

MINUTES OF THE BOARD OF REGENTS

WESTERN KENTUCKY UNIVERSITY

December 14, 1985

Required statutory notice having been given, a special meeting of the Board of Regents of Western Kentucky University was held Saturday, December 14, 1985, in the Regents Conference Room of the Wetherby Administration Building on the Western campus. The meeting was called to order at 9:00 a.m., CST. Mr. Joseph Iracane, Chairman, presided.

AGENDA ITEM 1 - The meeting opened with a prayer of invocation by Dr. John D. Minton, Vice President for Student Affairs.

AGENDA ITEM 2 - Roll call. The following members were present:

Mr. Danny Butler
Mr. Ronald W. Clark
Mr. Joseph A. Cook II
Mr. Joseph Iracane
Mrs. Patsy Judd
Mr. Mitchell S. McKinney
Mrs. Mary Ellen Miller
Mr. J. Anthony Page
Judge John S. Palmore
Mrs. Hughlyne P. Wilson

Also present in addition to Dr. Minton were Dr. Robert V. Haynes, Vice President for Academic Affairs; Mr. Harry K. Largen, Vice President for Business Affairs and Treasurer; Mrs. Liz Esters, Secretary to the President and Board of Regents; Mr. William E. Bivin, University Attorney and Parliamentarian; and Mr. Fred Hensley, Director of Public Information.

AGENDA ITEM 3 - Mr. Clark moved that the Board of Regents go into closed session for discussions which might lead to the appointment of an individual to a position. The purpose of the closed session discussion is to protect the reputation of individuals being considered. The motion was seconded by Mr. Cook and passed by voice vote.

The Board went into closed session at approximately 9:02 a.m., and Mrs. Esters, Secretary to the Board, accompanied the Board in the closed session.

The Board returned from closed session at approximately 9:20 a.m. Chairman Iracane reported that during the closed session the Board discussed only matters within the scope of the motion and took no formal action and made no decisions.

AGENDA ITEM 4 - Mrs. Judd stated, "From the first time that I became associated with Western Kentucky University, one of the first things that has always impressed me is the love and loyalty that the alumni and the students feel for the University. Behind that loyalty are traditions that have emphasized quality teaching and personal interest in students. I think that we must preserve these traditions and these good qualities. At the same time we must change to meet the needs of students of all ages to prepare for a future that is still taking shape. With this goal in mind, I would like to nominate Dr. Samuel Kern Alexander, Jr., for President of Western Kentucky University. Dr. Alexander holds a degree from Western as do many of the members of his family. He values Western's traditions. At the same time, he has outstanding academic experience and administrative experience. He has authored extensive publications. He has had experience in all levels of government relations which have earned him an outstanding national reputation. After objective evaluation of the qualifications of Dr. Alexander, a visit to his campus, conversations with the President of the University of Florida and the head of the Medical School, extensive record checks, reference checks, and, as I would emphasize, a very objective evaluation, I would like to nominate Dr. Alexander to serve as Western's President. I feel that he will preserve the values of Western's past while leading it to fulfill the promise of its future." The nomination was seconded by Mr. McKinney, and the roll call vote follows:

Aye: Butler, Clark, Cook, Iracane, Judd, McKinney, Miller, Page
Palmore, Wilson

Nay: None

Mr. Cook moved that the Board adopt the following resolution:

RESOLUTION

WHEREAS, the provisions of KRS 164.360 and KRS 164.365 vest in the Board of Regents responsibility and authority to appoint a President of Western Kentucky University; and

WHEREAS, Dr. Donald W. Zacharias, the sixth President of the University, relinquished the duties and responsibilities of that office, effective August 31, 1985, and Dr. Paul B. Cook was appointed to serve as President during the interim period, from that date until such time as this Board of Regents could determine that it was sufficiently advised to exercise its statutory responsibility and authority in a fully informed manner and in the best interest of the public and the institution; and,

WHEREAS, The Board of Regents is sufficiently advised and informed.

NOW THEREFORE

Be It Resolved By the Board of Regents of Western Kentucky University, that:

1. Dr. Samuel Kern Alexander, Jr., is hereby appointed to the position of President of Western Kentucky University with assignment to faculty rank with tenure.
2. This appointment is for a period of three years and forty-five days duration, beginning May 15, 1986, and ending June 30, 1989.
3. This appointment designates Dr. Alexander as the Chief Executive and Educational or Academic Officer of the University; and, in that capacity, he is officially accountable and responsible solely to the corporate Board of Regents for the discharge of the duties and responsibilities of the office. Reporting and accounting to the corporate board will be in a manner and means and on a schedule determined by law and the Governing Statutes, Rules and Policies of the Board of Regents.
4. The President, by virtue of his office, is a member of all faculties and faculty bodies at the University and may call upon the members of any faculty or faculty body to convene for any purpose at any time.
5. The President shall receive as compensation a minimum salary of \$75,000 per year, subject to adjustment upon the annual review of all University salaries.
 - a. Life, health, accident and disability insurance, sick leave, and retirement benefits shall be provided according to the plan established by the Board of Regents for University employees.
 - b. Annual paid vacation shall be a minimum of thirty days. Additional vacation may be taken on a schedule mutually agreeable to the President and the Board of Regents.
6. Not as compensation, but for the benefit and convenience of the University:
 - a. The President is required to occupy the official residence provided by the University for the President. The residence is located near the campus and is provided at no cost to the President for rent, utilities, one University business telephone, building and grounds maintenance, upkeep and care, and housekeeping services. An allowance will be provided in each annual operating budget for expenses incidental to official University functions held at the residence, including those accompanied by social amenities and activities. Decoration and furnishing of the residence will be provided to personal taste, subject to cost approval and periodic review by the Finance Committee of the Board of Regents.
 - b. Subject to provisions of applicable law and regulations of the Commonwealth, an automobile will be furnished for the discretionary use of the President and/or members of his family in transportation connected in whole or in substantial part with job-related University business purposes. Privately owned vehicles will be used for travel that is entirely for personal and family purposes that are not job related.
7. In the event that the President voluntarily relinquishes the office of the President and continues service at the University in the capacity of a full-time professor, the Board of Regents will provide sabbatical leave and, pursuant to general policy established from time to time, will also provide for adjusted compensation, suitable transitional office space, and secretarial services.

Mr. Cook's motion to adopt the above resolution was seconded by Judge Palmore. The roll call vote follows:

Aye: Butler, Clark, Cook, Iracane, Judd, McKinney, Miller, Page, Palmore, Wilson

Nay: None

Additionally Mr. Cook moved that for the interim period between now and the official beginning period of this contract when Dr. Alexander will provide Western Kentucky University substantial amounts of service while he is still officially a member of the University of Florida faculty,

- 1) Western Kentucky University would reimburse the University of Florida for the time spent in the service of Western during the interim; and,
- 2) Western would reimburse Dr. Alexander for any out-of-pocket expenses relative to the duties at Western.

The motion was seconded by Judge Palmore, and the roll call vote follows:

Aye: Butler, Clark, Cook, Iracane, Judd, McKinney, Page, Palmore, Wilson

Pass: Miller

Nay: None

Judge Palmore made the following statement to the Board:

"Mr. Chairman: The Board of Regents recognizes and appreciates the splendid service Dr. Paul Cook has rendered and continues to render as Interim President of Western Kentucky University during this important period of transition which will soon draw to a close. I move you, Sir, that the Board extend to Dr. Cook its gratitude and express both its confidence in him and its warm affection for both him and Mrs. Cook." The motion was seconded by the entire remaining part of the Board and passed unanimously.

Closing comments were heard from Board members as follows:

Mr. Clark - "This is my second round, and I'm glad that it is over. I would like to compliment Chairman Iracane for the professional manner in which he has directed the Board and the Advisory Search Committee. I don't know of any person who has worked any harder and been more diligent in his duties than the Chairman. In addition, I would like to express appreciation to this Board for the fine, professional manner in which it has gone about its duties in evaluating the candidates. We have chosen what we think to be the candidate to lead Western in the future, and he certainly has the full support of the Board. We ask that our alumni, faculty, and students get behind this and know that we have now the best one-two combination in Kentucky—Dr. Alexander and Dr. Cook."

Mr. Butler - "I would like to second what Mr. Clark has said. I would like to congratulate Chairman Iracane for the way he has taken the lead and worked with this process, and I want to compliment all of the Board members with whom I've had the opportunity to work. One of the benefits that I personally have gotten from this search for a new president is that I've gotten to know all the members of the Board much more thoroughly than I would have if we had just come here for a meeting periodically. I would like to again compliment the professionalism of all the members of this Board. I want to wish Dr. Alexander who is our new President, the best of luck. I know it is going to be a difficult task for him leading a University, especially in a time when the economy is the way it is. I certainly hope that our selection will do a great deal to help lead Western in the future.

I would be remorse if I didn't, in closing, say something on behalf of Dr. Cook. I certainly want to thank him for the leadership that he has shown in the time that he has been Interim President as well as the time preceding that while he has been here at Western Kentucky University. I want to compliment him on his character and on his ability. I do think that Western is in very capable hands with Dr. Alexander and with people like Dr. Paul Cook."

Mrs. Miller - "I would just second Mr. Clark's and Mrs. Butler's remarks."

Mr. McKinney - "I would like to thank my fellow Board members for making this a good time for me. I know that we've been very busy, but I appreciate all of the assistance that I've been given by the other Board members. I would also like to express appreciation for the Advisory Committee and to you, Mr. Iracane, for the leadership that you have given this important task. I feel confident that we've selected a leader who will lead this institution to new heights. In Dr. Alexander I feel that we have an excellent leader and a scholar as well as a teacher who will do great things at Western. I'm very glad that I have had the privilege to be a part of this institution and to be a part of this Board."

Mrs. Judd - "Mr. Chairman, some of the things I say may be repeating what others have said, but I would like to say them just for the emphasis. The first thing that I would like to repeat is that a lot of planning went into the search process. It was designed to do one thing—to find the very best President for Western. It was designed to be objective, and every effort was made to do that. Secondly, I think the search process attempted to have all peoples represented—the students were represented on the screening committee, the faculty, and the business community. The students were ably represented on the Board by Mr. McKinney and the faculty by Mrs. Miller. I think an attempt was made to make sure that everyone was represented. The person who deserves a lot of the credit for planning such an effective and professional search is our Chairman, Mr. Iracane. He's spent hours of planning and working to make sure the search had a great deal of professionalism and integrity, and I certainly appreciate his efforts in that regard. We had a very good screening committee with the chairman, Joe Bill Campbell, who did such a good job that they made our job very difficult. The staff, Mr. Bivin, Dr. Garmon, and Liz Esters were most helpful throughout, and I would just like to repeat what was said about all of the Board members being extremely professional. We did a lot of soul searching to come to this point."

Mr. Cook - "I would like to say thank you to Mr. Iracane for the leadership through the process. Secondly, I would like to say that I think anyone associated with Western can be proud of the professionalism that was obviously displayed in this search process by the committee chaired by Joe Bill Campbell. The kind of results that they gave to us, as Mrs. Judd said, made our job

very difficult because they delivered to us five truly outstanding candidates. Any one of those candidates could have been a good President of Western Kentucky University. It is, however, obviously our opinion that Dr. Alexander has those extraordinary talents that will be exemplified by the kind of leadership and the kind of touch with the Western tradition that will be very important in the future for this University. I would like to compliment again all of the candidates because they were truly professional. The whole process for me was a great learning experience. I am much better prepared to continue to serve Western on this Board than I was prior to this process. I learned a great deal from each of the candidates. I think that we are in a position and have Western in a position to advocate its strong potential in the future to both the legislature and to the general public and to the people of Kentucky. I'm looking forward to working with Dr. Alexander."

Mr. Page - "This for me has been a very valuable experience for myself and a real education for me. I think it will make all of us better Board members. I congratulate Mr. Iracane on his diligence, hard work, long hours, and leadership. I would like to also thank Joe Bill Campbell and the Advisory Committee. They did an outstanding job. They gave us five super candidates to consider. I've enjoyed working with each member of the Board. I think we have a much more cohesive Board now as a result of this search process. I look forward to working with Dr. Alexander. He's going to be an asset to Western Kentucky University and an asset to higher education in the state of Kentucky."

Mrs. Wilson - "This Board had a very awesome responsibility, but with the excellent process that we had and with the excellent leadership that each of my fellow Board members have eluded to under of Mr. Iracane and Mr. Campbell, I think we have done an excellent job. I think we, as a Board, are to be congratulated. I do appreciate the input of all the individuals and groups from whom I received telephone calls, messages, letters, etc. They were significant in helping me to sort out what I needed to sort out in order to participate in this decision. I think we have done what we started out to do, and that is to identify the best person to be President of Western. I think we've done that, and I think that with his expertise and our support as well as the support of others in this state in higher education, Western can continue to be the great university that we are considered to be."

Judge Palmore - "It perhaps will come as some tidings of comfort to Western that from this day forward it will have a better Board of Regents comprised of the same people but people who today understand each other better and who love Western even more as a result of this experience we've had together. I'm sure, although I've never had the experience, that childbirth—giving birth to a child—must be a sort of character building experience. This, in which we have labored together to bring forth a new leader for Western, has been a character building experience for me, and I think it has been for all of us. I think more of everybody on the Board today than I did before if that's possible. Joe, it's been fine to work under your leadership. Thank all of you."

Mr. Iracane - "I have a few thank yous—first of all, Virginia Rickman for her endless efforts; Cecile Garmon, for her professionalism; Mr. Bivin, for all of his counsel and hard work; Fred Hensley and his staff for the excellent job they did in keeping the confidentiality of the search which we attempted to do from the onset; Owen Lawson, a friend, who moved the people around and really helped show the Western spirit; Liz, for her services as Secretary to the Board; and all the people who assisted in the process—the faculty, members of the committee, Joe Bill Campbell, John Holland for his tremendous insight to Western's needs. It was a hard job, but we tried it and did the best that we could because we love the University. We're all together in this decision, and together I think we can make Western even


greater than what it is today. That is the purpose of what we set out to do. We're excited for Dr. Alexander and for Dr. Cook. I think we have great leadership, and we're ready to go on from here."

There being no further business, the Board adjourned on motion made by Judge Palmore and seconded by Mr. McKinney.

CERTIFICATION OF SECRETARY

I hereby certify that the minutes herein set forth an accurate record of votes and actions taken by the Board of Regents of Western Kentucky University in a special meeting held December 14, 1985, in the Regents Conference Room of Wetherby Administration Building on the Western campus and further certify that the meeting was held in compliance with KRS 61.810, 61.820, and 61.825 (enacted as Sections 2, 3, 4, and 5 of House Bill 100, 1974 Regular Sessions, General Assembly).


Elizabeth W. Esters, Secretary


Joseph Iracane, Chairman


Elizabeth W. Esters, Secretary