

**MINUTES OF THE
EXECUTIVE COMMITTEE OF THE BOARD OF TRUSTEES
OF ATHENS STATE UNIVERSITY
April 10, 2023**

The Executive Committee of the Board of Trustees of Athens State University (the “University”) held a meeting at 2:00 pm on Monday, April 10, 2023, in Sandridge Student Center 126, Athens, Alabama.

I. PRESIDING: Senator Arthur Orr

The Board of Trustees Executive Committee meeting was called to order at 2:00 pm by Senator Orr. On roll call, the following members of the Executive Committee of the Board of Trustees of the University answered present:

Senator Arthur Orr (Chair)

Mr. Jim America

Mr. Dus Rogers (electronically)

Mrs. Missy Ming Smith

Ms. Cathy Dickens was absent.

The members answering present constituted a quorum to conduct business.

Also present, Dr. Catherine Wehlburg, Jackie Gooch, Secretary to the Board of Trustees (Recording), Mr. Shane Black (University Legal Counsel), Ms. Belinda Krigel, Mr. Chris Latham, Dr. Kim LaFevor, and Mr. Mike McCoy. In addition, 30 other individuals joined via zoom.

II. Approval of Agenda

On a motion made by Mr. Rogers and seconded by Mr. America, the Executive Committee approved the agenda by affirmative votes (4-0) of members answering present.

III. Approval of Meeting Minutes – On a motion made by Mrs. Smith and seconded by Mr. America, the Executive Committee approved the March 27, 2023 minutes by affirmative votes (4-0) of members answering present.

IV. New Business

Resolution No. 1-04-10-2023 – Master Services Agreement

On a motion made by Mrs. Smith and seconded by Mr. America, the Executive Committee approved Resolution No. 1-04-10-2023 Payment for Archer Services.

Approval of Ellucian Contract

On a motion made by Mr. Rogers and seconded by Mr. America, the Executive Committee approved the Ellucian contract as presented for 2023-2028.

V. Other Business

Mr. McCoy provided a brief budget update.

VI. Adjournment -Senator Orr adjourned the meeting at 2:10 pm.

**MINUTES OF THE
EXECUTIVE COMMITTEE OF THE BOARD OF TRUSTEES
OF ATHENS STATE UNIVERSITY
March 27, 2023**

The Executive Committee of the Board of Trustees of Athens State University (the “University”) held a meeting at 2:00 pm on Monday, March 27, 2023, in Sandridge Student Center 126, Athens, Alabama.

I. PRESIDING: Senator Arthur Orr

The Board of Trustees Executive Committee meeting was called to order at 2:00 pm by Senator Orr. On roll call, the following members of the Executive Committee of the Board of Trustees of the University answered present:

Senator Arthur Orr (Chair)
Mr. Jim America
Mr. Dus Rogers (electronically)
Mrs. Missy Ming Smith

Ms. Cathy Dickens was absent.

The members answering present constituted a quorum to conduct business.

Also present, Dr. Catherine Wehlburg, Jackie Gooch, Secretary to the Board of Trustees (Recording), Mr. Shane Black (University Legal Counsel), Mr. Jonathan Craft, Mr. Bill Dunnivant, Dr. Mike Essary, Dr. Keith Ferguson, Dr. Kim LaFevor, and Dr. Cynthia Lovelace. In addition, 47 other individuals joined via zoom.

II. Approval of Agenda

On a motion made by Mrs. Smith and seconded by Mr. America, the Executive Committee approved the agenda by affirmative votes (4-0) of members answering present.

III. Approval of Meeting Minutes – On a motion made by Mr. America and seconded by Mrs. Smith, the Executive Committee approved the February 6, 2023 minutes by affirmative votes (4-0) of members answering present.

IV. New Business

Resolution No. 1-03-27-2023

On a motion made by Mr. America and seconded by Mr. Rogers, the Executive Committee approved Resolution No. 1-03-27-2023 that supports President Wehlburg’s decision to terminate the agreement with Archer.

V. Other Business - None.

VI. Adjournment -Senator Orr adjourned the meeting at 2:04 pm.



RESOLUTION NO. 1-03-27-2023

WHEREAS, Athens State University ("Athens State") and Archer Education, Inc. ("Archer") are parties to a *Master Services Agreement* (the "Agreement") whereby Archer performs various services for Athens State;

WHEREAS, Interim President Catherine Wehlburg has determined that it is in Athens State's best interest to conclude and terminate the Agreement with Archer; and

WHEREAS, the Executive Committee of the Athens State University Board of Trustees appreciates the work that Archer and Athens State have done together, and the efforts of those persons involved in that work, but the committee expresses its agreement with and support for Interim President Wehlburg's decision.

NOW, THEREFORE, BE IT RESOLVED by the Executive Committee of the Athens State University Board of Trustees on this the 27th day of March, 2023, that the Executive Committee agrees with and supports Interim President Wehlburg's decision to terminate the Agreement with Archer, and it encourages her to work in good faith with Archer to resolve any resulting transitional issues so that any disruption to students' educational experiences are minimized.

ADOPTED by the Executive Committee of the Athens State University Board of Trustees on this the 27th day of March, 2023.

Arthur Orr

Chair *Pro Tempore*, Athens State University Board of Trustees

Chairman of the Executive Committee of the Athens State University Board of Trustees

Attested by:

Secretary, Board of Trustees and Executive Committee



RESOLUTION NO. 1-04-10-2023

WHEREAS, Athens State University (“Athens State”) and Archer Education, Inc. (“Archer”) were parties to a *Master Services Agreement* (the “MSA”) whereby Archer performed various services for Athens State;

WHEREAS, Interim President Catherine Wehlburg, with this committee’s support, terminated the MSA on March 27, 2023;

WHEREAS, this committee encouraged Dr. Wehlburg to work in good faith with Archer to resolve any resulting transitional issues;

WHEREAS, there have been some differences between Archer and the University concerning the termination and its impact;

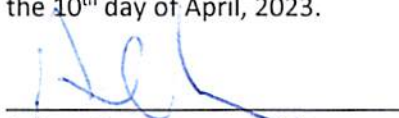
WHEREAS, after extensive discussions, Dr. Wehlburg and Archer have reached an agreement to fully resolve any remaining issues between the University and Archer;

WHEREAS, generally speaking, such agreement would resolve the dispute by extending certain payments to Archer through the Fall, 2023 semester (but not beyond) for services that Archer rendered prior to March 27, 2023 in connection with students enrolled at the University through the Fall, 2023 semester; and

WHEREAS, the executive committee finds that this agreement is fair, equitable, and consistent with the best interest of the University.

NOW, THEREFORE, BE IT RESOLVED by the Executive Committee of the Athens State University Board of Trustees on this the 10th day of April, 2023, that the Executive Committee ratifies and approves the agreement negotiated by Interim President Catherine Wehlburg, between the University and Archer, resolving the all remaining issues between the University and Archer.

ADOPTED by the Executive Committee of the Athens State University Board of Trustees on this the 10th day of April, 2023.

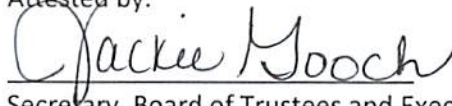


Arthur Orr

Chair *Pro Tempore*, Athens State University Board of Trustees

Chairman of the Executive Committee of the Athens State University Board of Trustees

Attested by:



Secretary, Board of Trustees and Executive Committee



ATHENS STATE UNIVERSITY
BOARD OF TRUSTEES
EXECUTIVE COMMITTEE

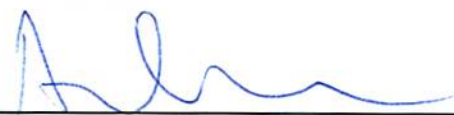
RECOMMENDATION FOR ACTION

DATE: April 10, 2023

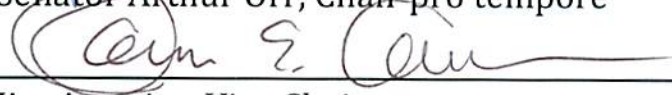
ACTION ITEM TITLE: Approval of Ellucian Contract

RECOMMENDATION:

The Executive Committee of the Athens State University Board of Trustees approves the Ellucian contract as presented for 2023-2028.



Senator Arthur Orr, Chair pro tempore Date 4/10/23



Jim America, Vice Chair pro tempore Date 4/10/23

Cathy Dickens Date 04/10/2023
Electronically Supported.

Dus Rogers Date 4/10/23
Missy Ming Smith

Missy Ming Smith Date 04/10/2023
Jackie Gooch

Jackie Gooch, Secretary to the Board of Trustees Date