has certainly tried to be very compassionate by adjusting policies in order to be flexible. Then, Dr. Gogue indicated that the faculty groups have been extraordinary in offering their advice, feedback, and their services. Dr. Gogue then announced that Senior Vice President Bobby Woodard, Provost Bill Hardgrave, and Executive Vice President Ron Burgess would give reports.

**Update from Senior Vice President Bobby Woodard**

Dr. Woodard reported that most students have been vacated from residence halls with the exception of a few international students and students with medical issues. All students who remain in the residence halls are receiving boxed meals. Dr. Woodard then reported that Student Affairs is providing mental health consultation and Auburn Recovery meetings virtually. He also indicated that student leader meetings are continuing via Zoom meetings. Dr. Woodard announced that a food pantry is currently open and feeding about twenty-five families/individuals per week. Dr. Woodard then discussed the Parent Family Programs which held a live webinar via Facebook Live on March 18, 2020, with almost 5,000 viewers.

In conclusion, Dr. Woodard informed everyone that Student Affairs, in partnership with the Office of the Provost and the Auburn University Bookstore, has been able to facilitate the distribution of wireless hotspots to provide internet access to students in need. Dr. Woodard informed everyone that some of the wireless hotspots have gone to students in rural areas where no internet service providers operate, and the University will continue to provide devices of all types to aid students in online instruction.

**Update from Provost Bill Hardgrave**

Provost Hardgrave reported the following timeline concerning remote learning: On the Friday before Spring Break, Auburn University announced that the plan was to have all faculty teach at least one class remotely during the week after Spring Break. Then, on March 13, 2020, the decision was made to go completely remote and fully functioning by March 16, 2020. Provost Hardgrave reported that this decision saved Auburn University from shutting down for 1-2 weeks like most major universities in the country had to do as a result of not being prepared.

Provost Hardgrave then reported on the magnitude of changes made in just one week including 5,000 classes converted to remote delivery and 2,000 faculty teaching remotely with 70% never teaching a course remotely. He informed everyone that from March 16-25, 2020 over 7,000 exams were given via online proctoring. Dr. Hardgrave announced that remote instruction will continue through at least the first two summer sessions (10-week session and the first 5-week session). He thanked the Faculty for outstanding work in assisting in the remote delivery of instruction, and that there will be a request for an extension for the tenure track for those faculty members' research progress being affected by the COVID-19 pandemic.

Provost Hardgrave also reported that the drop date for courses has been extended to the final date of the semester and that students may elect to use the grade flexibility plan in place which allows for Satisfactory/Unsatisfactory grade options. The Provost concluded by reporting that Spring Commencement ceremonies are being postponed and will be combined with the Summer Commencements in August.

**Update from Executive Vice President Ron Burgess**

Executive Vice President Burgess complimented the outstanding support of the Auburn University faculty and staff. He expressed that they have stepped up in huge ways, in fact, as well as any workforce General Burgess has encountered in his career. General Burgess relayed that Auburn employees are a living testament to the Auburn University Creed.

General Burgess next discussed the timeline of working with administrators in preparing Auburn University for the pandemic to include early preparations in January until present day. He informed everyone that the intent was to have Auburn University functioning as a whole unit to preserve the safety of students, faculty, and staff. He explained that the goal of the meetings was to allow the administration adequate time to deal with arising situations and to have operating groups report in a proactive way. Previous preparation continues to facilitate our work on issues prior to the development of major problems. We continue to review internal and external plans daily.



**MINUTES NOT YET APPROVED**

Reporting as to Outreach, Executive Vice President Burgess informed everyone that Auburn University is assisting the community with hospital needs, facilitators, and masks. General Burgess confirmed that Auburn University is working to adjust and refine as they move forward with all campus construction work. He informed everyone that there is no impact to the work or projects currently underway, and business operations will continue. He concluded by stating that the goal of Auburn University is to do all that is possible in order to protect the students and employees, to come out stronger than before, and to embody the Creed. He thanked the Board for their continued interest and care during this time.

*President Pro Tempore* Smith thanked everyone for their informative updates and announced that the Board will recess until the next specially called telephone meeting on April 3, 2020, at 9:00 a.m. CST.

Respectfully Submitted,

---

Jon G. Waggoner  
Secretary to the Board of Trustees

ACTION ITEM

NORTH ALABAMA HORTICULTURE SUBSTATION  
CONVEYANCE

[Discussion by Dan King]

PROPERTY AND FACILITIES COMMITTEE

RESOLUTION

NORTH ALABAMA HORTICULTURE SUBSTATION

CONVEYANCE

WHEREAS, the Alabama Department of Transportation (ALDOT) requests that Auburn University convey approximately 0.60 acres of University land to facilitate an ALDOT project in Cullman, Alabama; and

WHEREAS, ALDOT is planning to begin a \$25.0 million dollar project on Highway 157 during the Summer of 2020 to improve traffic capacity, traffic safety, and drainage; and

WHEREAS, as part of the North Alabama Horticulture Substation in Cullman, Alabama, the University owns property adjacent to the existing Highway 157 Right of Way, and the ALDOT project would encroach onto 0.60 acres of the University's land as shown in Attachment (1); and

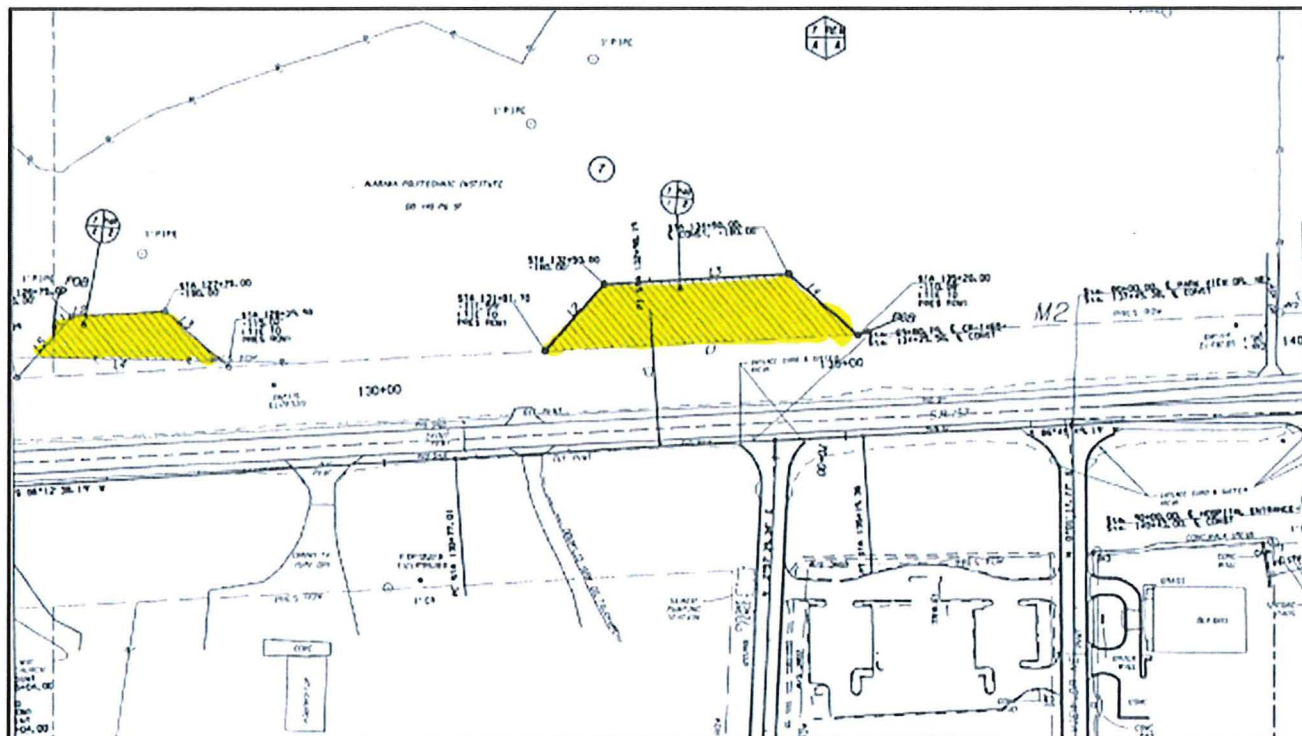
WHEREAS, the conveyance of this property to ALDOT will benefit the University and the general public, in that the proposed traffic improvements will provide safer roadways for Alabama residents; and

WHEREAS, consistent with Board of Trustees Policy, 'D-7 Real Estate Sale and Lease Policy,' one MAI appraisal was obtained and the assessed value of the 0.6 acre parcel is \$12,000; and

WHEREAS, the transfers of real property between state departments and state universities are exempt from state bidding requirements.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of Auburn University that Jay Gogue, President, or such person as may be acting as President, be and the same is hereby authorized and empowered to convey the 0.6 acres of land at the North Alabama Horticulture Substation described in Attachment (1) to the Alabama Department of Transportation for the price of \$12,000, to facilitate their Highway 157 improvement project. All documents consummating the conveyance shall be reviewed as to form by legal counsel for Auburn University.

Attachment (1)  
North Alabama Horticulture Substation Conveyance







REAL ESTATE DEPARTMENT  
M E M O R A N D U M

---

**TO:** JAY GOGUE, President  
**THROUGH:** RONALD BURGESS, Executive Vice President  
**FROM:** MARK STIRLING, Director of Real Estate  
**SUBJECT:** PROPERTY AND FACILITIES COMMITTEE  
**NORTH ALABAMA HORTICULTURE SUBSTATION CONVEYANCE  
CULLMAN, ALABAMA**  
**DATE:** APRIL 1, 2020

---

This is to request that the following item be presented to the Board of Trustees through the Property and Facilities Committee and be included on the agenda of the called meeting scheduled for April 3, 2020.

**Proposal:**

The Alabama Department of Transportation (ALDOT) requests that Auburn University convey approximately 0.60 acres of University land to facilitate an ALDOT project in Cullman, Alabama.

**Review and Consultation:**

ALDOT is developing a project on Highway 157, as depicted on Exhibit 1. According to ALDOT, the \$25.0 million dollar project will improve traffic capacity, traffic safety, and drainage. The University owns property adjacent to the existing Highway 157 Right of Way, and ALDOT's design would encroach onto 0.60 acres of the University's land (Note: this 0.60 acres is referred to herein as "the Parcel").

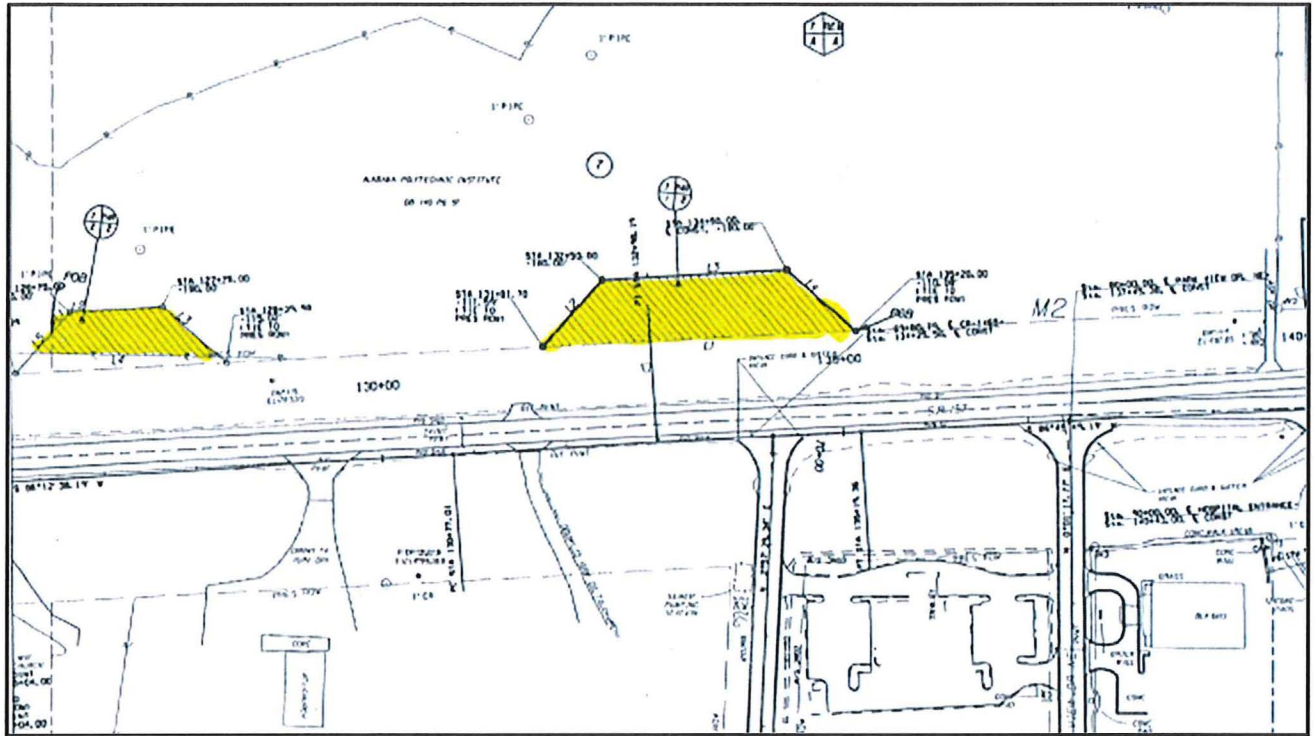
The University originally acquired the land in 1948 to establish the North Alabama Horticulture Substation in Cullman, Alabama. There is no current or intended future use for the Parcel, which is completely wooded property with no improvements. The conveyance of the Parcel to ALDOT will benefit the University and the general public, in that the proposed traffic improvements will provide safer roadways for Alabama residents.

The Board of Trustees 'Policy D-7, Real Estate Sale and Lease Policy' allows for the sale of property when it is in the best interest of the University and when the use of the existing property is required for other public purposes. Transfers of property between state departments and state universities are exempt from state bidding requirements.

As required by Board Policy, the Parcel was appraised by a MAI appraiser at \$20,000/acre, for a total value of \$12,000. ALDOT intends to purchase the Parcel at that price and plans to execute the Highway 157 Road Improvements project beginning in the Summer of 2020.

The University staff recommends approval of this transaction and requests your consideration whether it should be presented to the Board of Trustees through the Property and Facilities Committee at the called meeting scheduled for April 3, 2020.

Attachment (1)  
North Alabama Horticulture Substation Conveyance



ACTION ITEM

RESOLUTION AUTHORIZING THE ISSUANCE OF  
REVENUE BONDS

[DISCUSSION BY KELLI SHOMAKER]

## **RESOLUTION AUTHORIZING THE ISSUANCE OF REVENUE BONDS OF AUBURN UNIVERSITY**

BE IT RESOLVED by the Board of Trustees (herein called the "Board") of AUBURN UNIVERSITY (herein called the "University") as follows:

**Section 1. Findings.** The Board has determined and hereby finds and declares that the following facts are true and correct:

(a) It is necessary, advisable, in the interest of the University and in the public interest that the University issue its revenue bonds to finance certain capital improvements, additions and renovations to the Auburn main campus or on such site as would support the educational mission of Auburn University (the "Improvements"), all as more fully described in Section 3 below.

(b) The University will realize financial benefits in the form of favorable interest rates from the issuance of the bonds herein authorized and the use of the proceeds thereof to finance the acquisition and construction of the Improvements.

**Section 2. Authorization of Bonds.** For the purpose of financing the cost of the Improvements, there are hereby authorized to be issued by the University up to \$300,000,000 aggregate principal amount of revenue bonds of the University. The said bonds shall be issued under the terms, conditions and provisions set out in the General Fee Revenue Trust Indenture dated as of June 1, 1985 between the University and The Bank of New York Mellon Trust Company, N.A., as successor trustee (herein called the "Trustee"), as heretofore supplemented, and as further supplemented by a Twenty-Third Supplemental General Fee Revenue Indenture (or such subsequent supplemental indenture(s) as may be appropriate if the Bonds are issued in multiple series at different times, each being referred to herein as a "Supplemental General Fee Indenture") provided for in Section 6 of this resolution (the original General Fee Revenue Trust Indenture, as so supplemented being herein referred to as the "Indenture"). The bonds herein authorized (the "Bonds") may be issued in one or more series (1) if and to the extent necessary and appropriate to distinguish between bonds the interest on which is excludable from gross income for purposes of federal income taxation and bonds the interest on which is taxable for purposes of federal income taxation and/or (2) if the bonds are issued at different times.

All the provisions of the Indenture, as applicable to the Bonds, are hereby adopted as a part of this resolution as if set out at length herein.

**Section 3. Bonds to be Issued as Additional Parity Bonds; Special Findings.** The Bonds shall be issued as additional parity bonds under Article VIII of the Indenture.

In accordance with the provisions of Section 8.2(b) of the Indenture, the Board hereby finds and declares as follows:



(a) the University is not now in default under the Indenture and no such default is imminent;

(b) Bonds the interest on which is excludable from gross income for purposes of federal income taxation shall be designated "General Fee Revenue Bonds, Series 2020-C" or such other series designation as shall be appropriate at the time such Bonds are issued. If it is necessary and appropriate to issue all or a portion of the Bonds as bonds the interest on which is taxable for purposes of federal income taxation, such bonds shall be designated "Taxable General Fee Revenue Bonds, Series 2020-C" or such other series designation as shall be appropriate at the time such Bonds are issued;

(c) the persons to whom the Bonds are to be delivered are set forth in Sections 7 and 9 hereof;

(d) all of the Bonds are to be issued by sale in accordance with Section 7 hereof;

(e) the sale price of the Bonds is set forth in Section 7 hereof;

(f) the only additional parity bonds that have previously been issued by the University under the General Fee Revenue Indenture and that are currently outstanding are the General Fee Revenue Bonds, Series 2009, issued under the Fourteenth Supplemental General Fee Revenue Indenture dated as of December 1, 2009; the General Fee Revenue Bonds, Series 2011-A (in part), issued under the Fifteenth Supplemental General Fee Revenue Indenture dated as of May 1, 2011; the General Fee Revenue Bonds, Series 2012 (in part), issued under the Sixteenth Supplemental General Fee Revenue Indenture dated as of March 1, 2012; the General Fee Revenue Refunding Bonds, Series 2014-A, issued under the Seventeenth Supplemental General Fee Revenue Indenture dated as of July 1, 2014; the General Fee Revenue Refunding Bonds, Series 2015-A, issued under the Eighteenth Supplemental General Fee Revenue Indenture dated as of March 1, 2015; the General Fee Revenue Refunding Bonds, Series 2015-B, issued under the Nineteenth Supplemental General Fee Revenue Indenture dated as of September 1, 2015; the General Fee Revenue Refunding Bonds, Series 2016-A, issued under the Twentieth Supplemental General Fee Revenue Indenture dated as of August 1, 2016; the General Fee Revenue Refunding Bonds, Series 2018-A, issued under the Twenty-First Supplemental General Fee Revenue Indenture dated as of June 1, 2018, and the General Fee Revenue Refunding Bonds, Series 2020-A and Taxable General Fee Revenue Refunding Bonds, Series 2020-B, issued under the Twenty-Second Supplemental General Fee Revenue Indenture dated as of March 1, 2020

(g) the Capital Improvements (as such term is defined in the Indenture) to be financed with proceeds of the Bonds (referred to herein as the "Improvements") shall include the acquisition, construction, renovation or

equipping of facilities to be located on the Auburn main campus or on such site as would support the educational mission of Auburn University, including, without limitation, any real and personal property necessary or desirable in connection therewith. The specific facilities to be financed from the proceeds of the Bonds shall be approved by the Vice President for Business and Finance/CFO, the President, and the Chair of the Finance Committee of the Board as evidenced by one or more certificates executed by said persons approving such uses of the proceeds of the Bonds.

The Trustee is hereby requested to authenticate and deliver the Bonds to the purchasers specified in Sections 7 and 9 hereof upon payment of the purchase price designated therein.

**Section 4. Source of Payment of the Bonds.** The principal of and the interest on the Bonds shall be payable from (i) the gross revenues from those general tuition fees levied against students at the Auburn, Alabama campus and the Montgomery, Alabama campus of the University that are more particularly described and referred to as "General Fees" in the Indenture; (ii) the gross revenues derived by the University from the operation of its housing and dining facilities located on the Auburn campus and on the Montgomery campus that are more particularly described and referred to as "Housing and Dining Revenues" in the Indenture; (iii) the gross revenues derived by the University from the operation of its athletics programs that are more particularly described and referred to as "Athletic Fee Revenues" in the Indenture; and (iv) the several student fees levied against students at the Auburn campus and the Montgomery campus that are more particularly described and referred to as the "Pledged Student Fees" in the Indenture. The said General Fees, the said Housing and Dining revenues, the said Athletic Fee Revenues, and the said Pledged Student Fees are collectively referred to herein and in the Indenture as the "Pledged Revenues."

Nothing contained in this resolution, in the Bonds, in the Indenture, or in the supplemental indenture hereinafter authorized shall be deemed to impose any obligations on the University to pay the principal of or the interest on the Bonds except from the Pledged Revenues. Neither the Bonds, nor the pledge or any agreement contained in the Indenture, in the said supplemental indenture or in this resolution shall be or constitute an obligation of any nature whatsoever of the State of Alabama, and neither the Bonds nor any obligation arising from the aforesaid pledge or agreements shall be payable out of any moneys appropriated to the University by the State of Alabama. The agreements, covenants or representations contained in this resolution, in the Bonds, in the Indenture, and in the said supplemental indenture do not and shall never constitute or give rise to any personal or pecuniary liability or charge against the general credit of the University, and in the event of a breach of any such agreement, covenant or representation, no personal or pecuniary liability or charge payable directly or indirectly from the general revenues of the University shall arise therefrom. Nothing contained in this section shall, however, relieve the University from the observance and performance of the several covenants and agreements on its part herein contained.

**Section 5. Bonds Payable at Par.** All remittances of principal of and interest on the Bonds to the holders thereof shall be made at par without any deduction for exchange or other costs, fees or expenses. The bank or banks at which the Bonds shall at any time be payable shall

be considered by acceptance of their duties hereunder to have agreed that they will make or cause to be made remittances of principal of and interest on the Bonds, out of the moneys provided for that purpose, in bankable funds at par without any deduction for exchange or other cost, fees or expenses. The University will pay to such bank or banks all reasonable charges made and expenses incurred by them in making such remittances in bankable funds at par.

**Section 6. Authorization of Supplemental Indenture.** The Board does hereby authorize and direct the President of the University to execute and deliver, for and in the name and behalf of the University, to the Trustee, such Supplemental General Fee Indentures as may be necessary and appropriate in connection with the issuance of the Bonds in substantially the form presented to the meeting at which this resolution is adopted and to be attached as Exhibit I to the minutes of said meeting (which form is hereby adopted in all respects as if set out in full in this resolution), with such changes, deletions and additions as may be approved by the President consistent with the terms of this resolution, and does hereby authorize and direct the Secretary of the Board to affix to such Supplemental General Fee Indentures the official seal of the University and to attest the same.

**Section 7. Sale of the Bonds.** Subject to the conditions, approvals and adjustments contained or described in Section 11 of this resolution, the Bonds shall be sold and awarded either (1) by means of a public sale to an underwriting group (herein called the "Underwriters") comprised of such firms as shall be approved by the Board Designees (as defined herein) or (2) by private placement to a bank or other purchaser as shall be approved by the Board Designees. Any Bonds sold to the Underwriters shall be sold at and for a purchase price at least equal to 99% of the principal amount thereof, plus any original issue premium and less any original issue discount as may be approved under Section 11 hereof, plus accrued interest, if any, on such Bonds from their date to the date of delivery thereof. Any Bonds sold to the Underwriters shall be sold pursuant to the terms of a Bond Purchase Contract (the "Bond Purchase Contract") to be entered into between the Underwriters and the University in form and substance acceptable to the President and the Vice President for Business and Finance/CFO of the University. The Board does hereby authorize and direct the President and the Vice President for Business and Finance/CFO of the University, or either of them, subject to the approval of the Board Designees, to execute and deliver any Bond Purchase Contract, for and on behalf of the University, to the Underwriters, and the execution of any such Bond Purchase Contract by either of them shall conclusively evidence the approval of the form and substance of such Contract by both the President and the Vice President for Business and Finance/CFO. Any Bonds sold by private placement shall be sold at and for a purchase price approved by the Board Designees. The Board does hereby authorize and direct the President and the Vice President for Business and Finance/CFO of the University, or either of them, to execute and deliver, for and on behalf of the University, any documents or agreements necessary or appropriate in connection with any sale private sale of Bonds.

**Section 8. Authorization of Official Statement.** For any Bonds sold by public sale through Underwriters, the Board does hereby authorize and direct the Underwriters to distribute, for and in the name and on behalf of the University, a Preliminary Official Statement with respect to the Bonds in form and substance acceptable to the President and the Vice President for Business and Finance/CFO of the University. The Board does hereby further authorize and direct the President or the Vice President for Business and Finance/CFO of the University to execute and

deliver, for and on behalf of the University, a final Official Statement for the Bonds, substantially in the form of the Preliminary Official Statement but with such changes, additions and completions as may be necessary or appropriate to reflect the final terms of the Bonds, and does hereby declare that the Official Statement so executed by the President or the Vice President for Business and Finance/CFO of the University shall be the Official Statement of the University with respect to the Bonds.

**Section 9. Execution and Delivery of Bonds.** The Board does hereby authorize and direct the President of the University to execute the Bonds, in the name and behalf of the University, by causing a facsimile of his signature to be imprinted thereon, and does hereby authorize and direct the Secretary of the Board to cause a facsimile of the official seal of the University to be imprinted on the Bonds and to attest the same by causing a facsimile of his signature to be imprinted thereon, all in the manner provided in the Indenture, and the President of the University is hereby authorized and directed to deliver the Bonds, subsequent to their execution as provided herein to the Trustee, and to direct the Trustee to authenticate the Bonds and to deliver them to the Underwriters or other purchaser(s), as appropriate, upon payment to the University of the purchase price therefor.

**Section 10. Application of Proceeds.** The entire proceeds derived by the University from the sale of the Bonds shall be paid to the Trustee under the Indenture. The Trustee is thereupon authorized and directed to apply and disburse such moneys for the purposes and in the order specified in the Supplemental General Fee Indenture.

**Section 11. Authorization to Approve Certain Matters.** The Board has determined that in view of the favorable interest rates currently available in the market for bonds and the uncertainty regarding the future impact of COVID-19, it is in the best interest of the University to authorize the issuance of the Bonds in order to take advantage of any opportunity that may arise for the University to better fulfil its mission through the issuance of debt. The Board acknowledges, however, that as of the date of this meeting, the Bonds have not yet been sold and the documents approved by the Board in this resolution have not yet been finalized. Therefore, in order to permit the University to take advantage of any opportunity that may arise for the University to better fulfil its mission through the issuance of debt and to permit the Bonds to be issued, sold and delivered promptly and efficiently without the need for a subsequent meeting of the Board, the Board does hereby authorize the *President Pro Tempore*, the Chair of the Finance Committee, and the Chair of the Executive Committee (the "Board Designees"):

- (a) to approve the issuance of Bonds pursuant to the authorization in this resolution;
- (b) to approve the final principal amounts of each series of Bonds to be issued and the designation of the Bonds as tax-exempt or taxable; provided, the aggregate principal amount of Bonds issued under this Resolution shall not exceed the principal amount authorized in Section 2 above;
- (c) to approve the sale or pricing details of the Bonds, including the purchase price of the Bonds, the interest rates to be borne by the Bonds, the principal maturities thereof, the redemption and prepayment provisions thereof (if



any), and any original issue discount or premium with respect to the Bonds; provided, the net interest cost of any series of Bonds shall not exceed 4.00% and the final maturity date of the Bonds of any series shall be a date which is no more than 100 years following the date of issue (or the maximum period permitted by law if less than 100 years);

(d) to approve the negotiated compensation of the Underwriters in any public sale of Bonds and to approve any negotiated fees and expenses charged by any bank or other purchaser of Bonds in any private sale;

(e) to approve the expenses of issuing the Bonds;

(f) to arrange for bond insurance, letters of credit, standby bond purchase agreements or other forms of credit enhancement or liquidity support for the Bonds if and to the extent deemed to be appropriate and to the benefit of the University; and

(g) to take such other steps and to execute and approve such documents as may be necessary or appropriate to cause the Bonds to be issued, sold and delivered consistent with the provisions of this resolution and the Indenture.

In addition to the terms and conditions set forth in this resolution, the approval of the issuance of any Bonds hereunder by the Board Designees shall adhere strictly to all provisions of the Debt Policy of the Board. The approval by the Board Designees of the items listed above, and any other approvals required by the Board Designees under this resolution, shall be conclusively evidenced by one or more certificates signed by each of the Board Designees and delivered at or before the time of issuance of the Bonds.

**Section 12. Resolution Constitutes Contract.** The provisions of this resolution shall constitute a contract between the University and each holder of the Bonds.

**Section 13. Severability.** The various provisions of this resolution are hereby declared to be severable. If any provision hereof shall be held invalid by a court of competent jurisdiction, such invalidity shall not affect any other portion of this resolution.

**Section 14. Designation of Bond Counsel.** The Board hereby approves and confirms the retention of Balch & Bingham LLP as bond counsel and disclosure counsel to the University and PFM Financial Advisors LLC as financial advisor to the University.

**Section 15. General Authorization.** The President of the University, the Vice President for Business and Finance/CFO of the University, the Secretary of the Board and each of the Board Designees are hereby authorized to execute such further certifications or other documents and to take such other action as any of them may deem appropriate or necessary for the consummation of the matters covered by this resolution, to the end that the Bonds may be executed and delivered as promptly as practicable.

**Section 16. Termination of Bond Issuing Authority Under this Resolution.** The special authority granted to the Board Designees in this resolution shall be preserved from the date this resolution is adopted, throughout the period of time where normal operations of the University are suspended and for six months thereafter. The authorization to issue Bonds under this resolution shall terminate six months following the reinstatement of normal University operations with class instruction delivered in-person and remotely.

**Exhibit I**

**Supplemental General Fee Indenture**



AUBURN  
UNIVERSITY

OFFICE OF THE VP FOR BUSINESS & FINANCE / CFO  
M E M O R A N D U M

---

**TO:** JAY GOGUE, President

**THROUGH:** RONALD BURGESS, Executive Vice President

**FROM:** KELLI SHOMAKER, Vice President for Business & Finance / CFO

**SUBJECT:** RESOLUTION AUTHORIZING THE ISSUANCE OF REVENUE  
BONDS OF AUBURN UNIVERSITY

**DATE:** MARCH 30, 2020

---

Please find attached a proposed Resolution Authorizing the Issuance of Revenue Bonds of Auburn University for consideration by the Board of Trustees at the April 3, 2020 Specially Called Telephone Board Meeting. The Resolution authorizes Designated Board Members (specifically, the *President Pro Tempore*, the Chair of the Finance Committee, and the Chair of the Executive Committee) to approve the issuance of Bonds and certain related transactions and expenses thereto.

The COVID-19 pandemic has forced the University to interrupt regular operations in multiple ways, some of which may have significant impact upon the University's finances. Of course, at this time, it is not yet known how long the pandemic will last nor how severe an effect it will have on University finances. Nevertheless, given the uncertainty, it seems prudent to prepare for either (a) a potential long period of interruption, or (b) borrowing conditions so favorable that the welfare of students, faculty, and staff could be greatly enhanced by an agile pathway for transactional execution. Designating the named Board Designees with the authority outlined in the attached Resolution will ensure that the University is poised and ready, if necessary or advisable, to borrow money to support capital projects and in turn, utilize valuable liquidity to support the safety, needs, and continued advancement of the University's students, faculty and staff.

I emphasize once again that it may not become necessary or efficacious for the University to exercise the authority granted under this Resolution; nevertheless, preparing in this manner seems prudent and advisable under the circumstances. The special authority granted to the Designated Board Members in the resolution shall be preserved from the date the Resolution is authorized, throughout the period of time where normal operations of the University are suspended and for six months thereafter. The ability for the University to act under the provisions of this Resolution shall be extinguished six months following the reinstatement of normal University operations with class instruction delivered in-person and remotely.



## ACTION ITEM

### AWARDING OF DEGREES

## RESOLUTION

### AWARDING OF DEGREES

WHEREAS, Auburn University confers appropriate degrees upon those individuals who have completed requirements previously approved by this Board of Trustees and stated in University Catalogs.

NOW, THEREFORE, BE IT RESOLVED as follows:

1. That all degrees to be awarded by the faculty of Auburn University and Auburn University at Montgomery at the end of Spring Semester 2020, complying with the requirements heretofore established by the Board of Trustees, be and the same are hereby approved.
2. That a list of the degrees awarded be filed in that a list of the degrees awarded be maintained in the records of the University and hereby made an official part of this resolution and of these minutes.

## STATUS UPDATE

[DISCUSSION BY PRESIDENT JAY GOGUE]